

# **BYLAWS OF NATIONAL CAPITAL SECTION OF THE AMERICAN INSTITUTE OF CHEMICAL ENGINEERS**

## ***ARTICLE I      NAME***

The name of this corporation is NATIONAL CAPITAL SECTION OF THE AMERICAN INSTITUTE OF CHEMICAL ENGINEERS. Hereafter in these Bylaws, it shall be referred to as NCS and the national organization shall be referred to as AIChE.

## ***ARTICLE II      JURISDICTION***

The boundaries within which membership in the NCS will be extended shall encompass the District of Columbia; the counties of Montgomery, Frederick, Howard, Anne Arundel, Prince Georges, Charles, Calvert and St. Mary's in Maryland; the counties of Arlington, Fairfax, Loudoun, Fauquier, Stafford and Prince William and the cities of Alexandria, Fairfax and Falls Church in Virginia.

## ***ARTICLE III      OBJECTIVES***

The objectives of the NCS are (1) the advancement of the profession of chemical engineering and the maintenance of high professional standards among chemical engineers in the Washington, DC area, (2) the furtherance of closer professional and personal relations among the members, (3) the furtherance of the Objectives of the AIChE as presented in its current Constitution, (4) career guidance and financial assistance to students of the sciences (5) the dissemination of information on national and international policy issues affecting the profession and (6) the promotion of cordial and helpful relations with nearby governmental and technical organizations and with the faculties and students of nearby educational institutions.

## ***ARTICLE IV      MEMBERSHIP***

SECTION 1. Membership of the NCS shall be limited to FELLOWS, SENIOR MEMBERS, MEMBERS, and STUDENT MEMBERS of the AIChE residing in or engaged in business within the boundaries encompassed by the NCS.

SECTION 2. Nonmember chemical engineers may become LOCAL MEMBERS of the NCS for a period not to exceed two years, except under extenuating circumstances. During that period it is expected that LOCAL MEMBERS will

apply for one of the grades of membership in the AIChE. Nothing in the Bylaws shall be construed to prevent members from bringing nonmember guests to meetings of the NCS.

SECTION 3. Members in good standing of any of the other Founder Societies (American Institute of Mining, Metallurgical and Petroleum Engineers; American Society of Civil Engineers; American Society of Mechanical Engineers; Institute of Electrical and Electronic Engineers) may be members of the NCS for an indefinite period without applying for membership in the AIChE.

SECTION 4. Any member of the AIChE who resides and is engaged in business outside the boundaries of the NCS and who desires to affiliate with the NCS shall be eligible for membership by informing the Member Activities Directorate at AIChE Headquarters.

SECTION 5. Membership in the NCS may be terminated:

By resignation,

By expulsion for cause by a vote of at least six (6) members of the Executive Committee,

By extended delinquency,

By expiration of STUDENT MEMBERSHIP, or

By the lapse of two years as a LOCAL MEMBER at which time subject member has not achieved some grade of membership in the AIChE.

## **ARTICLE V      DUES**

SECTION 1. The fiscal year of the NCS shall commence on January first and terminate on December thirty-first.

SECTION 2. STUDENT MEMBERS of the AIChE shall not be required to pay dues to the NCS.

SECTION 3. The Executive Committee may determine from time to time the annual dues payable in January to the NCS. Such action is subject to approval by a majority vote of the members present at a properly called regular meeting of the NCS of which the members have been notified of the nature of the business.

SECTION 4. If local dues are collected from non-National AIChE members by the NCS, the NCS, not headquarters, is responsible for tracking the individual's

records.

## **ARTICLE VI      OFFICERS AND DIRECTORS**

SECTION 1. The officers of the NCS shall be a Chair, a Vice Chair, a Secretary and a Treasurer. The Executive Committee of the NCS shall be comprised of the four officers, the most recent Past Chair and three elected Directors. All officers and directors must be FELLOWS, SENIOR MEMBERS or MEMBERS of the AIChE.

SECTION 2. The Vice Chair, after serving one year in the office, shall automatically succeed to the office of Chair. In the case that the Chair is unable to complete their term, the Vice Chair shall succeed to the office of Chair.

SECTION 3. The Chair, or in their absence, the Vice Chair or, in their absence, the Secretary or, in their absence, the Treasurer shall preside at all meetings of the NCS.

SECTION 4. The Secretary shall keep a record of the Proceedings of the NCS. He/she shall issue notices of meetings of the Executive Committee. The Secretary shall also maintain the official archives of the NCS.

SECTION 5. The Treasurer shall be charged with the collection and disbursement of funds as authorized by the Executive Committee. At the first NCS meeting of each fiscal year (usually the January meeting) he/she shall present a financial report.

SECTION 6. Directors, at the discretion of the Chair, shall provide oversight to the several committees of the NCS. They shall participate in the activities of their assigned committees and report such to the Executive Committee in case the committee chair(s) cannot attend the meetings of the Executive Committee.

SECTION 7. An annual audit shall be made of the treasury at the end of Treasurer's term of office. The audit committee shall be comprised of the NCS Chair (who will serve as chair of the audit committee), Past Chair, Secretary and the newly-elected Treasurer. The audit shall include checking the financial books maintained by the Treasurer including the Cash Book, the checkbook and other records of account.

SECTION 8. Neither STUDENT MEMBERS nor chemical engineers who are not AIChE members, may hold office in the NCS.

## **ARTICLE VII      ELECTIONS**

SECTION 1. Officers and Directors of the NCS shall be elected by means specified and announced by the Executive Committee (e.g., electronic and/or mail ballot) and shall take office January 1. Members of the Executive Committee shall hold office for one year or until successors are elected or appointed to take office. The retiring Chair of the NCS shall automatically become a member of the Executive Committee for one year. Immediately after the annual election, the Secretary of the NCS shall forward the names of the newly elected officers to the Member Activities Directorate at Headquarters of the AIChE.

SECTION 2. No member shall be eligible to hold more than one office at any one time, nor shall a member hold the same elective office for more than two consecutive terms.

SECTION 3. All Officers and Directors shall be members of the NCS and shall be elected by dues-paying members of the NCS

The Executive Committee shall appoint a Nominating Committee, to be chaired by the Past Chair of the NCS, composed of at least three members who are not Officers or Directors. The Nominating Committee shall draw up, not later than April 1, an election ballot containing the names of at least two nominees for each of the offices of Vice Chair, Secretary, Treasurer and Director(1). All of the nominees must have agreed to serve if elected.

The ballot drawn up by the Nominating Committee shall be presented on or before the last Spring Meeting of the NCS (generally, May or June). Nominations of candidates from the floor, each with two seconds, or by a written petition from three members, will be accepted on or before the last Spring Meeting of the NCS (generally, May or June), subject to the condition that the nominees are eligible to hold office and agree to serve if elected.

The official ballots shall be electronically and/or surface mailed no later than September 1 to all members who shall properly signify on them the candidate of their choice for the various offices to be filled. The ballot must be returned to the Secretary by a date and time set forth on the ballot.

The Chair shall appoint a minimum of two tellers to whom the Chair of the Nominating Committee shall deliver all ballots received before the designated cutoff date and time. The tellers shall count the ballots and report the results to the Executive Committee, which shall declare elected those candidates for whom the greatest number of votes were cast for the respective offices to be filled. The Chair shall announce the results at the next regular monthly meeting. In the event of a tie, the Chair shall break

that tie by a coin toss. The appointed tellers must be fair and impartial and have no vested interest in the outcome of the vote.

## **ARTICLE VIII COMMITTEES**

SECTION 1. There shall be an Executive Committee consisting of the four elected Officers, the three elected Directors and the most recent Past Chair. This committee shall meet at the call of the Chair of the NCS who shall serve as the chair of the Executive Committee. In his/her absence the Vice Chair, in his/her absence the Secretary, in his/her absence the Treasurer shall call and preside at such meetings. The Executive Committee shall be charged with conducting the business of the NCS. Five (5) members of the Executive Committee shall constitute a quorum for a meeting of the Executive Committee. The Executive Committee shall meet at least three times per year.

SECTION 2. There shall be a Program Committee chaired by the Vice Chair of the NCS.

SECTION 3. The Executive Committee shall appoint chairs for as many of the following committees as deemed necessary to carry out the activities of the NCS. Such named chairs shall populate their respective committees with at least two additional committee members drawn from the membership of the NCS.

The NEWSLETTER EDITOR shall collect information of interest to the members of the NCS for editing and publication in the website of the NCS. The editor shall publish the announcement of meetings as arranged by the Program Chair and report on happenings in the profession at National AIChE and in the Executive Committee of the NCS.

The MEMBERSHIP COMMITTEE shall maintain the membership records for the NCS including changes of email and surface mail addresses, additions, deletions, etc. This committee shall identify chemical engineers new to the jurisdictional boundaries of the NCS to solicit their membership in AIChE and the NCS.

The EXTERNAL AFFAIRS COMMITTEE shall explore ways to implement outreach to the general public of the greater metropolitan Washington, DC area and increase the visibility of the NCS and the chemical engineering profession to school students, etc. This committee shall promulgate news of the NCS activities to the general public and interface with component groups to further the mission of the AIChE.

The ACADEMIC RELATIONS COMMITTEE shall provide outreach to

students on careers in chemical engineering. It shall arrange special events for the benefit of student members of the NCS. One such event may be an annual student night program.

The YOUNG PROFESSIONALS COMMITTEE shall address the needs and concerns of special importance to chemical engineers within the first ten to twenty years of their careers.

The PROFESSIONAL DEVELOPMENT COMMITTEE shall establish and pursue programs to assist individual members and subgroups of NCS members in their professional development. Such programs may include providing refresher courses for preparing members to become licensed as a Professional Engineer.

The AWARDS AND NOMINATIONS COMMITTEE shall monitor activities of NCS members to select worthy individuals for such awards as may be appropriate, both nationally and within the NCS and sponsor their nomination by completing nomination forms. Additionally, the committee has oversight and administrative responsibilities for any scholarship programs or academic prizes awarded by the NCS.

The ADVISORY COMMITTEE to the Executive Committee shall be comprised of a preponderance of members having the grade of Fellow in AIChE and serve to assist the Executive Committee in facilitating the achievement of long term NCS and AIChE goals which might otherwise be lost in the normal rotation of officers.

SECTION 4. The Chair of the NCS shall appoint chairs for any other temporary committees during their term to carry out the orderly and efficient operation of the NCS. If completion of such a committee's business does not coincide with the end of the NCS Chair's term of office, a recommendation can be tendered to the incoming NCS Chair for continuation of the life of the temporary committee into the next year.

## **ARTICLE IX      MEETINGS**

SECTION 1. There shall be at least four meetings of the NCS each year, one of which shall be held not later than the last Spring Meeting for declaring nominations for elective office and one of which shall be held not later than the month of November for announcing the results of the election and for conducting general section business. The Executive Committee shall determine the date and place of the meetings.

SECTION 2. The Program Chair shall send a notice of the meetings to the Secretary who sends them out to all NCS members by direct e-mail.

Additionally, the Program Chair shall send a notice of the meetings arrangements to the NCS electronic website at least two weeks in advance of such meetings.

SECTION 3. A quorum shall consist of 25 NCS members in good standing.

SECTION 4. At any meeting any procedural question requiring parliamentary ruling not provided for in these Bylaws shall be decided in accordance with Robert's Rules of Order, Newly Revised, or the most recent revision of the same.

## **ARTICLE X      AMENDMENTS**

SECTION 1. All proposed amendments to these Bylaws shall be reduced to writing.

SECTION 2. Amendments to the Bylaws may be proposed by a resolution of a majority of the Executive Committee, or by a petition addressed to the Executive Committee, signed by no fewer than twenty-five (25) members of the NCS.

SECTION 3. Any proposed amendment shall be considered at two (2) regular meetings of the Executive Committee. It shall then be offered for discussion at a general meeting of the NCS.

SECTION 4. After discussion at a general meeting of the NCS, adoption of the amendment or amendments shall be by letter and/or e-mail ballot of all the dues-paid members of the NCS.

The ballot shall be submitted to each member along with a copy of the proposed changes in the Bylaws, and any recommendations the Executive Committee may wish to make, within forty-five (45) days after the discussion at the general meeting.

All votes to be counted shall be returned to the Secretary and be received before a date and time specified on the ballot. This date shall not be less than fifteen (15) days nor more than thirty (30) days after the date of submission to the members of the NCS.

The votes shall be counted by two tellers appointed by the Executive Committee and the results reported at the next meeting of the Executive Committee. The appointed tellers must be fair and impartial and have no vested interest in the outcome of the vote

If two-thirds (2/3) of all votes received are in favor, then the proposed amendment(s) shall be considered passed. Otherwise, on

recommendation of the Executive Committee, the proposal may be resubmitted to the members with the intent of gaining a valid vote.

SECTION 5. All amendments to these Bylaws shall be subject to approval by the AIChE Board of Directors.

SECTION 6. Without changing their importance, the Executive Committee may renumber and/or edit for clarity the various articles and sections of these Bylaws.

SECTION 7. The NCS shall have no authority to act for or in the name of the AIChE, and the NCS shall have no authority to incur any financial obligation in the name of the AIChE.

## ***ARTICLE XI      DISSOLUTION***

SECTION 1. Upon the dissolution of the NCS, any assets remaining thereafter shall be conveyed to headquarters of the AIChE.

SECTION 2. In the event that the AIChE is then not in existence or is then not tax exempt under Section 501(c)3 of the Internal Revenue Code of 1954, as amended, or under such successor provision of the Code as may be in effect at such time, the assets shall be conveyed to an organization dedicated to the perpetuation of objectives similar to those of the AIChE and tax exempt under Section 501(c)3 of the Internal Revenue Code of 1954, as amended, or under such successor provision of the Code as may be in effect at such time.