

CONSTITUTION AND BY-LAWS
OF
THE CENTRAL CHAPTER
MISSOURI SOCIETY OF PROFESSIONAL ENGINEERS

(Revised 2014)

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PREAMBLE

Believing that the engineering profession in our district will benefit from an organized group,

The members of the MISSOURI SOCIETY OF PROFESSIONAL ENGINEERS in six central Missouri counties petitioned the Directors of the SOCIETY for a charter and authority to organize and operate a CHAPTER, and

Whereas this charter and authority were granted, establishing a CHAPTER and fixing its jurisdiction in accordance with the petition,

THE CENTRAL CHAPTER OF THE MISSOURI SOCIETY OF PROFESSIONAL ENGINEERS was organized and its Constitution, of which this preamble is a part, is hereby set forth.

DRAFT

CENTRAL CHAPTER – MSPE CONSITUTION

ARTICLE I – NAME

Section 1. This organization shall be known as the CENTRAL CHAPTER OF THE MISSOURI SOCIETY OF PROFESSIONAL ENGINEERS.

ARTICLE II – OBJECT

Section 1. The object of this Chapter shall be to promote the best interest of the profession of engineering in professional, patriotic, civic, and social activities; the professional improvement of its members; programs conducive to the advancement of engineering and the promotion of cooperation and understanding among the members of the profession and with the public.

ARTICLE III – JURISDICTION

Section 1. The jurisdiction of this Chapter shall embrace the territory covered by the counties of Audrain, Boone, Callaway, Howard, Montgomery, and Randolph, all in the State of Missouri.

ARTICLE IV – HEADQUARTERS

Section 1. The mailing address of this chapter shall be that of the Treasurer, or such other places as may be designated by the Board of Directors.

ARTICLE V – MEMBERSHIP

Section 1. Membership in this Chapter shall include members, associate members, student members, and sustaining members. Membership in the Chapter must correspond with grades in MSPE.

Section 2. Membership qualifications are as follow:

- a) Members – A “Member” is one who holds a valid, current license or certificate of registration as a professional engineer from a state of the United States or from a district, territory or possession of the United States, or from a province or territory of Canada, whose laws contain a definition of “Professional Engineer” equivalent to the definition of “Professional Engineer” contained in the laws of Missouri. A “Member” can also be one who is a certified Engineer in Training. A certified “Engineer in Training” is one who holds a valid certification as an “Engineer in Training” from a state of the United States or from a district, territory or possession of the United States, or from a province or territory of Canada, whose laws contain a definition of “Engineer in

Training” equivalent to the definition of “Engineer in Training” contained in the laws of Missouri. The MSPE Executive Committee shall determine if the registration requirements of another state, territory, etc. are equivalent to the Engineer registration requirements of the State of Missouri. Life status and privileged status may be granted to a Member in accordance with the MSPE by-Laws.

- b) Student Members – A “Student Member” is one who is an undergraduate or graduate student in engineering and who is studying in an engineering curriculum which has been accredited by the Accreditation Board for Engineering and Technology, Inc. (ABET), or who is studying a two-year course in engineering which course will permit the student’s transfer to an ABET accredited school.
- c) Sustaining Members – An individual, firm, company, or corporation, or division thereof, and other similar organization of which is interested in advancing the knowledge of the science of engineering, in increasing the Engineer potential of the United States, and in furthering the objectives of MSPE shall be eligible to be classed as a Sustaining Member.

ARTICLE VI – DUES

Section 1. Dues and their method of payment shall be as provided in the By-Laws.

Section 2. Dues of NSPE, MSPE and this Chapter shall be the only mandatory assessments against the membership.

ARTICLE VII – GOOD STANDING

Section 1. The Board of Directors shall have the authority to promulgate the rules and conditions of good standing.

ARTICLE VIII – OFFICERS AND ADMINISTRATION

Section 1. Officers – The Officers of the Chapter shall consist of a President, Vice President, Treasurer and Secretary elected annually by the membership as provided in the By-Laws, except the President, to which the Vice President automatically advances. All members shall be eligible to election to any of these offices.

ARTICLE VIII – OFFICERS AND ADMINISTRATION (Continued)

- Section 2. Order of succession to fill vacancies is the sequence of listing in Section 1. A Vice President who has been advanced to fill a vacancy in the office of president shall continue to serve during the entire term for which he was originally elected. When the Vice President is unable to serve, the Board of Directors may call special elections which will be administered the same as regular elections. The Board of Directors shall fill vacancies in the office of Secretary and Treasurer.
- Section 3. Directors – There shall be four (4) Directors elected by the membership as provided in the By-Laws. Two Directors shall be elected each year for a period of two years. Vacancies shall be filled at the annual election of officers, for unexpired terms.
- Section 4. Board of Directors – The Board of Directors shall consist of the Officers, Directors and the two Immediate Past Presidents. The business and affairs of the Chapter shall be under the control and management of the Board of Directors; provided it shall not take any steps for corporate dissolution without first being so directed by letter ballot of the Chapter members. The Chapter President shall be the Chairman of the Board. No less than five members shall constitute a quorum at Board meetings.
- Section 5. Nominating Committee – There shall be a Nominating Committee which shall consist of a Chairman and two (2) other Members appointed by the President. All three Members shall be Past Presidents of Central Chapter and when possible shall come from three different counties. No elective officer shall be eligible for membership on this committee and the committee shall nominate no more than one of its members for an office.
- Section 6. Rules of Order – All proceedings at meetings of this chapter shall be conducted pursuant to ROBERTS RULES OF ORDER, except the Rules may be set aside in any meeting by a two-thirds majority vote of the voting members present.
- Section 7. Quorum – Those members present shall constitute a quorum at any regular or special meeting of the chapter, provided the date, time, place, and any special purpose of the meeting had been communicated in writing to the membership no less than five days in advance.

ARTICLE IX - BY-LAWS

Section 1. The Chapter shall adopt By-Laws for its government, activities, and management of its property, and therein provide for the admission of new members. Provision may also be made in the By-Laws for the removal of officers for cause, and for disciplining, including expulsion of members found guilty of an offense which affects the interests or good government of the Chapter, or is indictable by the laws of the land; provided always that such By-Laws shall conform to the charter of the Chapter, and shall not impair or limit any provision thereof or enlarge its scope, and shall not be contrary to the provisions of the Constitution of the State and National Societies, or the laws of the United States, State of Missouri and applicable counties and municipalities.

ARTICLE X - AMENDMENTS

Section 1. Amendments to this Constitution may be proposed by (a) a majority of the Board of Directors, or (b) at the request in writing of not less than five members of the Chapter.

Section 2. Proposed amendments may be acted upon at any regular or special meeting provided that a notice is mailed to each member setting forth the proposed amendment or amendments and stating that such will be presented at a meeting of the membership at a specified date, and at a specified time and place; such notice to be mailed not later than thirty days prior to the date of such meeting. A two-thirds affirmative vote of the total number of members who are present and voting shall be required for adoption of a motion to amend.

ARTICLE XI – CODES

Section 1. "The Code of Ethics for Engineers" shall be binding upon the members of this Chapter.

CENTRAL CHAPTER - MSPE BY-LAWS

BY-LAW 1 - DUES AND FISCAL YEAR

- A. Chapter dues for all members except student members (no dues), life members (no dues), and retired members (1/2 dues) shall be fifteen dollars (\$15.00) per year and payment of such dues shall be made annually on the anniversary date of that member.
- B. The fiscal year of the Chapter shall be January 1 through December 31.

BY-LAW 2 - OFFICERS AND BOARD OF DIRECTORS

- A. President. The President shall preside at all meetings of the Chapter and shall be Chairman of the Board of Directors and an ex-officio member, without vote, of all committees.
- B. The Vice President, in addition to his or her responsibilities in the event of succession to a vacancy, shall perform such other duties as the president may direct. He or she may serve on not to exceed three committees each, and may be appointed chairman, but cannot serve on the Nominating Committee.
- C. Treasurer. The Treasurer shall receive, deposit, and account for all monies and dues of the Chapter and disburse same following approval of the President. At the end of the fiscal year, the Treasurer shall prepare a statement of income and expenditure and submit the records to the Audit Committee. At the expiration of his or her term of office, the Treasurer shall turn over all Chapter monies, records, and documents to his or her successor, taking a receipt for same.
- D. Secretary. The Secretary shall record and preserve the minutes of all meetings, shall handle correspondence, shall file all Chapter documents which come to him or her officially, and shall maintain a roster of all members in good standing.
- E. Board of Directors. The Board of Directors shall meet at least four times a year, normally quarterly and also at the call of the President or at the request of three members of the Board. It shall act on all business, policies and activities of the Chapter and shall perform such other functions as are outlined in the Constitution and By-Laws.
- F. State Director. The Chapter shall elect one (1) State Director as provided in the MSPE By-Laws. The term of office is three (3) years.

BY-LAW 3 – COMMITTEES

A. The Standing Committees of the Chapter may be:

1. Budget
2. Programs
3. Membership
4. Public Relations
5. Professional Conduct
6. Nominating and Awards
7. Audit
8. Student Activities
9. Industrial Participation
10. Retired Engineers
11. Legislative Issues

B. The duties of the Standing Committees may include the following, but are not limited thereto:

1. BUDGET

- a. Study the financial structure of the chapter.
- b. Prepare and present to the Board of Directors, for its approval, a budget for the control of expenditures by the Chapter.
- c. Review periodically the approved budget and the records of expenditures of the Chapter.
- d. Recommend to the Board of Directors ways and means for improving the financial condition of the Chapter.

2. PROGRAMS

- a. Formulate in advance the year's program for each meeting. Such programs shall further the objectives of the Chapter.
- b. Plan for the social and recreational activities of the Chapter.
- c. Arrange for suitable meeting places for Chapter activities.

3. MEMBERSHIP

- a. Actively solicit and promote membership,
- b. Investigate and report findings, with recommendations, to the Board of Directors, regarding applicants.

BY-LAW 3 - COMMITTEES

B. Continued

4. PUBLIC RELATIONS

- a. Conduct a planned publicity campaign to cultivate a favorable reaction from the public toward the engineering profession.
- b. Educate engineers and the public regarding the significance and proper use of the term "Professional Engineer".
- c. Initiate new ideas and coordinate all Chapter activities pertinent to National Engineers Week.

5. PROFESSIONAL CONDUCT

- a. Formulate standards of professional conduct for the profession in harmony with the MSPE and NSPE Professional Conduct Committee and recommend to the Board of Directors means to maintain and advance these standards.
- b. Report to and recommend action to the Board of Directors related to any and all violations of the Code of Ethics for Engineers, the Creed and the Rules of Professional Conduct to include expulsion of members for cause.

6. NOMINATING AND AWARDS

- a. Nominate members for elective offices, following observation of possible nominees during the year.
- b. Recommend, to the Board of Directors, Candidates for the various awards which are initiated at the Chapter level.

7. AUDIT

- a. Certify in writing to the Board of Directors that the Chapter financial records are in proper order.
- b. Make recommendations about improving methods of keeping financial records.

8. STUDENT ACTIVITIES

- a. Maintain liaison with the High Schools in Central Chapter area for the purpose of promoting interest in the Engineering Profession.
- b. Coordinate all activities associated with Central Chapter sponsorship of Junior Engineering Technical Society (JETS) chapters in the area.

BY-LAW 3 – COMMITTEES

B. Continued

8. STUDENT ACTIVITIES (continued)

- c. Conduct the Central Chapter aspects of the MSPE, NSPE, and Central Chapter Scholarship programs.
- d. Promote registration and membership of engineering students, and serve as Chapter liaison with the University of Missouri and colleges in the Chapter area.

9. INDUSTRIAL PARTICIPATION

- a. Promote advertising participation in the annual MSPE Directory.
- b. Coordinate the review of and comment on professional material submitted to the Chapter for that purpose by governmental and other agencies.
- C Serve as the Chapter liaison with industry.

10. RETIRED ENGINEERS

- a. Promote the participation of retired engineers in Chapter activities.
- b. Assist Members in achieving life status and privileged status.
- c. Prepare programs for voluntary action of retired engineers.

11. LEGISLATIVE ISSUES

- a. Keep the Chapter informed of legislation affecting professional engineers.
- b. Coordinate the Chapter response to legislative issues as required.

C. The President shall appoint such other committees as may be required or considered in the best interest of chapter objectives.

BY-LAW 4 - ELECTIONS AND ADMINISTRATIVE YEAR

A. The annual election shall occur during the month of June, the date to be prescribed by the Board of Directors.

- 1. The Nominating Committee shall report to the membership its list of nominees for officers and directors not later than thirty (30) days preceding the annual election, and not later than ten (10) days prior to the regular meeting preceding the election.

BY-LAW 4 - ELECTIONS AND ADMINISTRATIVE YEAR

- A. Continued
2. The Nominating Committee shall include nomination of a State Director of the Missouri Society of Professional Engineers every third year.
 3. Candidates may be nominated from the floor at the meeting which precedes the annual election. All nominations must have the consent of the nominees.
 4. In the event that no nominations are made from the floor, the nominees proposed by the Nominating Committee shall be considered as elected by acclamation, The Secretary, within five (5) days after the meeting preceding the annual election, shall notify the Board of Directors, in writing, of the election by acclamation.
 5. In the event that there is more than one nominee for one or more offices, official ballots shall be mailed at least twenty days preceding the annual election to all members together with a return envelope on which there shall be a line on which the member voting shall sign his name after having inserted his marked ballot in the envelope. Ballots must be postmarked on or before the prescribed election date to be valid. The ballot shall be in such form as to prevent disclosure of a vote until it is opened at the direction of the Tellers Committee. Upon validation by the Secretary, the envelopes containing the ballots shall be delivered unopened to the Tellers Committee within seven days after the date of the election. The Tellers Committee shall consist of three members who shall be appointed by the President, one of whom shall be designated by the President as Chairman. The Tellers Committee shall report the tabulation of votes to the Board of Directors at its first meeting following receipt of the ballots by the Tellers Committee. Results of the election shall be published in the first issue of the Chapter Newsletter following the report to the Board of Directors.
 6. No officer or director shall be eligible to succeed himself or herself in office, except the Secretary and Treasurer.
- B. All members who have paid their dues for the current calendar year shall be eligible to vote in the annual election.
- C. The officers shall hold office for the administrative year of the Chapter which shall be from July 1 through the following June 30.

BY - LAW 5 – AMENDMENTS

- A. These By-Laws shall be amended in the same manner as described in Article X of the Constitution for Amendments to the Constitution.

DRAFT

President of Central Chapter

Secretary of Central Chapter