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3 **BYLAWS OF THE C005 DALLAS SECTION**  
4  
5 **OF**  
6  
7 **THE SOCIETY OF WOMEN ENGINEERS**  
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10 **ARTICLE I – NAME AND OBJECTIVES\*\***

11 **Section 1. Name**

12 The name of this organization shall be the C005 Dallas section (hereinafter called “the  
13 section”) of the Society of Women Engineers (hereinafter called “the Society” or “SWE”).  
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15 **Section 2. Objectives**

16 The section is an organizational unit whose purpose is to further the objectives of the  
17 Society.  
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19 **Section 3. Powers**

20 The section is empowered by the Society to pursue the objectives of the Society under  
21 these bylaws and in consonance with the Society bylaws.  
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23 **Section 4. Non-discrimination**

24 In accordance with the Society’s policies and purposes, the section shall not  
25 discriminate in connection with its membership and its services to the public at large.  
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28 **ARTICLE II – MEMBERSHIP\*\***

29 **Section 1. Members**

30 Members of the section are those members of the Society assigned to the section. All  
31 members of the section shall have the right to attend all in-person section and executive  
32 council meetings.  
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34 **Section 2. Grades of Membership**

35 Members shall have the same membership grade in the section as they have in the  
36 Society and voting privileges as specified in the Society bylaws.  
37

38 **Section 3. Business Meeting**

39 A meeting of the general membership to conduct the business of the section may be  
40 called by the president, the executive council, or by a group of five percent or five of the  
41 voting members of the section, whichever is greater. At least thirty days written notice  
42 shall be provided to all members prior to such a business meeting.  
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44 **Section 4. Quorum**

Fifteen voting members or thirty percent of the voting members of the section, whichever is less, shall constitute a quorum for the conduct of the business of the section.

### **ARTICLE III – OFFICERS**

#### **Section 1. Officers\*\***

The officers of the section are the president, executive vice president, vice president of membership, vice president of outreach, secretary, treasurer, and section representative(s) as designated in the Society bylaws.

#### **Section 2. Eligibility and Term of Office\*\***

- A. The officers must be members of the Society who are assigned to the section. The president and executive vice president must also be voting members of the Society. The other officers must also be either voting members of the Society or collegiate members who meet the qualifications stated in the Society bylaws for professional membership. Collegiate members may be candidates for positions other than president and executive vice president if they will be members of the section and will qualify for professional membership before the start of the term of office; however, they must meet these requirements in order to serve. Any officer who is a collegiate member shall have the right to vote during the performance of duties in that position without gaining any additional voting rights in the section.
- B. Section officers shall serve for a term of one fiscal year, to coincide with the Society's fiscal year. The treasurer shall serve for a term of two fiscal years.
- C. Officers may hold more than one office provided that there is a minimum of four elected officers of the section. No one may hold the office of president and treasurer at the same time.

#### **Section 3. Duties\*\***

- A. The president shall:
1. Represent the section before the public and preside at meetings of the section and its executive council;
  2. Appoint the chairs of all committees, with the approval of the executive council, except the chair of the nominating committee;
  3. Approve the appointment of all committee members, except the members of the nominating committee;
  4. Authorize the disbursement of section funds within the budget approved by the executive council;
  5. Be an authorized signatory on all section accounts;
  6. Coordinate activities and execute the business and policies of the section between meetings;
  7. Review and approve the year-end section financial report;

- 89 8. Provide oversight and guidance to the committee chairs as assigned, and  
90 9. Perform other duties normally associated with the office of president or as may  
91 be assigned by the executive council or the governance documents.  
92

93 B. The executive vice president shall:

- 94 1. Assume the duties of the president if the president is temporarily unable to serve;  
95 2. Arrange meeting locations and professional development programs;  
96 3. Provide oversight and guidance to the committee chairs as assigned; and  
97 4. Perform such other duties as may be assigned by the president, the executive  
98 council, or the governance documents.  
99

100 C. The vice president of membership shall:

- 101 1. Welcome all new members;  
102 2. Recruit new members, retain members and follow up with all non-renewing  
103 members;  
104 3. Coordinate and manage the awards program;  
105 4. Provide oversight and guidance to the committee chairs as assigned; and  
106 5. Perform other duties as may be assigned by the president, the executive council,  
107 or the governance documents.  
108

109 D. The vice president of outreach shall:

- 110 1. Create, organize and manage outreach events;  
111 2. Coordinate and manage the scholarship and certificates program;  
112 3. Provide oversight and guidance to the committee chairs as assigned; and  
113 4. Perform other duties as may be assigned by the president, the executive council,  
114 or the governance documents.  
115

116 E. The secretary shall:

- 117 1. Maintain the records of the section;  
118 2. Provide oversight and guidance to the committee chairs as assigned; and  
119 3. Perform other duties normally associated with the office of secretary or as may  
120 be assigned by the president, the executive council, or the governance  
121 documents.  
122

123 F. The treasurer shall:

- 124 1. Be responsible for the collection, distribution, and safekeeping of section funds;  
125 2. Prepare, maintain, and report as directed on the financial position of the section  
126 in relation to the approved budget;  
127 3. Submit a financial report to the Society in accordance with established  
128 procedures;  
129 4. Provide oversight and guidance to the committee chairs as assigned; and  
130 5. Perform other duties normally associated with the office of treasurer or as may  
131 be assigned by the president, the executive council, or the governance  
132 documents.

G. The section representative(s) shall:

1. Perform those duties expected of them as described in the region governance documents; and
2. Perform other duties normally associated with the office of section representative or as may be assigned by the president, the executive council, or the governance documents.

#### Section 4. Nomination and Election

A. The executive council shall elect at least three members to serve on the nominating committee. The nominating committee shall select its own chair, who must be a voting member of the Society but does not need to have been elected to the committee by the executive council.

B. Members of the nominating committee may not become candidates during their tenure of service on the nominating committee.

C. The nominating committee shall propose at least one qualified candidate for each of the available officer positions. The slate shall be presented to the members of the section by mail, electronic mail, or posting on the section web site by April 15 of each year.

D. Additional candidates may be nominated by petition, provided that:

1. The member is eligible for the position;
2. The member has given written consent to being placed on the ballot;
3. A minimum of two percent or five of the voting members of the section, whichever is greater, have signed a petition or endorsed an email to place the candidate's name on the ballot; and
4. The petition, together with the written consent, is submitted to the chair of the nominating committee by April 30 or fifteen days after the slate is announced to the members of the section, whichever is later.

E. The chair of the nominating committee shall arrange for the distribution of ballots to occur at least twenty-one days prior to the required return date for the vote. Voting may be by mail, electronic mail or web-based provided that mail ballots are sent to those without electronic access. The chair of the nominating committee shall select a tellers committee to receive and count the votes, and to report the results to the president.

F. The voting members of the section shall elect the section officers.

G. A plurality shall elect for each office. Write-in votes for eligible candidates shall be allowed. In the event of a tie, the election for that position shall be determined by lot, conducted by the chair of the nominating committee.

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178 Section 5. Alternate Section Representative(s)\*\*

- 179 A. Alternate section representatives may be elected during the officer election process.  
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181 B. The executive council may elect alternate(s) for the purpose of attending a region  
182 council meeting if the section representative(s) or alternate(s) cannot attend.  
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184 C. All alternates shall be designated in the order in which they will be called to serve,  
185 with alternates elected by the membership serving before those selected in any  
186 other manner.  
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188 D. Alternate section representatives must meet the same eligibility requirements as  
189 section representatives.  
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191 Section 6. Vacancies

- 192 A. A vacancy in the office of president shall be filled by the executive vice president for  
193 the remainder of the term.  
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195 B. A vacancy in the office of executive vice president, vice president of membership,  
196 vice president of outreach, secretary, or treasurer shall be filled by election by the  
197 executive council.  
198  
199 C. A vacancy in the office of section representative shall be filled by the next available  
200 alternate section representative. If there is no available alternate section  
201 representative, the executive council may elect an alternate to fill the vacancy.  
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204 **ARTICLE IV – EXECUTIVE COUNCIL**

205 Section 1 Composition

206 The governing body of the section shall be the executive council. The officers of the  
207 section shall constitute the executive council. An individual holding more than one  
208 position on the executive council has only one vote and counts as a single person for  
209 the purpose of a quorum.  
210

211 Section 2. Duties

212 The executive council shall:

- 213 1. Transact the business of the section;  
214 2. Implement section policies as determined by the membership;  
215 3. Elect the members of the nominating committee;  
216 4. Approve the appointment of all committee chairs, except the chair of the  
217 nominating committee;  
218 5. Ensure that the section is represented at region council meetings; and  
219 6. Approve the section budget and authorize expenditures not included in the  
220 approved budget.

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222 **Section 3. Conducting Business**

- 223 A. The executive council shall meet regularly to conduct the business of the section  
224 upon the call of the section president or by written petition of at least one-third of the  
225 voting members of the executive council.  
226  
227 B. Unless otherwise restricted by law or these bylaws, the executive council may also  
228 conduct business by telephone, mail, electronic mail, fax, or other electronic devices.  
229

230 **Section 4. Quorum**

- 231 A. A quorum shall be a majority of the members of the executive council then in office,  
232 but not less than three, one of whom is the president, executive vice president, or  
233 section representative.  
234  
235 B. No member of the executive council may vote by proxy.  
236

237 **Section 5. Removal**

238 Any officer may be removed for cause by a vote of two-thirds of the voting members of  
239 the section responding to a recall ballot, provided that votes have been received from at  
240 least the number of members required for a quorum. Such removal shall be effective  
241 immediately upon the recording of such vote. Removal procedures not covered by law  
242 or these bylaws shall be developed and approved by the executive council.  
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245 **ARTICLE V – COMMITTEES**

- 246 A. The executive council may establish committees as the need arises.  
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248 B. Unless otherwise provided for in a specific committee's procedure that has been  
249 approved by the executive council, the chairs of the committees shall be appointed  
250 by the president and the members of the committees shall be appointed by the chair  
251 of the committee with the approval of the president.  
252  
253 C. The executive council shall prepare a description of the duties and reporting  
254 relationships of each committee.  
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256 D. Each committee chair shall present a status report to the membership when  
257 requested by the executive council contact. Each committee chair shall also prepare  
258 an annual report providing input to the section representative for the section's final  
259 report to the Society.  
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262 **ARTICLE VI – DISSOLUTION\*\***

263 In the event of dissolution, the assets of the section shall be first used to pay any  
264 remaining debts, after which any remaining funds shall be disbursed to SWE regions,

SWE sections, the SWE members at large organization, the Society, or SWE endowment funds as recommended by the section's executive council and approved by the SWE board of directors.

#### **ARTICLE VII – PARLIAMENTARY AUTHORITY\*\***

The rules contained in the parliamentary authority specified in the Society bylaws shall govern this section in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the section may adopt.

#### **ARTICLE VIII – AMENDMENT\*\***

- A. These bylaws may be amended by a two-thirds vote of the members present and voting at a meeting or of the ballots received prior to the stated deadline.
- B. Amendments may be proposed by a majority of the executive council or five voting members of the section. All proposed amendments must be submitted to the secretary.
- C. Written notice, delivered either by mail or electronically, must be given to all members of the section at least thirty days prior to the date of the meeting or the specified date for voting to be completed.
- D. Amendments adopted by the section shall be sent to the Society secretary according to established procedures, and shall become effective after approved by the Society secretary.
- E. Required sections are marked with a double asterisk (\*\*) and conform to the professional section bylaws template. Changes to these sections of the professional section bylaws template shall become part of these bylaws upon approval of the Society. The section secretary shall incorporate such changes into the section bylaws and forward the updated bylaws to the Society secretary within six months of notification of the change to the section bylaws template.