



Maine Society of Professional Engineers

BYLAWS & OPERATING PROCEDURES

PREAMBLE

Recognizing that service to the public, to the state and to the profession is a fundamental obligation of the professional engineer, the **Maine 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 Maine, the United States of America and all mankind.

BYLAW 1 – NAME OF THE ORGANIZATION

Section 1. The name of this organization is the **Maine Society of Professional Engineers**, hereinafter called the Society.

Section 2. The Society is incorporated as a nonprofit organization under the laws of the state of Maine.

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 **NSPE**. The Society will 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 the Society are 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 qualified 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 supporting and cooperating 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 must coincide with those grades as set by **NSPE** and consist of Licensed Member, Member, Graduate Member, Student Member, Grandfathered Member and Honorary 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.

Section 3. All members other than Honorary Members and 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; or (c) request the assistance of **NSPE** where, in the Board's judgment, the circumstances warrant.

BYLAW 4 - OFFICERS

Section 1. The officers of the Society shall consist of the president, president-elect, four (4) State Directors, secretary, treasurer, **NSPE** Delegate, and immediate past president. The secretary and treasurer positions may be combined in one office.

Section 2. The State Directors, president-elect, secretary and treasurer shall be elected for a term of one year. The president-elect shall automatically assume the presidency for the year following election.

Section 3. There shall be four (4) State Directors elected from the membership at large.

Section 4. 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.

Section 5. The duties of the officers shall be as defined in the operating procedures.

Section 6. The treasurer shall provide security, at the expense of the Society, for such amount as may be determined by the Board.

Section 7. 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 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 own 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 shall be filled through election by the Board, with the exception of the chair of each interest group who shall be selected by that group. Any vacancy shall be filled for the un-expired 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.

BYLAW 5 -ELECTIONS

Section 1. Nominations for elective offices are to be made by the Nominating Committee or by petition signed by 10 percent of the members eligible to vote.

Section 2. The Nominating Committee is comprised of the most recent available past president as its chair, and a minimum of two other members as set forth in the operating procedures.

Section 3. The Nominating Committee must canvass the membership for candidates for office and offer one or more nominations for each office.

Section 4. The Nominating Committee must 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 must be delivered to each voting member in good standing on or before April 15th. The official ballot must contain a listing of all offices to be filled and the nominations therefore. Voting is limited to these nominations for office. If there is only one nominee for each office to be filled, the secretary is authorized to cast one ballot for the slate of officers and the slate shall be deemed to be elected.

Section 7. Election of officers must be made annually by a plurality vote on individual letter or electronic ballots sent to all voting members of the Society in good standing, except as authorized in Section 6 of these Bylaws. Procedures for collecting and counting ballots shall be defined in the Operating Procedures.

Section 8. Election of the Delegate to the House of Delegates must 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 9. The nominee for each office receiving the greatest number of votes cast for office is 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 determines 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 or Order is the parliamentary authority for conducting votes and administering the society.

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 has 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 must 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. Revenue in excess of that needed to meet annual expenses may be invested in the permanent endowment fund described in Bylaw 12.

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 Board may appoint an executive director, when the financial and other conditions warrant, and fix compensation and define the duties of the office.

Section 8. The administrative and fiscal year of the society shall be the same as the administrative and fiscal year of **NSPE**.

Section 9. The Board shall determine the location of the Headquarters of the Society.

Section 10. 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 must 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 must be called by the president, on a two-thirds vote of the Board or upon petition by 10 percent of the membership.

BYLAW 8 - CHAPTERS

Section 1. The membership of the Society may be organized into chapters. The Board of Directors shall authorize and charter such chapters; defining boundaries as may best serve the members of the Society. Each chapter thus formed shall have a minimum of 10 voting members. All members of the chapter are also members of the State Society and NSPE.

Section 2. The Board of Directors shall have authority to make rules and regulations for and decisions affecting the chartering, combining or dissolving of chapters.

Section 3. Each chapter chartered by the Society must adopt such bylaws for its operation as it may deem proper; provided that nothing contained therein conflicts with or contravenes the Bylaws of the Society. Such bylaws and any changes thereto are subject to approval of the Board.

Section 4. Chapters must engage only in such activities as are consistent with the objectives of the Society. Such activities are restricted to the geographical area, for which the chapter is chartered, except as authorized by the Board.

Section 5. In all matters of local concern not covered by these Bylaws, chapters retain full autonomy, but may call upon the Society and NSPE for advice, counsel and assistance.

Section 6. Chapters must not contract any debt or obligation on behalf of the Society unless expressly authorized by the Board.

Section 7. The fiscal and administrative years of the chapters must be concurrent with those of the Society.

Section 8. Student members in engineering colleges and universities may be organized into student chapters, as provided in the Operating Procedures.

Section 9. The annual chapter dues must be determined by the Society as set in the Operating Procedures.

BYLAW 9 –INTEREST GROUPS

Section 1. To further the objectives of the Society, establishment of interest groups, consistent with those defined by **NSPE**, is authorized.

Section 2. The Board of Directors may sanction the creation or order the dissolution of interest groups as provided in the Operating Procedures.

BYLAW 10 – 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 11 - COMMITTEES

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

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

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

BYLAW 12 - PERMANENT ENDOWMENT FUND

Section 1. The Society will establish and maintain a permanent endowment fund for the purpose of generating income to finance scholarships for high school graduates and other engineering related educational programs as determined by the Board and as specified in the operating procedures.

Section 2. The Board will determine the portion of the annual society dues of each member that will be deposited in the endowment fund specified in **Section 1** of this bylaw. The Board may solicit and receive donations from members or non-members for deposit to this fund.

Section 3. The Board will act as the Trustee of the fund described in this bylaw and may delegate specific administrative actions to the Treasurer.

BYLAW 13 - AMENDMENTS

Section 1. Amendments to these Bylaws may be proposed by: (a) a majority vote of the entire Board; or (b) a petition signed by not less than 10 percent of the members of this Society.

Section 2. An amendment to these Bylaws becomes effective upon the affirmative vote of two-thirds of the Board. A minimum of 15 days must pass between the presentation of the amendment proposal to the Board and the vote to approve or disapprove the amendment proposal.

BYLAW 14 – SAVINGS CLAUSE

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

BYLAW 15 - DISSOLUTION

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

BYLAW 16 - EFFECTIVE DATE

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

Adopted May 19, 2012

Last Amended November 17, 2015

OPERATING PROCEDURES

OP No. 1 - MEMBERSHIP

Section 1. Membership applications may be received at either the state Society or **NSPE**. If submitted to the state Society, the secretary will review the application for eligibility and, if eligible, the application will be forwarded to **NSPE**.

Section 2. Membership in the Society imposes the obligation to uphold the honor and dignity of the engineering profession. It is therefore required of members to be familiar with ethical and legal standards, to observe them, to aid in preventing violations by others and to be familiar with the Society's policies and procedures relating to handling of alleged violations.

Section 3. Violation of the Society Bylaws, **NSPE** Bylaws or of the Code of Ethics or criminal conviction will be considered just cause for discipline as hereinafter provided.

OP No. 2 - DUES

Section 1. Dues become due and payable January 1 of each year, or as otherwise determined by the **MeSPE** Board of Directors.

Section 2. The Board shall set the annual dues for membership in the Society, as well as the annual dues for membership in chapters and interest groups if appropriate.

Section 3. Members admitted for the first time and paying full dues shall receive services as follows:

- a. Members admitted between January 1 and June 30 – for the remainder of the current calendar year.
- b. Members admitted between July 1 and December 31 -- for the remainder of the current calendar and for the following calendar year.

Section 4. **NSPE** will collect annual dues, unless directed otherwise by the Board of the Society.

Section 5. If the dues of any member remain unpaid on the due date, said member shall be listed as "delinquent" and be dropped from the membership rolls of the Society if unpaid for a period of 90 days. Payment of delinquent dues must accompany the request of such person for readmission for the current year.

Section 6. A member becomes eligible for Honorary, Life or Retired membership status, with waiver or reduction of dues after meeting the requirements as set forth by the **NSPE** Bylaws.

Section 7. Dues may be waived for a period of one year in hardship circumstances, including unemployment. The member's State Society and the **NSPE** Executive Director shall approve application for a waiver of dues. Such application, if approved by the Society, shall be submitted to **NSPE** for approval of the waiver of any **NSPE** dues.

Section 8. Upon receipt of a bachelor's degree in engineering, Student Members in good standing will be advanced without filing an application to the next higher membership grade for which qualified, except that graduate students may retain Student Membership by written request to the Society.

OP No. 3 - FISCAL AND ADMINISTRATIVE YEARS

Section 1. The fiscal and administrative year of the Society runs from July 1 through June 30.

OP No. 4 - CHAPTERS

Section 1. A chapter may organize within the provisions of the Bylaws of the Society and may, upon application, receive a charter from the Society and then be known as a chapter of the Society.

Section 2. A charter will be issued upon approval of an application by the Board and be signed by the president and the secretary of the Society.

Section 3. In advance of the Society's Annual Meeting, each chapter must elect officers and directors as required. The secretary of each chapter shall send a report of such election results to the secretary of the Society at least 30 days prior to the date fixed for the Annual Meeting.

Section 4. The Board may authorize and issue charters for student chapters at approved engineering colleges or institutes of technology. Rules and regulations for the organization and operation of student chapters shall be determined by the Board and shall be designated according to the policies of **NSPE**.

- a. Each student chapter shall have a faculty adviser who shall wherever possible be a member of the Society. The student chapter adviser shall be appointed by the Society, through the local chapter concerned, on the recommendation of the dean of the college or school involved.
- b. Each student chapter shall have a liaison officer from the sponsoring chapter who is not directly affiliated with the college or school involved. The sponsoring chapter must appoint the liaison officer.

OP No. 5 - AFFILIATED GROUPS

Section 1. Affiliated groups may be established with approval of the Board. The purpose of such affiliations is to assist in promoting the best interests of the professional engineer and the Society and be defined in a charter agreement establishing the affiliation. The affiliated group is responsible to the Board for fulfilling the actions defined in the charter.

OP No. 6 - BOARD OF DIRECTORS

Section 1. The Board of Directors has the direction and general supervision of all matters pertaining to the Society. It must adopt and monitor a budget and cause the accounts of the treasurer to be audited not less than once a year.

Section 2. The Board shall provide for and superintend the publication and distribution of all proceedings or transactions of the Society and has authority to appoint an editor and publish an official periodical for the Society.

Section 3. The Board is empowered to invest and reinvest such funds as may be available for the creation of a reserve fund. A three-fourths vote of the Board is required to authorize expenditures from this fund that are other than for investment or reinvestment.

Section 4. Board designees may attend chapter meetings for the purpose of inquiring into the condition of the profession and to improve the communication between the chapter membership and the Society.

Section 5. The Board shall hold a regular meeting at the time of the Annual Meeting and at least once each quarter thereafter. It will hold special meetings at the call of the president or on the petition of 25 percent of the directors.

Section 6. A notice of each meeting of the Board must be transmitted in writing or electronically to each member of the Board at the member's last recorded address at least 10 days prior to the scheduled date thereof. An agenda and copy of each report and resolution, which are to be considered at such meetings, must accompany the notice of the meeting and no other matters can be considered at such meetings without the consent of the majority of the members of the Board in attendance.

OP No. 7 - BALLOTS OF THE BOARD

Section 1. The president may at any time direct the secretary to submit any question to the members of the Board by means of a letter or electronic ballot.

Section 2. Upon direction of the majority of the members of the Board present at any meeting, where less than all members of the Board are present, the secretary shall submit any question to the members of the Board by means of a letter or electronic ballot.

Section 3. In the event of any meeting at which less than all members of the Board are present and the majority vote on any question constitutes less than a majority of all members of the Board, any member of the Board may direct the secretary to submit the question to all members of the Board by means of a letter or electronic ballot.

Section 4. A majority of all votes received within 15 days of the distribution of the ballots shall decide the question, provided votes are received from at least two-thirds of the total membership of the Board.

Section 5. The secretary shall record as a part of the minutes of the appropriate meeting the data concerning each letter or electronic ballot, including the dates of the mailing and the return of the ballots, and the names and votes of all members voting. The secretary shall notify all members of the Board of the results within three weeks of the date of the original action.

OP No. 8 - ELECTIONS

Section 1. A Nominating Committee must be constituted on or before December 1 of the administrative year. The committee is proposed by the President and approved by the Board. The Nominating Committee shall solicit candidates for office from the membership-at-large by notifying the membership through the state publication or direct solicitation.

Section 2. Any member can submit nominations to the Nominating Committee for consideration. Nominations may be submitted to the Secretary or directly to the Nominating Committee. The nomination must contain the name of the member being nominated along with a brief description of the member's biography. Endorsements and testimonials of the member's

capabilities to fulfill the duties of the office for which they are being nominated for are encouraged. A member may be self-nominated for an office.

Section 3. The Nominating Committee will review the nominations for each office and consider whether candidates are qualified. They may contact the candidate or others who may be familiar with the candidate's qualifications and capabilities to determine whether they are capable of serving in the office for which they are nominated. The Nominating Committee must report all qualified candidates for each office to the Secretary for inclusion on the official ballot for voting, not later than April 1st.

Section 4. A valid ballot is one, which is returned to the secretary in an envelope bearing a postmark date on or before June 1st, and bears the signature of the member in the designated space.

Section 5. The secretary shall promptly deliver unopened valid ballots to the Tellers Committee, which shall canvass the ballots and report the number of votes cast for each nominee to the secretary on or before June 15th. The secretary shall transmit such information to the officers, officers-elect and chapters as soon as available, but no later than June 15th and publish the results in the next issue of the Society publication.

Section 6. The election of chapter officers must be completed on or before June 1st of each year. They assume their duties on the first day of the administrative year and hold office until their respective successors assume such duties. The procedures for electing chapter officers must be established in the chapter bylaws.

Section 7. Each interest group must elect a chair and chair-elect. The procedures for nomination and election to these positions must be established in the Interest Group Operating Procedures.

Section 8. The Young Engineers' Advisory Council must elect a chair and chair-elect. The procedures for nomination and election to these positions must be established in the Young Engineers' Council Operating Procedures. These positions constitute the officers of the Young Engineers' Advisory Council.

OP No. 9 - OFFICERS

Section 1. President -- The president shall preside at all meetings of the Society and of the Board of Directors; is, ex-officio, a member of all committees; shall appoint chairs and members of all committees; and have general direction of the business of the Society. The President shall exercise supervision over the operations of the executive director, and keep the Board apprised concerning that office.

Section 2. President-Elect -- The president-elect shall act as president in the president's absence, and shall undertake assignments at the request of the president or the Board. The principal activity of the president-elect shall be an assessment of the Society, and the development of plans for the following year.

Section 3. State Directors-- The state directors shall have such duties as the president or Board may assign. In the absence of, or in case of the inability of the president and president-elect to serve, it shall be the duty of one of the state directors to perform all the duties of the president. The selection of which state director will assume the duties of the president is determined by a majority vote of the Board.

Section 4. Treasurer -- It is the duty of the treasurer to protect all money and records of account of the Society, make an annual report of receipts and disbursements to the Society; give such security, to secure the faithful discharge of duties as may be determined from time to time by the Board. The fee for security shall be paid out of the treasury of the Society. At the expiration of the term of office, all books, papers, and money belonging to the Society must be turned over to the successor treasurer, who shall give the preceding treasurer a receipt therefore.

Section 5. Secretary -- The secretary shall record proper proceedings of meetings and perform such duties as are required by law, or assigned by the Board.

Section 6. Executive Director--The executive director shall keep an accurate record, and have custody, of all official papers and records; call the meeting to order in the absence of the president, president-elect and vice presidents; issue all calls and notices ordered by the president or the Board; submit at the Annual Meeting a written report covering the duties and activities of the position, including a statement of the membership of the Society; give security, to be paid out of the treasury of the Society, to secure the faithful discharge of assigned duties; receive such salary as the Board shall determine; and have such other duties and prerogatives as the Board may assign. At the expiration of service, the executive director shall turn over to a designated successor all books, documents and other property of the Society in the custody of the executive director, receiving a receipt therefore.

Section 7. NSPE Delegate –The Society representative to the House of Delegates shall attend and represent the Society at the NSPE House of Delegates Assembly and represent the Society in all other matters of the House of Delegates. The Delegate shall report actions taken by the House of Delegates to the Society Board of Directors and shall consult with the Board of Directors on a regular basis to properly represent the wishes of the Society before the House of Delegates.

OP No. 10 - COMMITTEES

Section 1. The Standing Committees of the Society shall be as set forth by the Board. The following committees should be considered:

Engineers Week
Scholarship
Membership
Budget and Finance
Nominating
Ethics and Practices
MathCounts

Section 2. Each of the standing committees will consist of members appointed annually by the president, who shall also designate the chair of each committee. The practice divisions may appoint such committees as are necessary to carry on their activities.

Section 3. Each standing committee must inform the Board of its activities at least once each year, or as otherwise directed by the president.

Section 4. The president shall appoint such other special committees as may be desirable for the conduct of the business of the Society.

Section 5. No committee shall commit the Society without specific authorization from the Board.

OP No. 11 – INTEREST GROUPS

Section 1. Interest groups, comprised of members having common professional interests, will operate under the Bylaws of the Society. Operating Rules and any changes thereto must have the approval of the Board before becoming effective. The Board may create or dissolve an interest group after conducting a hearing on the need for such action. The president may appoint a committee to conduct the affairs of the interest groups.

Section 2. The interest groups will provide effective forums for discussion and united action for members grouped according to type of professional employment. The goal of interest groups is improved professional recognition, improved conditions of employment, and other matters of mutual benefit.

Section 3. Membership in each interest group is limited to members of the Society, except as specifically provided for in the Rules of the group.

Section 4. The officers of each interest group shall include a chair, chair-elect, the immediate past chair, and such other officers as determined by the group and approved by the Board.

Section 5. Officers shall assume the duties usually performed by officers in like positions, subject to rules, which may be adopted by the group and approved by the Board.

Section 6. The officers constitute the interest group executive board.

Section 7. When considered necessary for promoting or forwarding its special objectives, any interest group may establish a fund for that purpose, to be maintained in the treasury of the Society. Such funds may be obtained through dues and/or assessment of its own members; or by other means, which are authorized by the Board. The treasurer of the Society shall be the custodian of all interest group funds, the expenditure of which shall be subject to the approval of the officers of the division.

Section 8. Minutes must be kept and filed for all meetings of interest groups and the division executive board. An annual report outlining the division's activities for the year, including financial statement and officers, will be made to the Board.

Section 9. All actions by interest groups shall be consistent with the policies of the Society.

OP No. 12 – YOUNG ENGINEERS’ ADVISORY COUNCIL

Section 1. All Society members who are 35 years old or younger at the beginning of the administrative year may be members of the Young Engineers’ Advisory Council (hereafter referred to as YEAC). Only those members who are voting members of the Society can be voting members of the YEAC.

Section 2. The YEAC will provide effective forums for discussion and united action for issues related to the professional employment and development of young engineers. The goal of the YEAC is improved professional development and recognition, improved conditions of employment, and other matters of mutual benefit for its members.

Section 3. The YEAC must establish Operating Rules that shall govern their activities. These Operating Rules and any changes thereto must receive approval by the Board before becoming effective.

Section 4. The officers of the YEAC shall include a chair, chair-elect, the immediate past chair, and such other officers as determined by the YEAC and approved by the Board.

Section 5. Officers shall assume the duties usually performed by officers in like positions, subject to rules, which may be adopted by the YEAC and approved by the Board.

Section 6. The officers constitute the YEAC’s executive board.

Section 7. When considered necessary for promoting or forwarding its special objectives, the YEAC may establish a fund for that purpose, to be maintained in the treasury of the Society. Such funds may be obtained through dues and/or assessment of its own members; or by other means, which are authorized by the Board. The treasurer of the Society shall be the custodian of all funds, the expenditure of which shall be subject to the approval of the officers of the YEAC.

Section 8. Minutes must be kept and filed for all meetings of the membership and the executive board. An annual report outlining the YEAC’s activities for the year, including financial statement and officers, will be made to the Board.

Section 9. All actions by the YEAC must be consistent with the policies of the Society.

OP No. 13 - MEETINGS

Section 1. The Annual Meeting of the Society will be held as ordered by the Board for receiving the annual reports and the transaction of any other business. All members of the Society are welcome at this meeting.

Section 2. Periodic and/or special meetings of the Board, called as provided for in the Bylaws will be meetings open to all members of the Society. A “closed” or “executive” session may be called only to discuss personnel, disciplinary or other legal matters that require strict confidentiality. A “closed” meeting shall be called only upon a vote of the Board. Only business specifically allowed for in a “closed” meeting can be discussed.

Section 3. The order of business at meetings of the Board will be determined by the president and be subject to approval of the Board.

Section 4. Robert’s Rules of Order (revised) govern matters of parliamentary procedure of the Society.

OP No. 13 - OFFICIAL PERIODICAL

Section 1. The Society may publish an official periodical to be known as "**The Engineer's Opinion**". This publication may be produced on a quarterly basis and must be distributed to all members of the Society, either via mail or electronically. The subscription cost for members is included in their annual dues fee. The Board must establish a subscription rate for non-members interested in receiving the publication.

Section 2. Paid advertisements may be sold to generate revenue in conjunction with the official periodical. The Board will establish advertising standards and rates. Any revenue generated must be deposited in the general fund of the Society.

OP No. 14 - DISCIPLINE

Section 1. Charges or complaints of alleged violations of the Code of Ethics or of laws and regulations governing the profession may be filed in writing by anyone having factual knowledge of the matters; charges concerning the NSPE Bylaws or Society Bylaws must be filed by a member in good standing. Each member is responsible to render written reports of factual knowledge of alleged violations of the Code of Ethics. Such charges must be filed with the secretary of the Society.

Section 2. The Ethics and Practices Committee will conduct an initial informal investigation of alleged violations. When such informal investigations indicate that a formal investigation is advisable, the Society president shall direct the Ethics and Practices Committee to conduct a formal investigation and recommend whether or not a hearing is warranted.

Section 3. Hearings will be conducted by a Hearing Commission of not less than three past presidents, appointed by the president, which must render a decision in the matter.

Section 4. The accused shall have the right to appeal the decision to the Board of Directors, in which case the Hearing Commission members who sat earlier shall not participate in the appeal proceedings.

Section 5. A two-thirds vote of the Board in an appeal is necessary to a finding sustaining a charge or charges. Thereafter the penalty will be determined by majority vote.

Section 6. Disciplinary action may be taken by the Society against a member who resigns his membership after charges of unethical conduct have been filed against such member, in which case the former member shall have the same rights of defense and procedure as prescribed for members in good standing. In the case of resigned members, the Society may issue a notice of censure or prescribe that the Society records show that such member shall not be eligible for membership for a stipulated number of years, or indefinitely, or both, and may publish its findings.

Section 7. If a professional engineer is charged who is not a member, the accused will be advised of the charges and offered the service of the Society in investigating and adjudicating the charges. If the person charged consents, the case will be handled in the established manner.

Section 8. The person who filed the charges will be notified of the final decision and it shall be published in the official publication of the Society unless the Board shall have determined that justice is better served by withholding publication.

Section 9. The Board must adopt and publish a policy and procedures to govern the handling of disciplinary matters. The procedures shall provide for due process, for representation by counsel, for cooperation and exchange of information with and recommendations to the State Licensure Board, for recording and disposition of records, for use of advisory counsel by the Society and for cooperation with other state societies and the National Society.

OP No. 15 - PERMANENT ENDOWMENT FUND

Section 1. Income from the permanent endowment fund established under **Bylaw 12** will be utilized to finance one or more scholarships awarded to a Maine resident who is a high school graduate and enrolled in an Accreditation Board for Engineering and Technology (ABET) accredited engineering program, and to reimburse members of the Scholarship Committee for any expenses incurred in the performance of their duties. The scholarship will be paid directly to the school after the student has successfully completed their first semester of study.

Section 2. The Board will annually determine the number and value of scholarships to be awarded. The Scholarship Committee will annually solicit applications for scholarship, review said applications, and make recommendations to the Board as to the applicants deserving award. The Board may adjust the number and value of scholarships awarded after receiving the report of the Scholarship Committee.

Section 3. The Board may authorize income from the permanent endowment fund to be utilized to help support other engineering related educational programs as deemed appropriate. Specific programs to be supported and funding amounts shall be determined by a majority vote of the Board on an annual basis.

Section 4. The Board will annually determine the portion of the fund to be deemed principal and the portion to be deemed general funds in reserve, with the remainder available for award or expense reimbursement. In making this determination, the Board may not reduce the amount of principal below the initial determination and must include the portion of state dues dedicated to the scholarship fund along with any donations specified as principal.

Section 5. The treasurer shall prepare an annual report on the financial status of the permanent endowment fund, including but not limited to:

- a) the total fund value as of the start of the financial and administrative year,
- b) the portions of the fund deemed principal and general funds in reserve by the previous year's Board,
- c) additions to the principal from state society dues and donations,
- d) additions to the earnings portion of the fund in the form of donations, and
- e) charges to the fund, including awarded scholarships, support of engineering related educational programs, and scholarship committee expenses.

The Board shall review this report prior to making a determination on the portion of the fund to be deemed principal for the current fiscal and administrative year.