

BY-LAWS

of the

**STRUCTURAL ENGINEERS ASSOCIATION of SOUTHERN NEVADA**

**ARTICLE I - MEMBERSHIP**

Section 1. MEMBERS in the Association shall consist of the following grades:

MEMBER-SE

MEMBER-CE

LIFE MEMBER

HONORARY MEMBER

ASSOCIATE

AFFILIATE

EDUCATIONAL MEMBER

ORGANIZATION MEMBER

Member-SE, Member-CE and life members shall have voting and office holding privileges. Honorary members, associates, affiliates, and educational members shall have no vote and may hold no office. The Board of Directors, hereinafter referred to as the Board, shall be empowered to award certain memberships as described below.

Section 2. MEMBER-SE and MEMBER-CE

A MEMBER-SE in the Association shall be licensed as a Structural Engineer in the state of Nevada. A MEMBER-CE in the Association shall be licensed as a Civil Engineer in the state of Nevada.

Section 3. LIFE MEMBER.

The title of LIFE MEMBER may be awarded, at the discretion of the Board, to any MEMBER who meets all the qualifications of one of the categories given below:

- a. Shall have been a MEMBER in good standing of the Association for a minimum of 20 years and, in the opinion of the Board, be retired from practicing engineering.
- b. Shall have been a MEMBER in good standing of the Association for a minimum of 25 years and is at least 65 years of age;

A MEMBER who qualifies for LIFE membership shall have the term "LIFE" prefixed to the grade held at the time of application for LIFE membership.

Section 4. HONORARY MEMBER

An HONORARY membership may be awarded by the Board to any person who has acknowledged eminence in any engineering discipline, or the science related thereto. An Honorary member shall hold no office and shall have no vote.

#### Section 5. ASSOCIATE.

An ASSOCIATE member at the time of admission to the Association shall have been regularly engaged for at least four years in the practice of Structural Engineering. Graduation from an accredited college or university may, in the opinion of the Board, be the equivalent of 4 years. An Associate member may hold no office and shall have no vote in Association matters.

#### Section 6. AFFILIATE.

An AFFILIATE member shall, in the opinion of the Board, be qualified by reason of position to cooperate with the Structural Engineers in the advancement of professional knowledge, practice and welfare. An Affiliate shall have all the privileges, duties and benefits of a MEMBER but may hold no office and shall have no vote.

The number of AFFILIATES shall be limited to not more than 25% of the total membership, excluding Educational members.

#### Section 7. EDUCATIONAL MEMBER.

An EDUCATIONAL MEMBER at the time of admission to the association shall be a Senior or Graduate Engineering Student majoring or interested in structural engineering who is enrolled full time in an accredited engineering school or college, or a full time professor at same. An Educational member shall have all the privileges, duties and benefits of a MEMBER but may hold no office and shall have no vote.

#### Section 8. ORGANIZATION MEMBER

An ORGANIZATION MEMBER shall be an organization engaged in the business of architectural, engineering, construction, or related to engineering. Organization members shall have all privileges, duties, and benefits of a member but may hold no office and shall have no vote.

Section 9. The qualifications of MEMBERS may be reviewed at the discretion of the Board.

### **ARTICLE II - ADMISSIONS, LEAVES OF ABSENCE, RESIGNATIONS, EXPULSIONS AND CHANGES IN GRADE.**

Section 1. Admission to, re-instatement to, or changes in grade within the Association shall be in accordance with the following procedure:

- a. An application shall be submitted to the Board with the endorsement of a MEMBER-SE or MEMBER-CE. Endorsements shall not be required for transfer from one grade to another or for active members of another NCSEA Member Organization.
- b. Notice of the application shall be sent to the voting membership. Any MEMBER shall have 30 days from the date of mailing of the notice in which to file a written objection to the election of the applicant.

- c. The Board shall vote upon the application giving due consideration to any objections that might be received. The applicant shall be duly elected upon receiving a majority vote of the full Board membership.

Section 2. If an EDUCATIONAL MEMBER is a student, connection with the Association shall cease 6 months after the educational member is no longer matriculated unless there is a transfer to another grade of membership. Application for transfer to MEMBER shall be made when the educational member becomes a Professional Engineer registered in the state of Nevada.

An ASSOCIATE or EDUCATIONAL MEMBER practicing structural engineering or related engineering for 8 years and is not a Professional Engineer registered in the state of Nevada shall be transferred by action of the Board to AFFILIATE.

Section 3. Upon written request, the Board may grant a MEMBER a leave of absence for the current fiscal or forthcoming year. Leave may be renewed at the discretion of the Board when requested in writing.

Section 4. If a MEMBER's dues are current, a MEMBER may apply for resignation by written communication to the Board which is empowered to accept the resignation. A MEMBER thus resigned may be reinstated by the Board without payment of the initiation fee.

Section 5. Any MEMBER-SE or MEMBER-CE or members of any grade may prefer charges for disciplinary action against any other MEMBER or members of any grade upon any of the following:

- a) grounds of unprofessional conduct
- b) conduct detrimental to the Association
- c) conduct in violation of the Nevada State Revised Statutes – NAC-625 Section 5 “Code of Conduct”.
- d) conduct in violation of these Bylaws.

Such charges shall be made in writing specifically stating the conduct in question; shall be addressed and sent to the Secretary/Treasurer of the Association; and shall be signed by the MEMBER preferring the same. Such charges shall be treated as confidential by all concerned parties and are not to be discussed or disseminated except as provided by this section.

The Board shall consider the charges, and if disciplinary action appears to be warranted, the Secretary/Treasurer of the Association shall, (in writing) advise the MEMBER of the charges, the name of the person preferring the charges, the time and place of the hearing of such charges (which hearing shall be conducted by the Board), and of the person's right to present at such time a defense, either in person or in writing. After considering the evidence presented by such hearing, the Board may, by at least two-thirds vote, order such disciplinary action as it deems appropriate, including, but not restricted to:

- 1) censure,
- 2) suspension of membership,
- 3) expulsion.

The suspension period shall not exceed one year and during the period of any suspension, the MEMBER's obligation to pay dues shall continue. The Board shall, notify the membership of the disciplinary action taken.

Each MEMBER of the Association waives any claim for libel slander, or similar action which that MEMBER may have against any other MEMBER or the Board, or of any officer, MEMBER, agent or employee of this Association by reason of any charges made or published or any action taken pursuant to this section.

### **ARTICLE III - DUES, ASSESSMENTS, AND CONTRIBUTIONS**

Section 1. The initiation fees, transfer fees and annual dues shall be set forth as an appendix to these by-laws. The annual dues and fees shall be determined by the Board as required to meet the financial obligations and operational costs of the Association.

Section 2. The Board, by majority vote, may increase or decrease initiation fees, transfer fees and annual dues, singly or collectively, by not more than 10% in any one year. Increases or decreases in excess of 10% must be approved by affirmative vote of at least two-thirds of the MEMBERS voting by letter ballot in which balloting a majority of the eligible MEMBERS vote thereon.

Section 3. Annual dues shall be payable upon billing. Any MEMBER more than 6 months in arrears shall, except as herein provided, cease to be a MEMBER of the Association. The MEMBER may be re-instated at the discretion of the Board upon payment of the current year's dues.

MEMBERS changing grade within the Association shall not be required to pay any additional dues during the fiscal year of the change.

Section 4. On application from any MEMBER, the Board may, at its discretion and for cause, remit part or all current dues and/or assessments of the MEMBER or extend the time of payment.

Section 5. Additional monies required to carry on the activities of the Association may be raised through assessments which shall not exceed the annual dues for any one fiscal year. Assessments proposed by the Board must be approved by affirmative vote of at least two-thirds of the voting MEMBERS voting by letter ballot - in which balloting a majority of the eligible MEMBERS vote thereon. At the Board's discretion voting may be conducted electronically.

Section 6. The Board is empowered to receive contributions from any source, provided the funds so received are used to further the aims and objectives of the Association.

Section 7. The fiscal year of the Association shall be from the first day of June to the last day of May of the following year.

### **ARTICLE IV - OFFICERS AND ELECTED REPRESENTATIVES**

Section 1. The officers shall be, President, President Elect/Vice President, and a Secretary/Treasurer.

Section 2. The Board shall consist of 5 MEMBERS which shall include the President, President Elect/Vice President, the last available Past President, Secretary/Treasurer and 1 Director-At-Large.

Section 3. The President Elect/Vice President and 1 Director-At-Large shall be elected annually by the MEMBERS.

Section 4. The President Elect/Vice President shall be elected to a two-year term. The first year of this term shall be served as President -Elect /Vice president and the second term shall be served as President.

Section 5. The Director At-Large shall be elected for a term of two years. During the first year they shall be the Secretary/Treasurer designate, and then they shall assume the Secretary/Treasurer office the second year of service.

Section 6. Directors shall be ineligible to succeed themselves.

Section 7. Except as otherwise provided, a vacancy in any elected position shall be filled by the Board appointing for the unexpired term the available candidate for that office who received the next highest number of votes as the last election.

## **ARTICLE V - NOMINATIONS AND ELECTIONS OF OFFICERS AND REPRESENTATIVES**

Section 1. The election of officers shall be held each year at the regular meeting in the month of March.

Section 2. Candidates for the offices of President Elect/Vice President and Director shall be nominated and elected in accordance with the following procedure: A nominating committee consisting of 3 MEMBERS shall be nominated and elected at least 45 days prior to the March meeting. Nominations for this committee may be made by MEMBERS of any classification but only MEMBERS shall be nominated. Incumbent officers, directors, and members of the Nominating Committee for the previous year are ineligible for the current Nominating Committee except as follows: the President Elect/Vice President shall be chair of the Committee and the Director At-Large may be elected a member of the Nominating Committee. MEMBERS shall vote, for 2 from at least 4 nominees. The 2 receiving the highest votes shall be declared elected to the Nominating Committee. Service on this Committee shall not affect a MEMBER's eligibility for office. Before the second Thursday in February, the Nominating Committee shall report its nominations for office at least 2 names for President-Elect/Vice President and at least 2 names for Director. This report shall be sent to the MEMBERS before the third Thursday in February. Any preceding business day may be used for these deadlines at the discretion of the Nominating Committee. Up to the last Thursday in February, additional nominations may be made by petition of at least 5% of the MEMBERS.

Section 3. Before the first Thursday in March, all MEMBERS shall be sent a ballot listing the nominees for the various offices, along with a plain envelope and an outer envelope stamped "Ballot". The marked ballot shall be sealed in the plain envelope, enclosed in the outer envelope, which shall be signed by the voter, and returned to the Association office before noon of the day preceding the regular meeting in March. The ballots shall then be counted by the nominating committee and reported to the Board. Those receiving the highest votes shall be declared elected at the March meeting. In case of a tie, the President Elect/Vice President shall cast the deciding vote. At the Board's discretion voting may be conducted electronically.

## **ARTICLE VI - POWERS AND DUTIES OF OFFICERS- AND BOARD OF DIRECTORS**

Section 1 .The President shall preside at all meetings of the Association and of the Board. The President shall be ex-officio member of all committees.

Section 2. The President Elect/Vice President shall fulfill the duties of the President in the President's absence. In the event of the President's death or resignation, the President Elect/Vice President shall perform the duties of President.

Section 3. Minutes of the Association's annual meeting and of its Board meetings shall be taken by the Secretary/Treasurer or their delegate. A copy of such minutes shall be preserved by the Secretary/Treasurer and sent to the membership as deemed necessary by the Board.

The Secretary/Treasurer shall be the custodian of all funds and financial records of the Association and shall make all disbursements when authorized by the Board. Financial allowances may be made to the Secretary/Treasurer, other officers, Directors or committee representatives by the Board for expenses incurred on behalf of SEASoN.

Section 4. The Secretary/Treasurer designate (the Director-at-Large) shall be assigned to be the SEASoN historian.

Section 5. The Board shall direct and control the affairs of the Association, and appoint appropriate committees, one of which shall be an auditing committee to review all financial transactions for the previous year prior to turning the records over to the current year's officers.

Section 6. The Association may take part in legislative matters only to the extent that they concern the welfare of the Association or its membership. Such matters shall be determined by the Board and must be approved by affirmative vote of at least two-thirds of the MEMBERS voting by letter ballot or electronic ballot in which balloting a majority of the eligible MEMBERS vote thereon.

## **ARTICLE VII - MEETINGS**

Section 1. Meetings of the Association shall be held at the call of the Board.

Section 2. Three Directors shall constitute a quorum of the Board.

Section 3. The Board shall meet at least once a month. The President may call special meetings if necessary to conduct business in a timely fashion.

Section 4. The Annual Business Meeting of the Association shall be the regular meeting in the month of May each year.

Section 5. Robert's Rules of Order as latest revised shall govern all parliamentary procedure not otherwise provided for by these Bylaws.

## **ARTICLE VIII - AMENDMENTS TO THESE BYLAWS**

Section 1. Amendments to ARTICLES I, II, III, IV, or VIII of these Bylaws may be initiated by the Board, or petition of at least 10% of the MEMBERS. The Amendment shall be adopted only upon affirmative vote of the majority of the eligible MEMBERS voting by paper ballot or electronic ballot. Proposed amendments shall be published in writing and accompany the ballot; they shall also be published in the SEASON newsletter or website and announced in writing at least 30 days prior to the voting deadline.

Section 2. An amendment to the remaining portions of these Bylaws may be made by resolution at any regular meeting provided that 30 days' notice of intention has been given. The amendment shall be adopted only upon an affirmative vote of not less than two-thirds of the votes cast by MEMBERS at the meeting.

## **APPENDIX A - DUES AND ASSESSMENTS**

Effective on the date of formation of this Association and continuing until modified as permitted in the bylaws, the fees and annual dues shall be determined by the new Board at the end of February of every year as follows:

|                     |                               |
|---------------------|-------------------------------|
| Initiation Fee      | \$25.00                       |
| Transfer Fee        | \$25.00                       |
| MEMBER-SE           | To be determined by the Board |
| MEMBER-CE           | To be determined by the Board |
| Associate           | To be determined by the Board |
| Affiliate           | To be determined by the Board |
| Educational Member  | To be determined by the Board |
| Organization Member | To be determined by the Board |

The initiation fee shall be waived for all individuals applying for Student grade membership.