

MEMPHIS-AREA JOINT ENGINEERS COUNCIL

BYLAWS

Article I

1. The name of this organization is the Memphis-Area Joint Engineers Council; to be referred to as the Council.
2. The Council will have a membership of all members of participating organizations and will be governed by a Board of Directors from the member organizations.
3. The location of this organization will be in the City of Memphis, County of Shelby, State of Tennessee.
4. Its purposes are:
 - (a) To advance the art and science of engineering and surveying, for the general welfare of mankind;
 - (b) To promote and conduct various activities to this end specifically during the period known as National Engineers Week, generally recognized during the week of George Washington's Birthday celebrations;
 - (c) To promote cooperation among the various branches of engineering, surveying and science;
 - (d) To develop recommendations regarding public policies wherein the application of the art and science of engineering will contribute to the general welfare of mankind;
 - (e) To foster public recognition of the engineering profession;
 - (f) To maintain a high professional standard among its members;
 - (g) To work for advancement of engineering education;
 - (h) To provide a medium for cooperative action by its member societies on matters beyond the scope of their individual organizations.
5. Means - To accomplish its purpose by means of duly recognized delegates from the various engineering oriented organizations holding membership. To meet at regular times to consider matters affecting the welfare of the organization, the member organizations, and their membership.

Article II

Membership-

1. The membership of the Council shall consist of local chapters, sections, or any other Memphis area engineering, educational, or surveying organizations, and student organizations related to University, College, or Technical Institute campuses.

Such bodies shall be those whose members have recognized professional standing and whose chief objectives are the advancement of the theory and practice of engineering and the maintenance of high professional standards.

Related Technology groups will be admitted to membership on approval of two-thirds majority vote of the Council membership.

2. Organizations having commercial, trade or bargaining functions are not eligible for

- membership.
3. Each participating organization shall elect or appoint (whichever is applicable under their bylaws) two Representatives to the Council.
 4. Any member organization may withdraw from the Council by giving written notice specifying the intent of withdrawal and the reasons at least thirty days prior to the planned withdrawal date.
 5. Any member organization may be dropped from the Council by an affirmative vote of the Representatives of three-fourths of the member Societies.
 6. Membership of individuals in the Council will be automatic if their organization is a participating member.

Article III

Administration -

1. The activities of the Council shall be administered by a Board of Directors which shall be composed of two Representatives from each member organization.
2. Each member organization will have two Representatives – Senior and Junior, respectively.
3. Each member organization will furnish names, addresses and business affiliation together, with title, of their Representatives to the Board to the Council in April of each ensuing year.

It is recommended that Representatives serve two-year terms, and that election or appointment be made on alternate years. It is further recommended that Representatives take office to coincide with change of Officers of the Council.

Representatives should be preferably a past Chairman and present Chairman or Officer of his organization in order that he may have the necessary authority to speak for his organization.

4. It is recommended that no individual be a Representative of more than one organization.
5. The two most recent Past Chairmen of the Council shall be non-voting members of the Board.
6. It shall be the responsibility of the member organization Representatives to inform the Council when a planned action would conflict with the Constitution and bylaws of a member organization. In such cases, the Board will act to eliminate or minimize such conflicts.

Article IV

Officers and Management -

1. General - The governing body of the Council shall be vested in the Representatives from each member organization and they shall constitute the Board of Directors of the Memphis Joint Engineers Council. They will be the Trustees of the Council under the governing laws of the State of Tennessee operating as a Non-Profit Corporation.
2. The officers of the Council shall be a Chairman, Vice Chairman, Secretary and Treasurer. The normal term of office is for one year. Unless there is sufficient reason to the contrary, the Vice Chairman shall be considered the Chairman-Elect for the following Year.

3. Chairman - The Chairman will be in charge of all Engineers Week activities.

The Chairman shall have general supervision of the Board of Representatives governing the affairs of the Council and shall preside at all meetings of the Board of Representatives.

The Chairman shall be elected at the May meeting from members of the Board to serve a one-year term or until a successor is elected.

The Chairman will appoint all Committee Chairman and shall be an ex-officio member of these Committees.

4. Vice Chairman - The Vice Chairman will be elected at the May meeting from members of the Board and will serve a one-year term.

In the absence of the Chairman, The Vice Chairman shall assume and discharge the duties of the Chairman.

5. Secretary - The secretary shall be elected from members of the Board at its May meeting.

The Secretary will take minutes of all meetings, preserve the Council records and maintain membership rolls of the Council and generally function in the normal role of a Secretary. He will give notice of all Board meetings and act in concert with the Chairman to maintain an efficient organization.

6. Treasurer - The Treasurer shall be elected from members of the Board at its May meeting.

The Treasurer shall serve as Custodian of all monies accruing to the Council.

The Treasurer shall make approved disbursements, and shall have charge of the books of the Council and shall submit a complete audited financial statement at the April meeting of the Council.

The Treasurer shall make regular reports of receipts and expenditures to the Board.

7. Office Eligibility -

The offices of Chairman, Vice Chairman, Secretary and Treasurer shall be filled by Representatives from different organizations.

8. Any office may be declared vacant by an affirmative vote of a majority of the member organization and the Board shall thereupon elect a successor to the office. If a vacancy should occur among the officers of the Council, it shall be filled for the un-expired term by another member of the Board.

9. Voting will be by ballot with a simple majority sufficient to elect a nominee.

Article V

1. Each member organization shall have one vote on each question at meetings of the Board. The Senior Representative will normally be the voting member.
2. The Board of the Council shall meet within two weeks after the beginning of the Fiscal Year, May 1st for the purpose of electing officers-and transacting other business.
3. The Board shall meet once each month in regular session during the months of May, September, October, November, December, January, February, March, April or at their discretion if more often when called by the Chairman.

Five Representatives may request a special called meeting - one from each of a different organization.

The Board shall pass upon applications for membership, approve financial commitments, review Committee reports and generally conduct the business of the Council in conformity with its aims and purposes.

The Board shall adopt such rules and amendments as may be necessary for the transaction of the Council's business.

4. When applicable, it shall fix all salaries and appoint all paid employees and will determine fees for special services.
5. The Board will report its action in writing to all participating member organizations at such time as they are available.
6. Representatives of five or more of the member organizations shall constitute a quorum at regularly scheduled times for the transaction of business of the Council, except as might be specifically provided elsewhere in these regulations.
7. Any proposed action by the Board shall be referred to the member organizations if requested by Representatives of any two of the member organizations. The Board may take action thirty days after referral to member organizations.
8. Any member organization may file a dissent within thirty days after any action by the Board. Upon receipt of such dissent, The Board shall reconsider the original action in light of the dissent, and a written answer will be given confirming or denying the dissent.
9. Robert's Rules of Order, Latest Edition, shall govern all questions of order, which are not otherwise covered in the Regulations.

Article VI

Meetings -

1. The Board will hold meetings as stated under Procedures.
2. Special meetings may be convened at the call of the Chairman or as otherwise provided.
3. At the regular May meeting of each year
 - a. The outgoing officers and committees make the final reports for the previous year.
 - b. The incoming officers shall be installed by the outgoing Chairman, using the following Oath of Office (Raise right hand).

I, (name of elected Officer and office) do solemnly swear,
to uphold the Constitution of the Memphis-Area Joint
Engineers Council and to perform the duties of the office to

which I have been elected, to the best of my ability.

- c. The incoming Chairman shall announce the Chairman and membership of the Standing Committees for the ensuing year.
4. Minutes shall be kept of all meetings held. Distribution shall include one copy to each member organization Chairman and Secretary.
5. An agenda for each Board meeting shall be prepared and presented to Representatives (Representatives) at least three days prior to the meeting.

Any Representative may have an item put on the agenda for a meeting by a timely submission.

The council may refuse to consider a particular action unless it is on the agenda.

Article VII

Committees -

1. The Chairman shall appoint the following Standing Committees:

Engineers Week

This is the Chairman's personal committee and he is responsible for all activities during the proclaimed dates of Engineers Week. He may appoint, under his direct supervision, any number of assistants to ensure the success of its operation. Strong emphasis will be placed on attracting students to the profession.

Executive

This committee, headed by the Chairman, will set policy and bring before the Board of Representatives all items requiring Board action or discussion.

Nominating

Composed of at least one Past Chairman and two members of the Board of Representatives, this committee will present a proposed slate of officers selected from outgoing, serving, and incoming Board members at the May meeting.

Audit Committee

Under an appointive Chairman, and selected from the Board of Representatives, this committee will audit the books of the Council, with the assistance of the Treasurer, and present its report at the May meeting.

2. The Chairman may, at his discretion based upon the needs of the Council and the Board, appoint the following Standing Committees:

Professional Standards

Under an appointive Chairman, the committee will work towards improving professional standards within the Council's own structure, placing emphasis on inter-organization cooperation.

Public Relations and Publicity

Under an appointive Chairman, this committee will handle public relations, newspaper, television, radio and verbal contacts to enhance the image of the engineer to students and the general public.

Education

This committee is available to assist Council members and to participate if required in assisting student education programs with and through its member organizations.

3. Committee members may be appointed from members-at-large of the member organizations.
4. The Executive Committee shall consist of the officers of the Council and the two most recent Past-Chairmen.

The Executive Committee has the authority to approve expenditures of up to \$100.00 without Board (Council) approval.

A quorum shall consist of three members of the Executive Committee.

5. The Chairman shall appoint a Nominating Committee of three members, not later than the regular March meeting to prepare a slate and to report its nomination to each of the Representative Representatives by mail at least one week before the regular April meeting of the Council.
6. The Chairman shall appoint an Auditing Committee of three members, not later than the regular April meeting, to audit the Treasurer's accounts and to report at the regular May meeting of the Board, before the incoming officers are installed.
7. The Chairman shall appoint special committees whenever directed to do so by the Board and, at his discretion, whenever circumstances require his action.

Article VIII

Finance -

1. The incoming Executive Committee shall submit to the regular September meeting of the Board, an estimate of the income and expense of the Council for the ensuing year.
2. The incoming Board shall adopt an annual budget at the regular September meeting, and shall vote the necessary assessment on the member organizations.
3. Assessments shall be as determined by the Board during the April meeting. Total membership shall not be a basis for dues assessment. Student organizations shall be assessed one-half the assessment of regular professional organizations..
4. Arrears in Dues -

Any organization which has not paid dues in full for the current fiscal year shall be placed in a

“Council Membership Inactive” status after January and shall forfeit its membership if it remains in arrears at the end of the fiscal year on the last day of April. By a vote of two-thirds of the M.J.E.C. Representatives, the payment of annual dues may be temporarily excused for sufficient causes.

Any organization may reapply for membership in the Council after forfeiture of its membership due to lack of dues payment. Membership will be re-instated if approved by a majority of the Board and upon receipt of payment of the dues for the current year.

Article IX

Amendments -

These Bylaws may be amended by an affirmative vote of the Board and ratification by two-thirds of the member organizations attested by their respective Representatives.

Submitted 1 October 2003