

BY-LAWS OF THE STATE AGENCIES SECTION
STATE ENGINEERING ASSOCIATION

ARTICLE 1 Name.

This organization shall be known as the State Agencies Section of the State Engineering Association.

ARTICLE 2 Location.

The principle place of business of this section shall be Madison , Wisconsin.

ARTICLE 3 Objectives.

The objectives of the State Agencies Section shall be:

- a) To unite into one organization all Engineers, Architects, and Technicians eligible for Membership.
- b) To secure improved wages, hours, working conditions, and other economic advantages through organization.
- c) To engage in legislative, political, fraternal, civic, and community activities which further the interests of this organization and its membership, directly, or indirectly.
- d) To carry out the objectives of the State Engineering Association as a Section thereof, and its duties as such a Section.
- e) To prevent unnecessary conflicts or serious misunderstandings between the membership and their employer and other labor organizations, which will further encourage cooperation and fair dealing with the employer, and other labor organizations.

ARTICLE 4 Membership.

Eligibility to membership in this Section shall be set forth in the Association Constitution and By-laws.

ARTICLE 5 Officers

- a) The executive officers of this Section shall consist of a President, Vice-President, Secretary-Treasurer, and not less than two (2) Trustees. These officers shall constitute the Executive Board of this Section.
- b) Eligibility to hold office shall be governed by the provisions of the Association Constitution and its By-laws.

ARTICLE 6 Powers and Duties of Officers

Section 1. President

- a) It shall be the duty of the President to preside at meetings of the Section and of the Section Executive Board; to preserve order therein; and to enforce the Association Constitution, and its By-laws, these By-laws and the rules of order adopted by this Section; to see that all officers perform their respective duties; and to appoint many committees he deems necessary.
- b) He shall perform all duties incident to the office of President and such other duties as may be directed by the Section Executive Board or other Section membership from time to time.
- c) The President shall decide all questions of order. Subject to appeal of the membership; shall cast the deciding vote when a tie occurs on any question; shall announce the result of all votes; shall have the power to call a special meeting when he deems it necessary or when requested in writing by 25% of the Section membership.

Section 2. Vice President

- (a) It shall be the duty of the Vice President to act as President and perform all the duties of that Office in the absence of the President. He shall also perform such other duties as may be delegated to him by the President.

Section 3. Secretary-Treasurer.

- a) It shall be the duty of the Secretary-Treasurer to attend meetings of the Sections and of the section Executive Board, and to take minutes of those proceedings, which need not be verbatim. In the absence of the Secretary-Treasurer, the President shall appoint a member to take minutes of the meeting.
- b) The Secretary-Treasurer shall give sufficient notice of all meetings in the Section and of all Section Executive Board meetings required to be given by the Association Constitution and By-laws, and by these by-laws.
- c) The Secretary-Treasurer shall comply with the directives of the Association By-laws' Article 9 Sections 3, 4, and 5.
- d) The Secretary- Treasurer shall make a report at each general membership meeting, and at such special and Executive Board meetings as the Section Executive Board may require, giving the financial, and membership standing of the section.; and shall keep records, vouchers, work sheets, books and accounts, and resolutions to verify the correctness of any such report.

Section 4 Trustees.

- a) It shall be the annual duty of the Trustees to audit the books of the Section annually, to sign the books if they find them correct and the bank balance verified with the balances on the books ; to send a copy of the audit to the Association Treasurer annually and to furnish such information to the Association Treasurer as may be requested by him pertaining to finances and payments.
- b) The Trustee shall, subject to the approval of the Section Executive Board, represent the members in promoting harmony and goodwill in the interpretation of work rules, including the initiation of employment grievances when deemed necessary.

Section 5. Immediate Past President

- a) The Immediate Past President serves as an advisor to the President and the Board of Directors

ARTICLE 7 Meetings.

- a) A general meeting of the membership shall be held semi-annually, with the annual election of officers at the fall meeting, at such place as designated by the Section Executive Board. The Section Executive Board shall have the power to change general meeting dates and to call joint meetings with other sections.
- b) Special meetings of the Section may be called at any time by the President or the Secretary-Treasurer, and then only for the transaction of such business as is designated in the call.
- c) A quorum at a general or special meeting shall consist of 10% of the members.
- c) The business of special meetings or the Section may also be transacted by secret ballot via U.S. mail as designated by, and in accordance with rules established by the Section Executive Board
- d) Two weeks notice shall be given to members for all general meetings.

ARTICLE 8 Powers and Duties of the Section Executive Board

Section 1 Executive Board Meetings

- a) The executive Board shall hold an organizational meeting within fifteen (15) days of the installation of officers.

- b) Regular meetings of the Executive Board shall be held at such times and places as the board may prescribe.
- c) Special meetings of the Executive Board for any purpose or purposes may be called by the President or Secretary-Treasurer. Calls for such special meetings shall specify the time and place of the meeting.
- d) Notice of special meetings and waivers of special meeting notice shall be as directed by the Executive Board.
- e) A simple majority of the members of the Executive Board shall constitute a quorum for the transaction of business at regular and special meetings of the Board.
- f) Each member of the Executive Board shall have one vote.

Section 2. Duties of the Executive Board.

- a) The Executive Board shall be subject to the limitations of the Association Constitution and its By-laws, these By-laws, and the laws of the State of Wisconsin.
- b) Funds allocated to this Section may be expended only for carrying out the objectives of the Association. The Executive Board shall maintain full authority and responsibility for the prudent expenditure of funds within the Section.
- c) The funds of this Section shall be deposited in an account under the name of the State Engineering Association, State Agencies Section. Such account will be kept within a banking institution located within the principal place of business of this Section.
- d) All Section powers shall be exercised by or under the authority of , and the business and affairs of the Section shall be controlled by the Executive Board.
- e) When a quorum is not present at a general membership meeting the actions of the Executive Board shall be binding.

ARTICLE 9 Officers - Elections and Terms of Office

- a) The President, Vice-President, Secretary-Treasurer and a minimum of two Trustees shall be elected bi-annually from the Section membership.
- b) The qualifications, nominations, election, term of office, and method of filling vacancies for officers shall be as directed for Association Officers in the Association Constitution and By-Laws, except the provisions of Article 7, Section 4b of the Association By-Laws may be modified to suit the Section membership.
- c) The President and Secretary-Treasurer shall be elected in odd numbered years and the Vice President and two Trustees in even numbered years. Additional Trustees shall be elected in odd numbered years.
- d) Election to fill a vacancy can be held at next general or special meeting.
- e) Immediate Past President

ARTICLE 10 Affirmation of Unity.

- a) The State Agencies Section acknowledges that the Constitution and By-laws of the

State Engineering Association super cedes any provision of these By-laws herewith or hereinafter adopted which may be inconsistent with such Association Constitution By-laws.

- b) The State Agencies Section hereby adopts as its own Constitution and By-laws the Association Constitution and By-laws, and incorporates herein by reference, as Though fully set forth herein, all such provisions of said Constitution and By-laws, as they may be interpreted, modified, or amended from time to time, which are applicable to Section matters and affairs, and shall perform all the duties imposed upon a Section by said Constitution and By-laws.
- c) Neither this Section, nor any of its officers, has the power to make any contract or agreement, or to incur any other liability which shall be binding upon the Association unless the written consent of the Association Board of Directors has been first obtained authorizing such action.
- d) Neither this Section, nor any of its officers, has been authorized or empowered to act as an agent for the Association and shall not be deemed an agent for such body unless expressly authorized in writing by the Association Board of Directors to act in that capacity.

ARTICLE 11 Parliamentary Law

In all questions involving parliamentary procedure, including election procedures, not covered by these By-laws or established by the Section Executive Board, Robert's Rules of Order (revised) shall be the governing authority.

ARTICLE 12 Saving Clauses.

- a) If any provision of these By-laws shall be declared invalid or inoperative, the Association Board of Directors shall have the authority to suspend the operations of such provision during the period of its invalidity and to substitute in its place and stead a provision which will meet the objections to its validity and which will be in accord with the intent and purpose of the invalid provision.
- b) If any article or section of these By-laws should be held invalid by operation of law, the remainder of these By-laws or the application of such article or section to persons or circumstances other than those to which it has been held invalid, shall not be affected thereby.

STATE ENGINEERING ASSOCIATION
STATEMENT OF POLICY - 7

Subject: Association Officer, Section Representative and Standing Committee Member Compensation

WHEREAS the Association recognizes that Association Officers, Section Representatives, and Standing Committee Members devote many personal hours for the members of the Association; and

WHEREAS the allocation of funds to Association Officers, Section Representatives, and Standing Committee Members is a proper function of the Association Board of Directors as provided in the Association By-laws: BE IT THEREFORE

RESOLVED that the Association Treasurer is hereby directed to provide Association Officers, Section Representatives, and Standing Committee Members funds as herein after specified.

- 1) A monthly stipend of \$400.00 shall be paid to the Association President and a monthly stipend of \$400.00 shall be paid to the Association Treasurer. Such stipend shall be paid within 15 days of the beginning of the month to the person who is in office at the first of the month.#
- 2) A monthly stipend equal to \$300.00 shall be paid to the Association Vice President, Association Second Vice President and Association Secretary. Such stipend shall be paid within 15 days of the beginning of the month to the person who is in office at the first of the month. #
- 3) A stipend equal to \$150.00 shall be paid to the Section Representative attending any meeting of the Board of Directors as defined in Article 4 of the By-laws. Such stipend shall be paid at the meeting attended. ##
- 4) The chairperson or member of a SEA Standing Committee who is not a Board Member, but who attends a regular monthly Board Meeting to present a committee report, shall be paid a stipend of \$100.00 plus expenses. ##
- 5) The first stipend shall be issued after June 1, 1982.
- 6) The Chairperson (Compensation, Retirement and DFTF), who is not a Board Member, but who attends a monthly meeting to present a committee report, shall be paid a stipend of \$300.00/month + expenses.

ACCEPTED AS STATEMENT OF POLICY
EFFECTIVE MARCH 6, 1982 BY BOARD
OF DIRECTORS

Amended October 6, 1984
Amended August 18, 1990
Amended July 11, 1992
Amended March 13, 1994 (Number 4)

Approved January 24, 1998 (to be implemented after the
1998 SEA Statewide Officer Elections).
Approved January 24, 1998 and effective as of
January 24, 1998