

**BYLAWS  
OF THE  
OKLAHOMA SECTION  
OF THE  
AMERICAN SOCIETY OF CIVIL ENGINEERS**

Rev Number	Date	Comments	Approved By
0	2005	Initial known copy	
1	10/31/2019	Matched new National template, updated and revised to match current procedures.	Josh Johnston Jennifer Butler

## **ARTICLE I - GENERAL INFORMATION**

1.0 The name of this organization shall be the "Oklahoma Section of the American Society of Civil Engineers" (herein after be called the "Section").

1.1 The national American Society of Civil Engineers corporation shall herein after be called the "Society".

1.2 The office of the Section shall be located at the address of the Treasurer.

1.3 The objective of the Section shall be the advancement of the science and profession of engineering, in a manner consistent with the objective of the American Society of Civil Engineers.

1.4 The mission of the Section is to protect the public health, safety, and welfare, advance Civil Engineering, encourage STEM (Science, Technology, Engineering, and Math) in Oklahoma schools, create opportunity for discussion of innovative ideas, and to deliver value to members.

1.5 The Oklahoma Section Board of Direction may amend this document in the future by a majority vote.

1.6 The Oklahoma Section of the American Society of Civil Engineers shall conform to the Bylaws of the American Society of Civil Engineers unless noted otherwise in this document.

## **ARTICLE II - MEMBERSHIP**

2.0 The membership of the Section shall be restricted to persons who are members of the American Society of Civil Engineers in good standing, of all membership grades, whose addresses, as defined in Article VII of the Constitution of the American Society of Civil Engineers, are within the boundaries of Oklahoma, provided that a member who does not subscribe to the Constitution and Bylaws of this Section or who is in arrears more than twelve months in the payment of Section dues shall not vote or hold office in this Section.

## **ARTICLE III - SEPARATION FROM MEMBERSHIP, DISCIPLINARY PROCEEDINGS**

3.0 Disciplinary proceedings shall be held by the Oklahoma Section Board of Direction. Actions including expulsion, suspension, or reinstatement may only be taken with a 75% majority vote by the Board of Direction.

## **ARTICLE IV - FEES & DUES**

4.1 The branch dues of each subscribing member shall be paid annually in advance of January 1 and shall be included with payment of national dues.

4.2 Annual dues payable by all members shall be fixed by the Board of Direction and as stated in the Society Bylaws.

4.3 Funds assigned to the Section by the Society and those received as local Section dues shall be eligible for the expenditure only for the conduct of the business affairs or other legitimate expenses of the Section; for the promotion of its technical and professional activities; and for certain prizes and awards.

4.4 Compensation for travel in connection with the official business of the Section, where such compensation is not specifically provided by the Society, shall be considered a legitimate expenditure of the Section's funds. Financial assistance to the incoming President Elect in payment of expenses incidental to his or her attendance at the Annual Meeting of the Society shall come under this provision. Compensation for travel or other unusual expenses shall be authorized by the Board of Direction.

4.5 The Treasurer shall give a summarized financial report at the Annual Officer's Meeting. When directed by the President, an audit shall be performed by an auditing committee of three subscribing members appointed by the President from among those present at the Officer's Meeting.

## **ARTICLE V - MANAGEMENT**

5.0 The Board of Direction shall be comprised of the following officers:

- Section Past President
- Section President
- Section President Elect
- Section Treasurer
- Section Secretary
- Branch President (for each branch)
- Branch Vice President (for each branch)

5.1 The Executive Committee shall be comprised of the following officers:

- Section Past President
- Section President
- Section President Elect
- Section Treasurer
- Section Secretary

- 5.2 Oklahoma is a part of Region 6.
- 5.3 Fiscal year is from October 1 to September 30.
- 5.4 Office terms shall begin at the officer's meeting during the Annual Conference.
- 5.5 An annual budget shall be adopted by the Board of Direction prior to the start of each fiscal year.
- 5.6 Section reserves shall be established based on the percentage of expendable net assets to annual expenses.

## **ARTICLE VI - OFFICERS**

6.0 The elected officers of the Section shall be the President and President Elect. The appointed officers shall be a Secretary, Treasurer, and Webmaster who hold office at the pleasure of the Board of Direction. The officers of the Section shall perform all duties required by law and by the Society's governing documents and those duties incident to the office or as may be assigned. Such duties may include, but are not limited to preparation for, attendance at, and participation in meetings of the Board of Direction, Executive Committee, and other official assignments.

### 6.0.1 President

#### 6.0.1.1 Qualifications

Candidates for President shall be voting members, and a professional engineer in good standing and shall have had prior service on the Board of Direction.

The President shall previously have served as President Elect.

#### 6.0.1.2 Term

The President shall serve a one-year term. The President shall assume the office immediately following the conclusion of a term as President Elect. After serving one full term, the President shall be ineligible for re-election to the same office.

The President shall serve as Past President in the term immediately following the President term.

#### 6.0.1.3 Vacancy

A vacancy in the office of President shall be filled for the unexpired portion of the term by a qualified member of the Board of Direction as determined by the Board of Direction at the time of the vacancy.

#### 6.0.1.4 Compensation

The President shall not receive compensation for services but may be reimbursed for expenses.

#### 6.0.1.5 Duties

The President shall:

- Preside at business meetings of the Section and chair and attend all meetings of the Board of Direction and the Executive Committee.
- Coordinate with other officers or committees to ensure duties are performed.
- Chair meetings and make announcements.
- Select chairmen for committees and oversee all committees.
- Emcee at the Annual Conference.

#### 6.0.2 President Elect

##### 6.0.2.1 Qualifications

Nominees for President Elect shall be voting members, and a professional engineer in good standing and shall have had prior service on the Board of Direction or Executive Committee.

##### 6.0.2.2 Term

The President Elect shall serve a one-year term. After serving one full term, the President Elect shall be ineligible for re-election to the same office.

The President Elect shall serve as President in the term immediately following the President Elect term.

##### 6.0.2.3 Vacancy

A vacancy in the office of President Elect shall be filled for the unexpired portion of the term by a qualified member of the Board of Direction as determined by the Board of Direction at the time of the vacancy.

##### 6.0.2.4 Compensation

The President Elect shall not receive compensation for services but may be reimbursed for expenses.

##### 6.0.2.5 Duties

The President Elect shall:

- Act in place of the President when the President is unavailable.
- Serve as vice-chair and attend all meetings of the Board of Direction and the Executive Committee.
- Arrange for speakers as necessary.
- Emcee at the Annual Conference.
- Assist and attend ASCE activities.

#### 6.0.3 Past President

#### 6.0.3.1 Qualifications

The Past President shall be a voting member in good standing and shall have had prior service on the Board of Direction.

The Past President shall previously have served as President.

#### 6.0.3.2 Term

The Past President shall serve a one-year term at the conclusion of a term as President.

#### 6.0.3.3 Vacancy

A vacancy in the office of Past President shall be filled for the unexpired portion of the term by the most recent available President.

#### 6.0.3.4 Compensation

The Past President shall not receive compensation for services but may be reimbursed for expenses.

#### 6.0.3.5 Duties

The Past President shall:

- Chair of the Board of Direction nominating committee.
- Attend all Board of Direction meetings.

#### 6.0.4 Secretary

##### 6.0.4.1 Qualifications

Appointees shall be voting members in good standing.

##### 6.0.4.2 Term

The Secretary shall serve a two-year term. The Secretary is eligible for reappointment by the Board of Direction in a regular or special meeting.

##### 6.0.4.3 Vacancy

A vacancy in the office of Secretary shall be filled for the unexpired portion of the term by action of the Board of Direction.

##### 6.0.4.4 Compensation

The Secretary shall not receive compensation for services but may be reimbursed for expenses.

##### 6.0.4.5 Duties

The Secretary shall:

- Serve as Secretary at all meetings of the Board of Direction and Executive Committee.
- Arrange meeting locations.
- Coordinate and obtain contracts with restaurant/catering.
- Collect money and provide receipts at the door as applicable along side Treasurer.

- Supply name tags, pens, and receipt book at the door as applicable.
- Record and distribute meeting minutes.

## 6.0.5 Treasurer

### 6.0.5.1 Qualifications

Appointees shall be voting members in good standing and have had prior service on the Board of Direction.

### 6.0.5.2 Term

The Treasurer shall serve a two-year term. The Treasurer is eligible for reappointment by the Board of Direction in a regular or special meeting.

### 6.0.5.3 Vacancy

A vacancy in the office of Treasurer shall be filled for the unexpired portion of the term by action of the Board of Direction.

### 6.0.5.4 Compensation

The Treasurer shall not receive compensation for services but may be reimbursed for expenses.

### 6.0.5.5 Duties

The Treasurer shall:

- Monitor the general and trust funds of the society.
- Manage and monitor the scholarship fund.
- Collect money and provide receipts at the door as applicable along side Secretary.
- Oversee all transactions in securities.
- Collect funds.
- Deposit funds.
- Balance the checkbook.
- Provide an annual financial report to the Board of Direction.
- Attend all meetings of the Board of Direction, the Executive Committee and audit committee.
- Purchase supplies as applicable.
- Purchase gifts for speakers.

## 6.0.6 Webmaster

### 6.0.6.1 Qualifications

Appointees shall be voting members in good standing. The Webmaster may also serve this role while serving as Secretary or Treasurer.

### 6.0.6.2 Term

The Webmaster shall serve a minimum of a two-year term. The Webmaster is eligible for reappointment by the Board of Direction in a regular or special meeting.

#### 6.0.6.3 Vacancy

A vacancy in the office of Webmaster shall be filled for the unexpired portion of the term by action of the Board of Direction.

#### 6.0.6.4 Compensation

The Webmaster may receive compensation for services and may be reimbursed for expenses.

#### 6.0.6.5 Duties

The Webmaster shall:

- Monitor the website.
- Provide general upkeep to the website.
- Improve the website at the request of the Board of Direction.
- Provide upkeep on files relating to the Section.
- Handle software as necessary.

#### 6.0.7 Board of Direction Members

##### 6.0.7.1 Qualifications

Each Board of Direction member shall be a voting member in good standing.

##### 6.0.7.2 Term

Term shall be determined based on current officer role.

##### 6.0.7.3 Vacancy

A vacancy shall be filled for the unexpired portion of the term by action of the Board of Direction.

##### 6.0.7.4 Compensation

Each Board of Direction member shall not receive compensation for services but may be reimbursed for expenses.

#### 6.1 Removal from Office

The incapacitation of any officer, director, region governor, branch officer, etc. or neglect in the performance of the duties of the office may be grounds for removal from office by the Board of Direction.

## **ARTICLE VII - ELECTIONS**

7.0 The Section will follow Article 7 in the Society Bylaws except when specifically noted below.

7.1 The roles of President Elect, President, and Past President shall be in succession for a 3-year rotation.

7.2 The offices of the Secretary and the Treasurer shall each be for two years, alternating the years in which appointed.

7.3 A nominating committee of three subscribing members shall be appointed by the President not less than sixty days prior to the Annual Membership Meeting. The Nominating Committee shall include and be chaired by the Past President and instructed to submit to the Secretary, within thirty days, one nominee for each of the offices of the President-Elect, and on odd number years, the Secretary and on even numbered years, the Treasurer. The officers of the Branches shall be elected at the preceding Branch meeting.

7.4 All the nominees shall have given their consent to the nomination prior to the Annual Membership Meeting. The names of these nominees shall be communicated to the membership of the Section on the notice of the Annual Membership Meeting and these nominees, together with any other candidates who may be placed in nomination at the Annual Membership Meeting, shall be voted on at this meeting. Those candidates receiving a majority of the votes of the subscribing members present shall be elected to office for the ensuing term.

## **ARTICLE VIII - MEETINGS**

### 8.0 Business Meetings

#### 8.0.1 Annual Membership Meeting

The Section shall convene at least one business meeting annually, termed the Annual Membership Meeting.

##### 8.0.1.1 Date

The Annual Membership Meeting shall be convened in conjunction with the Annual Conference, which is conducted in October or as near thereto as practical. The time and place of the Annual Meeting will be designated by the Board of Directors. The program for the Annual Conference shall be arranged by a committee appointed by the President. This committee will be chaired by the President Elect and shall work in conjunction with the Section and Branch Officers.

The Annual Membership Meeting will serve as the time and place to vote in new Section officers.

##### 8.0.1.2 Quorum

A quorum for the Annual Membership Meeting shall be 3 voting Section officers that are in place before the vote.

#### 8.0.2 General Business Meetings

The Section shall convene for at least one general business meeting.

##### 8.0.2.1 Requirements

Additional business meetings of the Section may be convened at such date and place as shall be determined by the Board of Direction and designated in a notice to the membership at least 30 days in advance of the meeting. One General Business Meeting, the Officer's Meeting, will be held prior to the beginning of the Section year for the purpose of Section officer rotation. At this time, the Rules of Operation will be given to all incoming officers. The incoming officers will also review and approve the proposed budget for the upcoming year. This workshop shall be held at a location determined by the incoming President.

#### 8.0.2.2 Quorum

A quorum for the meeting shall be met if a 75% majority of Section officers are present. If officers are not able to be present, Proxy votes may be assigned to other board members, or substitutes provided such assignment is in writing.

#### 8.0.3 Special Business Meetings

The Section may convene additional special business meetings.

##### 8.0.3.1 Requirements

Additional special business meetings of the Section may be convened at such date and place as shall be determined by the Board of Direction and designated in a notice to the membership at least 7 days in advance of the meeting.

A special meeting shall state the purpose of the proposed meeting.

##### 8.0.3.2 Quorum

A quorum for the meeting shall be met if a 75% majority of the officers are present.

#### 8.0.4 Board of Direction Meetings

The Section may convene Board of Direction meetings as necessary.

##### 8.0.4.1 Requirements

Board meetings of the Section may be convened at such date and place as shall be determined by the Board of Direction.

A board meeting shall state the purpose of the proposed meeting.

##### 8.0.4.2 Quorum

A quorum for the meeting shall be met if a 75% majority of the Board of Direction is present. If a Board of Direction member cannot be available, a substitute may be sent in their stead.

#### 8.0.5 Executive Committee Meetings

The Section may convene Executive Committee meetings.

##### 8.0.5.1 Requirements

Executive Committee meetings may be convened at such date and place as shall be determined by

the Executive Committee.

Executive Committee meetings shall state the purpose of the proposed meeting.

#### 8.0.5.2 Quorum

A quorum for the meeting shall be met if a 75% majority of the Executive Committee members are present.

## **ARTICLE IX - COMMITTEES, BRANCHES, STUDENT CHAPTERS**

### 9.0 Objectives and Purposes of Organizational Entities

The objective and purpose of the Section's committees shall remain consistent with those of the Society.

### 9.1 Limits of Authority of Organizational Entities

No committee shall speak for the Section unless authorized by the Board of Direction, and no actions of a committee may contravene any act, policy, or purpose of the Section. Committees may issue policy related to their specific task but must identify them as such.

### 9.2 Committees

Committees shall be organized as standing committees or task committees, either of which may form constituent committees to aid in the accomplishment of their charge.

#### 9.2.1 Standing Board Committees

Standing board committees are defined as those whose purpose is to address the responsibility of the board.

#### 9.2.2 Standing Section Committees

Standing Section committees are defined as those whose purpose is to address a responsibility of the Section. Standing Section committees, which should be appointed by the President at the beginning of each fiscal year, shall be:

1. Membership Committee
2. Program Committee
3. Attendance Committee
4. Other committees as specified by the Board of Directors

These committees shall consist of such members in good standing as the President shall designate.

The Secretary shall furnish these committees or any other, with the necessary information and data for the efficient performance of their duties.

#### 9.2.3 Standing Strategic Initiative Committees

Standing Strategic Initiative committees are defined as those whose purpose is to oversee an activity that is the direct result of a priority arising from the Section's strategic planning process.

#### 9.2.4 Task Committees:

Task Committees shall be organized and charged as needs arise to carry out a specific task and shall be discharged automatically upon completion of the task.

### 9.3 Branches

Any Section, with the approval of the Board of Governors may establish, reform, or dissolve Branches.

#### 9.3.1 Branch Creation

Branches of the Section shall be created in accordance with the following requirements.

1. Those proposing a new Branch shall demonstrate in writing how it will be of advantage to members in the area to have a Branch.
2. A petition containing a minimum of 15 signatures of Society members residing in the area shall be submitted to the Section Board of Direction.
3. A proposed Branch area shall contain a minimum potential of 30 members of the Society.
4. A proposed Branch must have distinct boundaries stated in the petition.

#### 9.3.2 Governing Documents

Branches, as a subsidiary structure of the Section do not have a constitution and are governed by the Section's constitution. Branches may create their own Bylaws but these must be approved by the Section.

Local committees as required shall be appointed by the Presidents of the Branches. These committees shall coordinate their activities with parallel committees of the Section.

It will be the duty of the Presidents of the Branches to supply the Secretary of the Section with copy of the minutes, a copy of the technical papers, and the attendance of each meeting as needed.

#### 9.3.3 Allotments

Funds of the Society may be allocated by the Board of Direction to each Branch after Section funds are received in October. Payment of these funds shall be subject to regulations established by the Board of Direction.

#### 9.3.4 Annual Reports

Each Branch shall submit, no later than November 30, an annual report of its activities and finances to their respective Region Board of Governors and the Section Secretary. Regulations governing the details required in the annual reports of Branches shall be prescribed by the Executive Committee.

#### 9.3.4.1 Failure to Submit Annual Report

Branches who do not submit their annual report by March 31 will forfeit twenty five percent (25%) of their allotment. Branches who fail to submit their annual report by May 31 will forfeit fifty percent (50%) of their allotment. Branches that fail to submit their annual report by July 31 will forfeit seventy-five percent (75%) of their allotment. Branches that fail to submit their annual report by September 30 will forfeit one hundred percent (100%) of their allotment for that year.

### 9.4 Student Chapters

#### 9.4.1 Student Conferences

Student Chapters may organize in groups based on their geographic location and mutuality of interest. Such groups are known as Student Conferences.

#### 9.4.2 Student Chapters

Student Chapters shall comprise students in civil engineering or civil engineering technology programs, may be established or dissolved on approval of the Board of Governors of their Region. The Region Board of Governors shall seek the input of the Section Board of Direction prior to taking action.

##### 9.4.2.1 Qualifications

A qualified Student Chapter in Oklahoma shall be an organization of engineering or engineering technology students in any school in Oklahoma with an engineering or engineering technology program related to Civil Engineering and leading to an engineering or engineering technology degree and have at least one (1) full-time faculty advisor who is preferably a member of the Society in good standing and agrees to serve as Faculty Advisor. Additionally, a qualified Student Chapter has the endorsement of the application by the Civil Engineering department chair or equivalent, the endorsement of the application by official action of the Section or Branch in whose jurisdiction the Student Chapter is located, and a minimum of twelve (12) undergraduate or graduate engineering or engineering technology students (in a program related to civil engineering) who carry at least a half-time program or a combination thereof.

##### 9.4.2.2 Reports

An annual report shall be submitted by each Student Chapter no later than February 1 of each year to remain in good standing. The report shall be in the format stipulated by the Society.

## **ARTICLE X - ADMINISTRATIVE PROVISIONS**

10.0 The Section shall conform to the Society Bylaws unless noted otherwise.

#### 10.0.1 Official Publications

Notices and announcements relating to Section affairs in the state of Oklahoma published on the

Oklahoma ASCE website shall be deemed to have been brought to the attention of all Oklahoma Section members.

## **ARTICLE XI - AMENDMENTS**

### **11.0 Bylaws Amendments**

The Bylaws may be amended by the Board of Direction as provided in the Constitution.

### **11.1 Rules of Policy and Procedure Amendments**

The Rules of Policy and Procedure may be amended by the Board of Direction in the following manner.

#### **11.1.1 Procedure**

The Board of Direction may, at any meeting with a quorum present, amend the Rules of Policy and Procedure by a two-thirds vote (67%) of those present (but not less than 4 members) provided a copy of such proposed amendment shall have been sent to each member of the Board of Direction at least thirty (30) days in advance of the meeting at which action thereon is to be taken.

#### **11.1.2 Urgency**

With the exception of the Rules of Policy and Procedure and Article IV Fees and Dues, if the Board of Direction determines by a three-fourths vote (75%) of those present and voting that an amendment is urgent, the Board of Direction may amend the Rules of Policy and Procedure by a two-thirds vote (67%) of those present and voting without thirty (30) days advance notice provided the exact content of the amendment has been provided to each member of the board of direction present prior to the vote.

#### **11.1.3 Amendments to the Constitution**

The Constitution may be amended only by affirmative vote taken by letter ballot of not less than two-thirds of the subscribing members voting, provided the total number of ballots cast shall not be less than a majority of the subscribing members and provided that such amendment shall have previously received the approval of the Board of Directors of the American Society of Civil Engineers.