

# **ENGINEERS WITHOUT BORDERS USA PUGET SOUND PROFESSIONAL CHAPTER CONSTITUTION AND BYLAWS**

## **ARTICLE I – Name, Location, and Objectives**

**Section 1.** The name of this association shall be the Puget Sound Professional Chapter (EWB-PSP) of Engineers Without Borders-USA (EWB-USA), hereafter referred to as the Chapter.

**Section 2.** The Chapter boundaries shall generally be defined as the area within the State of Washington west of the Cascade Mountains, east of the Puget Sound, and south of Skagit County. The Chapter recognizes that those boundaries are not exclusionary or inviolate, and may need to change as other chapters develop within the state and externally.

**Section 3.** Chapter meetings will be conducted in the Seattle, Washington area.

**Section 4.** The objective of the Chapter shall be to facilitate student and professional development and cooperation within the geographic boundaries of the Chapter. This chapter will mentor and support engineering students and professionals involved in EWB-USA approved projects, in a manner consistent with the objectives of EWB-USA.

**Section 5.** In the pursuit of the objectives, the Chapter shall not operate in conflict with the Constitution and Bylaws, or the Rules of Policy and Procedure of EWB-USA, where applicable.

## **ARTICLE II – Membership**

**Section 1.** A Chapter member is a registered member of the EWB-PSP website and a registered, dues paying member of EWB-USA. Members shall consist of professionals and students who reside within the Chapter boundaries, which will be based on the address recorded with EWB-USA. Membership will be extended to others residing outside the Chapter boundaries on a case-by-case basis.

**Section 2.** Each Member shall be allowed a vote in Elections and on changes made to the Constitution and Bylaws of this Chapter.

**Section 3.** Active participation in Chapter projects is restricted to Members in accordance with the Constitution and Bylaws of this Chapter.

## **ARTICLE III – Chapter Executive Committee**

**Section 1.** The Chapter Executive Committee shall manage the affairs of the Chapter in accordance with the Constitution and Bylaws under which the Chapter is organized. Thus, the Executive Committee has the principal responsibilities of developing policy, appointing committee members for the other Chapter committees, authorizing all financial expenditures, scheduling meetings, ratifying project selection, overseeing project execution, and generally directing the business of the Chapter.

**Section 2.** Meetings of the Executive Committee may occur in person, via telephone conference call, or via other electronic means. Each member of the Executive Committee has a vote in Executive Committee matters. The voting of the Executive Committee may be conducted as a voice vote, or by email to the President or Executive Committee. The Executive Committee meetings will be open to observers from the Chapter membership.

**Section 3.** The Executive Committee, in which the governance of the Chapter shall be vested, shall consist of the following positions:

1. The President
2. The President-Elect
3. The Secretary
4. The Treasurer
5. Projects Coordinator
6. Fundraising Coordinator
7. Membership Coordinator
8. Student Chapter Liaison
9. Information Technology Coordinator
10. Publicity Coordinator
11. Local Projects Coordinator
12. The Past-President

**Section 4.** The terms of office of the Executive Committee members shall be

- (a) One year for the President, President-Elect, and Past-President.
- (b) Two years for all other Executive Committee members.
- (c) All terms shall begin on the first day of the month following Chapter elections and shall continue for the designated length, or until a successor is duly selected.
- (d) A Member shall only be eligible to hold one elected position at a time.
- (e) A 2-year-term Executive Committee member may serve up to three consecutive 2-year terms and then begin serving again up to this same maximum of 6 years after an absence of at least one 2-year term.
- (f) A Past-President may stand again for election to the position of President-Elect following completion of their term as Past-President.

**Section 5.** In the event of a vacancy in the office of President, the President-Elect shall succeed immediately to that office for the remainder of the departing President's term, and then continue in office through their elected term. The new President shall appoint an acting President-Elect to temporarily fill that office until the next scheduled elections. Vacancies in all other Executive Committee positions shall be filled with a vote by the Executive Committee, and each appointment shall be for the remaining term.

**Section 6.** The duties of the regularly elected Executive Committee members shall be defined in this Constitution and Bylaws and as directed by the Executive Committee.

(a) The duties of the President shall be to:

- Conduct the business of the Chapter with the other members of the Executive Committee and coordinate between the Chapter, the West Coast Region, and EWB-USA,
- See that all orders and resolutions of the Chapter are carried into effect,
- Preside over the Executive Committee and Chapter meetings, and
- Oversee the content of the website with the Information Technology Coordinator.

(b) The duties of the President-Elect shall be to:

- Perform the duties assigned to him or her by the President, and
- Perform the duties and exercise the powers of the President in the absence or disability of the President.

(c) The duties of the Secretary shall be to:

- Prepare the official minutes of all meetings of the Executive Committee,
- Manage internal communication both between the Chapter and membership, and
- Assist in administrative management of all Chapter meetings.

(d) The duties of the Treasurer shall be to:

- Receive or payout, record, and account for all approved income and expenses of the Chapter,
- Prepare the financial section of the Annual Report for the use of the Past President,
- Manage accounts of the Chapter and subject to audit as prescribed in the Constitution and Bylaws of this Chapter, and
- Prepare the annual Chapter Budget with approval from the Executive Committee.

(e) The duties of the Projects Coordinator shall be to:

- Coordinate with EWB-USA on the identification and selection of international projects,
- Assist Project Leads in recruiting members for international projects,
- Oversee the project teams' budget and schedule,
- Provide the Executive Committee with status updates on scope, budget and schedule, and
- Help the project teams navigate and comply with EWB-USA's reporting requirements.

- (f) The duties of the Fundraising Coordinator shall be to:
  - Oversee fundraising activities,
  - Coordinate with the Treasurer and project teams so that funds collected are banked and allocated in accordance with the purpose for which they were collected, and
  - Communicate with past and potential donors on behalf of Chapter.
- (g) The duties of the Membership Coordinator shall be to:
  - Maintain the membership data bank on a concurrent basis,
  - Assist potential new members with placement on project teams, and
  - Engage new and existing members through events, activities and communications with other groups or committees within the Chapter.
- (h) The duties of the Student Chapter Liaison shall be to:
  - Establish and maintain communications and cooperation with the student chapters with which the Chapter has affiliations.
- (i) The duties of the Information Technology Coordinator shall be to:
  - Create and maintain the Chapter website, keeping all information current, and
  - Oversee the content on the website with the President.
- (j) The duties of the Publicity Coordinator shall be to:
  - Lead efforts to raise awareness and generate interest in the activities of the Chapter and EWB-USA, focusing efforts on the general public, business community, and engineering industry in the Pacific Northwest, and,
  - Maintain the Chapter's social media accounts.
- (k) The duties of the Local Projects Coordinator shall be to:
  - Coordinate with EWB-USA on the identification and selection of local projects,
  - Oversee the local project teams' budget and schedule, and
  - Provide the Executive Committee with status updates on scope, budget and schedule.
- (l) The duties of the Past-President shall be to:
  - Prepare the Annual Report to the West Coast region of EWB-USA.

## **ARTICLE IV – Amendments**

**Section 1.** This Constitution and Bylaws may be amended only by the following procedure:

- (a) A proposed amendment shall be presented at an Executive Committee meeting and have a minimum approval of one-third of the Executive Committee members.
- (b) Within ten days of approval from the Executive Committee, the Secretary shall present the proposed amendment to the Members of the Chapter by letter ballot or via electronic means, as approved by the Executive Committee, setting a date three weeks thereafter for the canvassing of the ballots.

- (c) It shall receive an affirmative vote of not less than two-thirds of the Members of the Chapter casting ballots.
- (d) If approved by the Chapter, the Secretary shall immediately amend the Constitution and Bylaws. The Secretary shall make the amended Constitution and Bylaws available by the next regularly scheduled meeting of the Chapter.

## **ARTICLE V – Miscellaneous Provisions**

**Section 1.** No part of the net earnings of the Chapter shall be used to the benefit of any private individual and no substantial part of the activities of the Chapter shall be carrying on lobbying, or otherwise attempting to influence legislation, and the Chapter shall not participate in, or intervene in (including publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

**Section 2.** Should dissolution of the Chapter occur, the assets remaining after the payment of the debts of the Chapter shall be conveyed to EWB-USA.

**Section 3.** The fiscal year of the Chapter is October 1 through September 30.

## **ARTICLE VI – Election and Transition Process for Executive Committee Members**

**Section 1.** Elections:

- (a) All members of the public shall be eligible for election to the Executive committee.
- (b) Elected members of the Executive Committee will have 30 days following the publishing of the election results to meet the criteria for elected office. Any elected person failing to meet those criteria in the time allotted will be automatically deemed ineligible for office and will be replaced by a member appointed by the Executive Committee.
- (c) In the event that no member stands for election to one of the Executive Committee positions, that position shall be filled by appointment from the Executive Committee.
- (d) In the event of a tie for an elected position, the winner will be determined by the Executive Committee.
- (e) Elections will be conducted electronically following procedures determined by the then governing Executive Committee, including the interim Executive Committee organized to establish and charter the Chapter.

**Section 2.** Election of the President-Elect position shall occur every year. The President is not elected, but shall be assumed by the President-Elect at the end of each Presidential term. In addition, the Past-President is not elected, but shall be assumed by the President at the end of each Presidential term. Election of the other Executive Committee positions with two-year terms shall be staggered.

(a) For terms starting on even numbered years, the following positions shall be up for election:

- Treasurer
- Projects Coordinator
- Fundraising Coordinator
- Publicity Coordinator

(b) For terms starting on odd numbered years, the following positions shall be up for election:

- Secretary
- Membership Coordinator
- Student Chapter Liaison
- Information Technology Coordinator
- Local Projects Coordinator

**Section 3.** An announcement of upcoming solicitation of nominations will be distributed to the Chapter membership in September. The announcement will include a list of the positions to be filled and the criteria nominees must meet (e.g., roles and responsibilities, Chapter membership requirements).

**Section 4.** Nominations will be solicited from Chapter membership electronically on the first weekday in October. A second solicitation will be sent to Chapter membership on October 15. Nominations shall be submitted to the Secretary of the Chapter by October 31.

**Section 5.** Following the nomination process and by November 1, the Secretary shall prepare and post electronic ballots listing all qualified nominees on the Chapter website for review by Voting Members of the Chapter. Elections will be conducted in November. The candidate receiving the highest number of votes for each office being voted on shall be declared elected. In the event of a tie, the Executive Committee shall decide the winner by whatever method the Committee deems most appropriate (e.g. coin toss, interviews and a committee vote, etc.). Newly elected members will be announced during the first week of December, and new officers and committee coordinators shall assume office on the first day of January.

**Section 6.** The Executive Committee will hold a regular committee meeting in December that will be attended by both current and new members. The purpose of this meeting will be to provide information to the new committee members on what has taken place to date and provide for continuity between the outgoing and new Executive Committees. In addition, the last Executive Committee meeting of the year will include a review of the proposed project scope and budget for all international projects for the following year.

**Section 7.** The new Executive Committee will hold its first meeting in January after its election. Members of the outgoing Executive Committee will be invited to attend this meeting.

**Section 8.** The new Executive Committee will hold its annual retreat on a day in January or February. Attendance of all members of the Executive Committee is required, barring personal emergency. Former members of the Executive Committee are invited, but not required to attend.

Record of Amendments

The Constitution and Bylaws, as recorded above, reflect changes made by the following amendments:

Amendment 1	Feb 2005
Amendment 2	June 2005
Amendment 3	August 2006
Amendment 4	June 2010
Amendment 5	December 2013
Amendment 6	December 2018