

ASCE American Society of Civil Engineers

Richmond Branch BYLAWS

Article I: Name and Object

Section 1. The name of this organization shall be Richmond Branch, Virginia Section of the American Society of Civil Engineers (hereinafter referred to as the Branch).

Section 2. The objective of the Branch shall be the advancement of the science and profession of engineering in a manner consistent with the purpose of the national chapter of the American Society of Civil Engineers (hereinafter referred to as ASCE).

Section 3. The actions of the Richmond Branch shall be consistent with the provisions as set forth in the Constitution and Bylaws of the Virginia Section (hereinafter referred to as the Section).

Article II: Area and Membership

Section 1. The area of the Richmond Branch shall be as assigned by the Section.

Section 2. All members of ASCE of all grades, who subscribe to the Bylaws of the Branch, who have satisfied current dues requirements of the Section, and who are residents in the Branch area, shall be Subscribing Members of the Branch. All other members of the Society of all grades, whose addresses of record are within the boundaries of the Branch, as defined by the Society, shall be Assigned Members of the Branch.

Section 3. It is the responsibility of the Board of Directors for the Branch to maintain contact with any life members as defined by the national level of the society currently residing in the area of the Branch. Recognition of life members shall be made during a general membership meeting annually.

Article III: Separation from Membership

Section 1. Members who cease to be members of

ASCE or the Virginia Section, for any reason, shall cease to be members of the Branch.

Article IV: Dues and Finances

Section 1. The Branch activities shall be financed by an annual allocation of monies from the Section and as raised during Branch board approved fundraising events based on a budget proposed by the Branch and approved by the Section.

Section 2. There shall be no separate annual dues for Branch members without amendment of these bylaws.

Section 3. Branch costs will be offset through paid attendance at meetings, sponsorships, fundraising events, and related means. Unused funds may be kept in a treasury account for the purposes of future events provided such events do not conflict with the Branch approved Bylaws or Guidelines.

Section 4. An annual financial report will be prepared by the Treasurer as documentation of finances, and approved by the Board of Directors prior to the end of the Treasurer's term.

Article V: Officers

Section 1. The officers of this Branch shall be a President, a President-Elect, a Vice President, a Secretary/Treasurer, and a Past-President (defined as the outgoing President). These five (5) persons shall constitute the Board of Directors in which the government of the Branch shall be vested. All officers listed in this section shall have voting privileges at board meetings.

Section 2. All officers, except the President-Elect and President, shall be elected for terms of one (1) year, which terms shall extend from August 1st to July 31st of the following year. The President-Elect will succeed to the office of the President and the

incumbent President will succeed to the office of Past-President following the August 1st instatement of new officers.

Section 3. It shall be the responsibility of the new officers to hold a summer planning meeting during the first month of holding office.

Section 4. Only Subscribing Members of the Branch shall be eligible for election to office.

Section 5. A vacancy in the office of President shall be filled by the President-Elect for the unexpired term and will succeed to the office of President in the following year as scheduled. A vacancy in the office of President-Elect may be left vacant at the discretion of the Board of Directors until a special election or the annual election of officers can be held. Other vacancies shall be filled for the unexpired term by appointment by the Board of Directors.

Section 6. The Board of Directors shall oversee the preparation of the Annual Report which shall be submitted to the Section in accordance with published requirements.

Section 7. At meetings of the Board of Directors, three (3) members shall constitute a quorum.

Section 8. The duties of officers shall be those usual for such officers and can be generally described as follows:

President – In charge of all Board of Director meetings, with signatory authority for financial matters, as liaison to the Section and ASCE in all matters of the Branch, and shall serve as the representative for the Branch to all external activities.

President-Elect – Represents Branch at ASCE leadership conference and in charge of planning special events such as Engineer's Week, liaison to the Richmond Joint Engineer's Council (RJEC), and shall supervise all internal events and committees.

Vice President – Administers with consent of the Board all aspects of general membership meetings

including scheduling topics representative of current events in the profession, selecting a venue, registering or tracking all members attending, and tracking professional development hours associated with each meeting.

Secretary/Treasurer – Prepares meeting reports for all meetings, with signatory authority for financial matters and responsible for maintaining bank accounts, paying bills, collecting monies, and preparing financial reports.

Article VI: Nomination and Election of Officers

Section 1. The Nominating Committee shall consist of not less than three (3) members of the Board of Directors.

Section 2. The Nominating Committee shall choose one or more candidates for election to each office, except the office of President, and obtain the consent of each nominee to serve if elected.

Section 3. The Board of Directors shall send a letter ballot, containing a list of official nominees and a space for a write-in vote for another candidate for each office, to each subscribing member of the Branch at least thirty (30) days prior to the August 1st instatement of new officers. As a general rule, nominations should be sought in May with elections being held in June of the election year.

Section 4. Ballots returned to the Board of Directors up to the time of counting shall be opened and counted by the President. For each office the candidate receiving the highest number of votes cast shall be declared elected.

Section 5. Time of ballot opening and counting shall take place fourteen (14) days after distribution of the ballots.

Article VII: Meetings

Section 1. Board meetings should be held monthly and as directed by the President as required to conduct Branch business.

Section 2. Meetings of the general membership of the Branch shall typically be held on the 3rd Tuesday of each month or as necessary to accommodate topics or activities proposed by the Vice President. Efforts should be made to have at least one activity or meeting for the general membership of the Branch each month.

Section 3. Notice of call for Branch meetings shall be sent to all subscribing members of the Branch not less than fourteen (14) days in advance of the meeting date. Notice may be given in conjunction with a monthly branch membership newsletter.

Section 4. At all general membership meetings where business is transacted, 20 Subscribing Members shall constitute a quorum.

Section 5. The order and proceedings of Branch and Board of Director meetings shall be generally held in accordance with the rules contained in the current edition of Robert's Rules of Order, Newly Revised in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order that the Branch may adopt.

Article VIII: Committees

Section 1. The President each year shall appoint the following committees and committee chairpersons: Younger Member, Membership, Education, Communications, and Government Relations.

Section 2. The President shall appoint such other committees as are from time to time deemed necessary.

Section 3. Each appointed committee chairperson shall be invited to participate as non-voting members of the Board of Directors.

Section 4. Each committee chairperson shall be designated as the representative of each committee to the board and shall assume the responsibility for any delegated tasks of that committee. Chairpersons may assign tasks or events to volunteers from the membership who are willing to administer particular events or activities.

Section 5. Committees and committee chairpersons must submit proposed activities including expenses to the Board of Directors for approval prior to initiating the event.

Section 6. Each committee should reflect the purpose, intent, and responsibilities of similarly established committees in both the section and of ASCE. Responsibilities and goals of these committees specific to the Branch shall be as follows:

Younger Member Committee – Shall plan activities and events to promote membership involvement from the Branch Younger Members Group, as the group is defined by ASCE.

Membership Committee – Shall plan events to promote new membership and shall maintain existing membership by encouraging participation and interest in ASCE in the Richmond area.

Education Committee – Shall promote member involvement in the efforts of all branch outreach to both pre-college and college age students. Committee is charged with delegating the responsibilities of the scholarship selection committee, planning fundraising events to support the Branch outreach, and shall participate in Engineer's Week activities in the Richmond area.

Communications Committee – Shall be responsible for all communication to the general membership. This includes, but is not limited to, the publishing of a monthly newsletter to all subscribing Branch members for the purposes of conveying information about upcoming Branch events, meetings, or activities.

Government Relations Committee – Shall maintain a relationship with government entities and conveying to the membership policies as they relate to the civil engineering community in Richmond or as a whole.

Article IX: Administrative Provisions

Section 1. No part of the net earnings of the Branch shall inure to the benefit of, or be distributable to its Directors, Officers, or any other private persons,

except that the Branch shall be authorized and empowered to pay reasonable reimbursements, payments or compensation for services rendered in furtherance of the purposes set forth above.

Section 2. No substantial part of the activities of the Branch shall involve carrying on propaganda or otherwise attempting to influence legislation, and the Branch shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office. The Branch shall not carry on any activities prohibited by the provisions of the ASCE's governing documents.

Section 3. A Conflict of Interest shall be defined as any activity, transaction, relationship, service, or consideration which is, or appears to be, contrary to the best interest of the Branch or ASCE, or in which the interests of an individual or another organization have the potential to be placed above those of the Branch or ASCE. Any interested individual must disclose the existence of any actual or possible conflict of interest and all material facts to the Branch entity considering the proposed transaction. Action to address the conflict shall be taken by either the interested individual or the Branch entity.

Section 4. Upon dissolution of the Branch, the assets remaining after the payment of the debts of the Branch shall be distributed to such organization or organizations organized and operated exclusively for charitable, educational, literary, religious, or scientific purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, as the Board of Directors shall determine, and in the absence of such designation they shall be conveyed to the Section.

Article X: Amendments

Section 1. These Bylaws may be amended only by the following procedures:

(a) The proposed Bylaw amendment(s) shall be approved by not less than a majority of the Board of Directors and approved by the Board of Directors of the Section in accordance with their

constitution (boundary changes would also be subject to the approval of the Council of Vice Presidents for review and approval before being voted upon).

(b) Upon approval, the approved Bylaw amendment(s) shall be distributed to the subscribing membership.

Section 2. Any Subscribing Member may suggest recommendations, revisions, or amendments to these Bylaws for consideration by the Board of Directors.