

**FLORIDA STRUCTURAL ENGINEERS
ASSOCIATION**

CHAPTER BYLAWS

BYLAWS
of the
Florida Structural Engineers Association (FSEA)
----- Chapter

Revised April 30, 2009

ARTICLE I
LOCATION AND OBJECT

- SECTION 1. The name of this Association is Florida Structural Engineers Association and the name of this Chapter shall be the (Chapter Name) Chapter of the FLORIDA STRUCTURAL ENGINEERS ASSOCIATION (FSEA). The office of this Chapter shall be located in (Chapter Region) Florida. Members of the (Chapter Name) Florida Chapter shall be members of the Florida Structural Engineers Association (FSEA) whose residence or business lies within the boundaries of the Chapter.
- SECTION 2. The purpose of this Chapter is to support and to further the purposes of the FSEA bylaws, which are hereby made a part of this Chapter's bylaws. Procedures, definitions, duties and other specifics not listed herein may be found in the FSEA bylaws.
- SECTION 3. The fiscal year of this Chapter will start January 1st of each year.

ARTICLE II
MEMBERSHIP

- SECTION 1. Membership in the Association may be held by individuals only of good character and reputation, and shall consist of those membership grades established by the State Board and that are defined in the FSEA bylaws
- SECTION 2. A Member in the Association shall be as established by FSEA (State) bylaws.
- SECTION 3. The current membership grades are: Member, Associate Member, Affiliate Member, Sustaining Member, Student Member, Retired Member and Life Member.
- SECTION 4. Transfer from one membership grade to the next shall be automatic when the requirements for the higher grade have been attained.

The annual fees, as set by the State Board, for the higher grade membership, shall apply for the year following the year during which qualifications for the higher grade was attained.

SECTION 5. Any person desiring membership in the Association shall make the application upon a form provided by the Association.

SECTION 6. The State Board of Directors shall have the power to accept or reject an applicant, to elect qualified persons to any grade, to transfer a person from one grade to another and to waive dues provided just cause is shown.

The Chapter Board may make recommendations to the State Board as to the acceptance or denial of any membership applicant and/or membership grade.

SECTION 7. At least ten days before each annual or special meeting of members, a complete list of the members entitled to vote at the meeting, arranged in alphabetical order, with the type of membership held by each, shall be prepared by the Secretary of the chapter. This list shall be kept on file at the office of the Secretary of the chapter and is subject to inspection by any member at any time during usual business hours. The list shall be produced and kept open at the time and place of the meeting, for the duration of the meeting, and is subject to the inspection of any member who may be present.

The State Executive Director of the Association will send out a list of members, listing only their names and membership grade, to all current members, at least once per year. In addition the State Executive Director will provide the Chapter Board Secretary a complete list of all the Association members listing all the pertinent information on quarterly basis or as requested by the Chapter Secretary.

Membership rolls, member lists and contact information are intended for the private use of the Association and its members and cannot be used for any other purpose unless specifically authorized by the State Board in writing.

ARTICLE III **RESIGNATIONS AND EXPULSIONS**

SECTION 1. A Member of this Chapter may resign his membership by written communications to the Chapter or State Secretary, who shall present the same to the State Board of Directors.

The member's resignation shall become effective on the date of the written resignation letter or when all pending dues and assessments have been paid for the current year.

SECTION 2. The State Board of Directors shall consider proceedings toward the expulsion of any member under any of the circumstances specified in the FSEA bylaws.

ARTICLE IV
FINANCES

SECTION 1. The annual dues for this Chapter shall be set by the State Board of Directors for all classes of membership, and shall be paid in advance by all members in accordance with a schedule approved by the State Board.

SECTION 2. The State Board of Directors at its discretion, or upon the recommendation of the Chapter Board, may remit part or all of the dues of any member or extend the time of payment of same.

SECTION 3. Any additional moneys required to carry on the activities of this Chapter shall be raised through fund raising activities, such as seminars or presentations, or assessments.

Any assessment levied by the Chapter Board of Directors shall first be submitted to the State Board for approval and then, if approved, it shall be referred to the Chapter Members by a letter or electronic ballot. If two-thirds of those voting, vote favorably provided at least 50% of the Chapter Members vote, the assessment shall be declared carried.

SECTION 4. The Chapter President shall submit a budget to the Chapter Board of Directors on or before October 15th of each calendar year and the budget shall be approved by the Chapter Board by November 15st for implementation January 1st.

SECTION 5. At the end of the fiscal year a treasurer's report corresponding in form to the approved budget shall be made available to the membership before January 30th.

SECTION 6. A member shall be considered in good standing if his/her annual dues are paid within the first four (4) months of the current fiscal year.

A delinquent member whose annual dues are not paid within the first three quarters of the current fiscal year shall be dropped from the membership rolls.

ARTICLE V
CHAPTER ORGANIZATION

SECTION 1. The officers of this Chapter shall be President, President-Elect, Secretary and Treasurer. The officers must be Members of the Association in good standing.

SECTION 2. The Board of Directors shall consist of an odd number of members consisting of the President, the President-Elect, the Secretary, the Treasurer, not less than 3 nor more than 5, elected Directors, and the two (2) most recent living Past Presidents who continue to be Members of the Association in good standing.

- SECTION 3. The term of office of the President and President-Elect shall be one (1) year. The term of office of all other officers shall be two (2) years, with the term of the Secretary being staggered with the term of the Treasurer.
- SECTION 4. The President-Elect shall succeed to the office of President and the terms of the other officers shall begin at the close of the fiscal year.
- SECTION 5. The term of office for Directors shall be two (2) years. The terms of Directors shall be staggered to assure that at least 1/2 of the positions are not up for election or appointment, as the case may be, at any one time.
- SECTION 6. All elected officers and Directors shall be ineligible to succeed themselves unless all other current Chapter Board members unanimously approve an exception.
- SECTION 7. The election of Officers and Directors shall be done as set forth in Article XI.
- SECTION 8. Any officer or Director of this Chapter who is absent for three (3) consecutive Board meetings without cause shall be, deemed to have submitted his or her resignation from the Chapter Board.
- SECTION 9. A vacancy in any office, officer or director, shall be filled by the Chapter Board of Directors, and the officer so appointed shall hold office for the unexpired term of his predecessor, or until a successor is duly elected to hold that office.
- SECTION 10. The President shall have general supervision of the affairs of the Chapter, preside at all meetings of the Chapter and the Board at which he/she may be present. The President-Elect shall preside at meetings in the absence of the President.
- SECTION 11. In the event of a vacancy in the office of President, the President-Elect shall serve as President for the remainder of the year in which the vacancy occurs in addition to the year for which he/she was elected. If the President-Elect, while acting as President, is unable to serve for the remainder of the year in which the vacancy occurs, the Chapter Board of Directors shall select one of the Directors as acting President for the remainder of the year.
- SECTION 12. The officers and directors of the Chapter shall receive no compensation for their services as officers and directors of the Chapter, but the Chapter Board of Directors may authorize the payment or reimbursement of expenses actually incurred by an officer or agent of the Chapter, in the scope of duties for the Chapter.

ARTICLE VI **AMENDMENTS**

- SECTION 1. The Chapter By-Laws may be repealed or amended by two-thirds majority of the Chapter member vote cast.

SECTION 2. Chapter By-Laws changes shall be initiated by petition signed by at least ten (10) members or by action of the Chapter Board of Directors.

SECTION 3. Chapter By-Laws must be reviewed not less than once every five years.

SECTION 4. Proposed Chapter By-Laws changes shall be first sent in writing to State Board for review and approval and then to all Chapter Members at least thirty (30) days before voting takes place.

SECTION 5. Voting on changes to the Chapter By-Laws shall be secret letter or electronic ballot.

SECTION 6. The Chapter By-Laws shall not conflict with the State By-Laws, but if any provision is found to so conflict, the State bylaws shall take precedence.

ARTICLE VII **VOTING**

SECTION 1. Only Chapter members who have paid all dues and assessments shall be entitled to vote. Affiliate, Associate and Student members are not entitled to vote.

ARTICLE VIII **CHAPTER MEETINGS**

SECTION 1. Regular Chapter meetings shall be held at times and places hereafter determined by the Chapter Board of Directors. Special meetings may be held either at the call of the President or the Chapter Board of Directors. An annual meeting shall be held at the discretion of the Chapter Board of Directors but not later than the first regular Chapter meeting of the year.

SECTION 2. Officers and Board of Directors of the Chapter shall be installed at the annual meeting.

SECTION 3. Fifteen percent (15%) of the members shall constitute a quorum at any meeting of the Association.

Five (5) members of the Chapter Board of Directors shall constitute a quorum of the Board and a simple majority shall constitute a quorum of all committees.

A majority of the members present at any meeting of the Chapter, of the Chapter Board of Directors, or any Chapter committee shall be sufficient to take any actions except as otherwise provided.

In the event the Chapter Board of Directors takes action contrary to the wishes of members of the Chapter, an affirmative vote of two-thirds of all members present at a subsequent meeting of the Chapter, but no fewer than twenty percent (20%) of the total members of the Chapter, shall be required for reconsideration and to be decided by the majority vote of the Chapter members.

SECTION 4. Business proceedings at all General and Chapter Board of Directors meetings shall be governed by "ROBERTS RULES OF ORDER" (1893 Edition with Modern Guide and Commentary).

ARTICLE IX
EXECUTIVE COMMITTEE

SECTION 1. The Association By-Laws hereby provide for a Chapter Executive Committee consisting of the President, the President-Elect, the Immediate Past President, the Secretary and the Treasurer.

SECTION 2. The Chapter Executive Committee may act, when immediate action is necessary, for the Chapter Board of Directors between regular Board meetings; and it will report, at the next regular Board meeting, any such actions that it has taken. The Chapter Executive Committee may also recommend Board action on matters it may choose.

ARTICLE X
POWERS AND DUTIES OF CHAPTER OFFICERS & BOARD OF DIRECTORS

SECTION 1. The powers of the Chapter shall be exercised, its property controlled and its affairs conducted by the Chapter Board of Directors, except as limited by these By-Laws.

SECTION 2. The President shall be the chief governing officer and shall preside at all meetings of the Chapter and of the Chapter Board of Directors. The President shall appoint all committees and be an ex-officio member of all committees.

SECTION 3. The President-Elect shall fulfill the duties of the President in the absence of the latter. In the event of the President's death or resignation, the President-Elect shall succeed the president until the next annual meeting, at which time the President-Elect shall become President in his or her own right.

SECTION 4. The Secretary shall keep an accurate record of all meetings of the Chapter and the Board of Directors. A copy of such minutes shall be preserved in the Chapter office. The Chapter Secretary shall preserve and coordinate the membership lists with the Association's Executive Director and have charge of communications with Chapter members. The Chapter Secretary is responsible for all pertinent communications with the Chapter Board and its members.

SECTION 5. The Treasurer shall be the custodian of all funds and financial records of the Chapter and shall make disbursements when authorized by the Board of Directors.

SECTION 6. The Chapter Board of Directors will be responsible for nominating the delegate(s) to serve on the State Board of Directors of the Florida Structural Engineers Association. The term of each delegate shall be two (2) years and shall be limited to one term of service unless otherwise determined by the Chapter Board of Directors.

ARTICLE XI
NOMINATION AND ELECTION OF CHAPTER OFFICERS AND DIRECTORS

- SECTION 1. The Nominating Committee shall be appointed by the President and shall consist of the President, and the immediate Past President, and three (3) additional Members. The Chairman shall be the immediate Past President.
- SECTION 2. The Nominating Committee shall be appointed not later than July of any given year. It shall provide a list of candidates to the Chapter Board before October 10th.
- SECTION 3. During the first week of November all Chapter members shall be sent a ballot listing the nominees for the various offices. The marked ballot shall be returned to the Association's Executive Director within three (3) weeks after mailing. FSEA's Executive Director will tally the results and forward them to the Chapter Secretary within one week of receiving them. The results shall be announced at the December meeting and the elected Chapter Officers and Directors shall take office on January 1st, of the year following the election
- SECTION 4. A simple majority of the votes cast shall be necessary for the election of Chapter Officers and Directors.
- SECTION 5. In the event of a tie between two (2) or more candidates for the same office, the Chapter Board of Directors shall immediately cast a secret ballot to select one (1) of the candidates.
- SECTION 6. All elections shall be conducted under the supervision of the Chapter Secretary. The results of the balloting at all elections shall be reported to the membership at the next Chapter meeting and through the Association's newsletter.
- SECTION 7. Any Chapter Director may be removed by the affirmative vote of two-thirds of the voting members of the Chapter. If any vacancies occur in the Chapter Board of Directors caused by death, resignation, disqualification or removal from office of any Officer/Director, a majority of the Chapter Directors then in office, may choose a temporary successor, until a new election is held to select a candidate to replace the vacating Officer/Director. Each successor Officer/Director chosen shall be elected for the unexpired term of the predecessor in office.
- SECTION 8. In the event a candidate receiving a majority of the votes is unable to take office, the majority of the Chapter Directors then in office, may choose a temporary successor, until a new election is held to select a candidate to replace the vacating Officer/Director.

ARTICLE XII
CHAPTER COMMITTEES

SECTION 1. The standing committees of this Chapter should be:

Annual Meeting & Program	Membership
Nominating & Awards	Building Codes
By-Laws	Education and Scholarship
Budget	

SECTION 2. The President may appoint any other committees at his discretion. Additional Standing Committees may be created or existing committees eliminated by the Chapter Board of Directors.

SECTION 3. The membership and number serving on committees shall be at the discretion of the President.

SECTION 4. The President shall submit a written annual report of the Chapter's activities for publication in the official publication of the Association.

ARTICLE XIII
STUDENT CHAPTERS

SECTION 1. Student Chapters may be organized by Student Members of FSEA on any accredited college or university campus within Florida, where there is sufficient interest to warrant such a chapter, and such a chapter is approved by the State Board of Directors.

Student Chapters may organize activities consistent with the aims of FSEA, including technical programs and social events.

SECTION 2. The internal organization of the Student Chapters shall be determined by the Student Chapter members and shall be subject to approval by the State Board of Directors

SECTION 3. The relationship of the Student Chapters to FSEA and its Chapters are as described in the FSEA bylaws.

- a. Student Chapters are affiliated to the local FSEA Chapter and will exist as an independent entity under the umbrella of the local FSEA Chapter.
- b. The local FSEA Chapter will appoint one of its Board members to act as an advisor, representing FSEA, on the Student Chapter Board.

END.