

New Hampshire Society of Professional Engineers

State Bylaws

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PREAMBLE

Recognizing that service to the public, to the State and to the profession are fundamental obligations of the professional engineer, the New Hampshire Society of Professional Engineers does hereby dedicate itself to the promotion and protection of the professional engineer as a social and economic influence vital to the health, safety, and welfare of the community, the State of New Hampshire, the United States of America and all mankind.

BYLAW 1 – NAME OF THE ORGANIZATION

Section 1. The name of this organization shall be the New Hampshire Society of Professional Engineers (hereinafter called the “Society”).

Section 2. The Society is incorporated as a nonprofit corporation under the laws of the State of New Hampshire.

Section 3. The Society is a member state society of the National Society of Professional Engineers, a national organization of like aims and purposes (hereinafter called the “NSPE”). The Society shall strive to participate actively in all NSPE Meetings and other state/NSPE functions and activities.

Section 4. The Society subscribes to and supports the Code of Ethics of NSPE.

BYLAW 2 - OBJECTIVES

Section 1. The objectives of this Society shall be to:

- a. Advance and promote the public health, safety, and welfare.
- b. Advance the professional, social, and economic interests of the professional engineer.
- c. Strive throughout the profession to make licensure more meaningful in terms of acknowledgment of individual achievement in engineering as reflected by education and practice, and encourage all qualified engineers to seek legal status through licensure.
- d. Unite all engineers of the State in one organization.
- e. Stimulate and develop professional concepts among all engineers.
- f. Advance self-education and self-improvement; motivating practicing engineers to upgrade and expand their competence by continuing study.
- g. Develop the civic consciousness of members of the engineering profession, and serve the public good by support of, and cooperation with public officials.
- h. Represent the engineering profession in legislative matters in the interests of the State and the profession.
- i. Promote high standards of engineering education.
- j. Establish and preserve high standards of ethical conduct and practice by members of the profession.
- k. Cultivate public appreciation for the work of the engineer through improved public relations, and provide a forum for effective exchange and advancement of knowledge of matters of concern to the profession.
- l. Assist young people in obtaining reliable information concerning the profession of engineering.
- m. Mentor young engineers and assist them in their career track toward licensure.

BYLAW 3 - MEMBERSHIP

Section 1. The membership grades shall coincide with those grades as set by NSPE and shall consist of Licensed Member, Member, Graduate Member, and Student Member as defined by the Bylaws of NSPE.

Section 2. All members shall pay annual dues as set forth in the Operating Procedures. A member's dues shall be current, as defined in the Operating Procedures, for the member to receive the privileges and benefits of membership.

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Section 3. All members other than Student Members shall have voting privileges in the Society.

Section 4. All members eligible for membership in NSPE shall be members of NSPE to continue membership in good standing in the Society.

Section 5. Should the licensure of a member be revoked for any reason, other than retirement from active practice, the person shall automatically cease to be a member of the Society.

Section 6. A member may be disciplined by the Society for cause as provided in the Society's Operating Procedures. In disciplinary matters, the Board may: (a) authorize joint action with other state societies; (b) waive jurisdiction to another state society; (c) request the assistance of NSPE where, in the Board's judgment, the circumstances warrant; or (d) refer the action to the State Board of Licensure for Professional Engineers.

BYLAW 4 - OFFICERS

Section 1. The officers of the Society shall consist of the President, President-Elect, Vice President, Secretary*, Treasurer*, State Director(s)**, NSPE Delegate and immediate past President. (*The same person may hold both of these offices simultaneously) (** Up to a maximum of four State Director positions)

Section 2. The President-Elect, Vice President, Secretary, Treasurer and State Director(s) shall be elected for a term of one year. Except that the President may serve up to two consecutive terms upon recommendation of the Nominating Committee. Otherwise the President-Elect shall automatically assume the presidency for the year following election.

Section 3. Eligibility to nomination, election, or retention of a position as an elective officer of the Society shall be contingent upon residence or employment in the State, and membership in the State Society. Further, licensure in the State of New Hampshire is required to hold elective office as Vice President, President-Elect and President.

Section 4. The duties of the officers shall be as defined in the Operating Procedures.

Section 5. The Treasurer shall provide a surety bond or other form of security, at the expense of the Society, as may be determined by the Board.

Section 6. The officers shall take office, and the President-Elect elected the previous year shall become President, on the first day of the Administrative Year following their election, and shall hold office until their successors have been duly elected and installed.

Section 7. Any officer missing a minimum of three consecutive Board meetings may be removed from the Board as follows:

- a. The Board shall review the circumstances surrounding the Officer's lack of participation.
- b. A majority of the Board votes to remove the officer.
- c. The President shall inform the officer in writing of the Board's decision.
- d. The vacancy shall be filled by the Board pursuant to Bylaw 4, Section 8.

Section 8. In the event the President becomes unable to serve, the President-Elect shall succeed the President and complete the term of office of the vacating President and then their term as President. The office of President-Elect shall remain vacant until the next Annual Meeting, at which meeting a President-Elect shall be installed. A vacancy occurring in any other position may be filled through appointment by the Board. Any vacancy may be filled for the unexpired term of the officer being replaced.

Section 9. A Delegate to the NSPE House of Delegates shall be elected by the Society to represent the Society at the NSPE House of Delegates Assembly, as set forth in Bylaw 5. This member shall serve as Delegate for a two year term and shall be eligible to serve no more than two consecutive terms.

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BYLAW 5 -ELECTIONS

Section 1. Nominations for elective offices shall be made by the Nominating Committee or by petition signed by 10 percent of the members eligible to vote or 25 such members, whichever is less.

Section 2. The Nominating Committee shall be comprised of the most recent available past President as its chair, and a minimum of one other member as set forth in the Operating Procedures. No member may serve more than two consecutive years on the Nominating Committee and not more than two years in a four-year period.

Section 3. The Nominating Committee shall canvass the membership for candidates for office and shall offer one or more nominations for each office. No one who is a member of the Nominating Committee shall be eligible for nomination to office.

Section 4. The Nominating Committee shall report the names of nominees, together with a brief biographical sketch of each nominee, to the Secretary by April 1st.

Section 5. Nominations by petition must be delivered to the Secretary by April 1st. Nominees, by petition, may include members of the Nominating Committee.

Section 6. Whenever there is more than one nomination made for any office to be filled, the Secretary shall prepare an official ballot that shall be mailed to each voting member in good standing on or before April 15th. The official ballot shall contain a listing of all offices to be filled and the nominations therefore. Voting shall be limited to these nominations for office.

Section 7. If the slate of candidates for all offices is uncontested, the Secretary shall inform the Board. If the Board determines, by majority vote, that a ballot vote on the candidates is not required, then the Secretary shall record the Board's majority vote as an affirmative vote thereby electing all candidates.

Section 8. Except as discussed in Bylaw 5, Section 9, election of officers shall be made annually by a plurality vote on individual letter or electronic ballots sent to all voting members of the Society in good standing. Procedures for collecting and counting ballots shall be defined in the Operating Procedures.

Section 9. Election of the NSPE Delegate to the House of Delegates shall be made biannually by a plurality vote on individual letter or electronic ballots sent to all voting members of the Society in good standing, or by such other procedure as determined by the Society Board of Directors. This ballot may be combined with the ballot for the election of officers.

Section 10. The nominee for each office receiving the greatest number of votes cast for office shall be declared elected for such office. The elected officers shall be known by the title of the office to which elected, with the suffix "elect" until they assume the duties of their respective offices.

BYLAW 6 - ADMINISTRATION

Section 1. The officers will constitute the Board of Directors (Board). The Board shall determine all questions of policy and shall administer the affairs of the Society under these Bylaws, Operating Procedures, and the general provisions of the law under which it is incorporated.

Section 2. The latest version of Robert's Rules of Order shall be the parliamentary authority for conducting votes and administering the Society.

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Section 3. A majority of the Board members shall constitute a quorum. An affirmative vote of a majority of the Board members present at any regular or duly called meeting shall be required to pass any motion not inconsistent with the Bylaws of the Society. The President shall vote only when necessary to break a tie.

Section 4. The Board shall have authority to decide upon any question by means of a letter or electronic ballot directed to all members of the Board. Procedures for determining a vote by letter or electronic ballot shall be specified in the Operating Procedures. At any point during the voting period when a ballot is voted up or down by a majority of those eligible to vote, that determination is final.

Section 5. The Board shall direct the investment and care of funds for the Society and shall adopt an annual budget and make appropriations for other specific purposes.

Section 6. No member of the Board shall receive a salary or compensation from the Society, except for expenses incurred on behalf of the Society as approved by the Board.

Section 7. The administrative and fiscal year of the Society shall be the same as the administrative and fiscal year of NSPE.

Section 8. The Board shall determine the location of the Headquarters of the Society.

Section 9. The Board shall develop written Operating Procedures, which shall become effective, be amended or be rescinded upon a majority vote of the Board, unless otherwise indicated by the Board.

BYLAW 7 - MEETINGS

Section 1. The Society shall hold an Annual Meeting at such time and place as may be selected by the Board, which meeting shall be open to all members and their guests.

Section 2. Special meetings of the Society shall be called by the President, on a two-thirds vote of the Board or upon petition by 25 members of the Society, or 10 percent of the membership, whichever is less.

BYLAW 8 – STUDENT CHAPTERS

Section 1. The Board of Directors shall have authority to make rules and regulations for and decisions affecting the chartering, combining, or dissolving of student chapters.

Section 2. Student members in engineering colleges, institutes of technology, and universities may be organized into student chapters, as provided in the Operating Procedures.

BYLAW 9 – YOUNG ENGINEERS' ADVISORY COUNCIL

Section 1. To further the objectives of the Society, a Young Engineers' Advisory Council is authorized. This Council shall be modeled after and consistent with the structure and operation of the NSPE Young Engineers' Advisory Council.

BYLAW 10 - COMMITTEES

Section 1. Such committees as may be appropriate shall be established as provided in the Operating Procedures.

Section 2. The duties of committees shall be defined by the President and approved by the Board.

Section 3. Appointments to committees shall be made as set forth in the Operating Procedures.

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BYLAW 11 - AMENDMENTS

Section 1. Amendments to these Bylaws may be made by: (a) the majority vote of the entire Board, or (b) a petition signed by not less than 25% of the Society's members in good standing or 50 such members, whichever is larger.

BYLAW 12 – SAVINGS CLAUSE

Section 1. Any article or section of the Society's Bylaws and Operating Procedures found to be in conflict with the NSPE Bylaws shall be null and void. However, this shall in no way invalidate the remaining articles and sections of the Society's Bylaws and Operating Procedures.

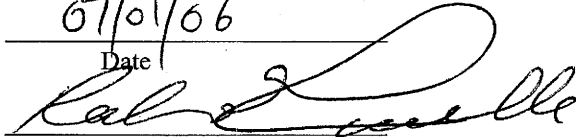
BYLAW 13 - DISSOLUTION

Section 1. The Society shall use its funds only to accomplish the objectives and purposes specified in these Bylaws, and no part of said funds shall inure, or be distributed, to the members of the Society. On dissolution of the Society, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Board. Any residual shall be contributed to NSPE.

BYLAW 14 - EFFECTIVE DATE

Section 1. These Bylaws shall become effective upon its adoption in the manner prescribed for voting on amendments and thereupon the previous Constitution and/or Bylaws and prior amendments thereto are repealed.

Revision 00 Adopted: 07/01/06
Date

NHSPE President: 

| Past Revision Information | |
|---------------------------|--------------------|
| Amended: | <u>N/A</u> Date |
| NHSPE President: | <u>N/A</u> |