

Bylaws of the IEEE Electrotechnology Consultants Network of Kansas City

A Professional Organization operating under the Kansas City Section of the Institute of Electrical and Electronics Engineers, Inc.

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Article I - Name And Affiliation

Section I - Name

The name of this organization shall be the IEEE Electrotechnology Consultants Network of Kansas City, hereinafter referred to as the Network.

Section 2 - Affiliation

The Network is an unincorporated, nonprofit organization, located in the Kansas City metropolitan area. It is affiliated with the Kansas City Section of the Institute of Electrical and Electronics Engineers (IEEE) and the Alliance of IEEE Consultants Networks (AICN) under the IEEE United States Activities Board.

Article II - Objectives

The objectives of the Network shall be

- To promote the business activities of its members in the course of providing professional and technical consulting services to the public;
- To provide professional development through technical and management presentations, tutorials, and special seminars and workshops on subjects of interest to members;
- To promote its members and the consulting services offered by each;
- To provide a networking forum for personal interaction through meetings, social functions and other events.

Article III- Members

Section 1 - Membership Requirements

- a. A person seeking membership in Network shall be either a full member of IEEE or an affiliate member who is a member of one of the Societies of IEEE.
- b. An individual who is not a member or employee of a multi-person consulting firm must be officially established in business with all business licenses required by local and state governments.
- c. A person seeking membership in Network shall submit payment of the Membership Services Fee to cover costs of baseline services that have been established by the membership.

- d. Memberships shall be in the names of individuals, not in the names of or as the representatives of companies or other organizations; however, the names of companies and other organizations and contacts within the same may be maintained on mailing lists and in data bases as non-members, as deemed appropriate.
- e. Residence in the area served by the IEEE Kansas City Section or professional practice in the area served by the IEEE Kansas City Section shall not be a requirement for membership.

Section 2 - Application for Membership

Any person desiring membership shall make written application to the Secretary, accompanied by the appropriate fees that may apply. The Executive Committee shall examine each application and qualifying data thereon to determine the acceptance of the applicant. Should any dispute arise between the Executive Committee and the applicant concerning the membership qualifications or fees payable, the Executive Committee may, at its discretion, return the application to the applicant along with the fees paid.

Section 3 - Member Privileges

A member of the Network shall be accorded membership privileges, including but not limited to listing in any Network directory, holding office, attending meetings of the Executive Committee, voting at any business meetings, and voting by proxy on the election of Officers and adoption of Bylaw Amendments.

Section 4 - Membership Status

- a. Member in Good Standing Status. Any member whose service fees have been paid in full and has not had membership privileges revoked or curtailed for cause shall be considered an Member in Good Standing.
- b. Member in Arrears Status. Any member whose service fees are found to be in arrears shall be placed on Member in Arrears status, and shall be denied all membership privileges and services until the fees are paid in full. Fees are in arrears whenever any fee payment is past due. If the deficiency in fees is not made up within a three month period, the Member in Arrears shall be dropped from the membership.

Section 5 - Loss of Standing

The Executive Committee shall have the authority to examine the credentials and standing of any member at any time and adjust the membership status accordingly. The Executive Committee may act to remove any member in arrears from the membership roles provided a reasonable attempt has been made to inform the member of the pending action.

Section 6 - Membership Service Fees and Initiation Fees

Membership service fees and initiation fees shall be established by the Executive Committee at a level sufficient to cover the costs of operating the Network, and are subject to approval by the membership at any business meeting, provided that at least 15 days notice of intent to establish the level of fees is given. The Executive Committee shall also establish the membership period and the schedule for payment of fees and any grace periods to be allowed.

Section 7 - Code of Conduct

All members agree to be bound by the Code of Ethics published by the IEEE. A copy of this code shall be made available to every member.

Article 1V- Executive Committee and Officers

Section 1 - Composition

The management of the Network shall be vested in its officers and an Executive Committee consisting of:

1. Elected members,
2. The past Chair and
3. Appointed members.

Section 2- Officers

- a. Officers and Term. The Officers of the Network shall be a Chair, a Vice Chair/Treasurer, and Secretary who shall perform the duties prescribed by these bylaws and by the parliamentary procedure adopted by the Network. The terms of elected Officers shall be one (1) year. An election shall be held annually at the Annual Business Meeting. All terms of office expire at the close of the meeting at which successors are elected. No member shall hold more than one office at a time and no member shall hold the office of Chair for more than two consecutive full terms.

- b. Vacancies. If any Officer should resign prior to the expiration of the term of office, the Executive Committee shall appoint a new Officer to fill the unexpired term, except that if the Chair should resign, the Vice Chair/Treasurer, if designated, shall become Chair and the office of Vice Chair/Treasurer shall be filled by appointment of the Executive Committee.

Section 3 - Executive Committee

The Executive Committee shall consist of four voting members: the three elected Officers and the Past-Chair; and appointed nonvoting members including but not limited to any Committee Chairs, such as a Membership Chair, Business Development Chair, Professional Development Chair, an IEEE Coordinator, and Political/Legal Affairs Chair. The current elected Chair of the Network shall be the Chair of the Executive Committee for his term. A quorum shall be considered three of the four voting members.

Section 4 - Duties Of Officers And Executive Committee

The duties and powers of each Officer and the Executive Committee shall be as follows:

- a. Chair. To schedule all Executive Committee and Business meetings of the Network. To preside or designate another to preside at all meetings of the Network; To recommend the committee chairs as needed to carry on the work of the Network; To represent or designate a representative for the Network at appropriate events where the Network presence is desired.
- b. Vice Chair/Treasurer. To represent the Network in the absence of the Chair or a designated representative; To head up special projects of the Network at the direction of the Executive Committee. To maintain the checking account and accounting books of the Network; To recommend the annual budget of the Network to the Executive Committee; To collect all moneys due to the Network; To pay all authorized bills and expenses of the Network; To report the financial status of the Network at each Executive Committee meeting; To report any changes of member status.
- c. Secretary. To handle the external correspondence of the Network; To provide minutes of each business meeting; To record and maintain the book of records of the Network; To maintain a roster of members of the Network; To enroll new members and provide each with a copy of these bylaws and the code of ethics of the IEEE.

- d. Executive Committee. To make the standing rules for the Network; To approve the minutes of all business meetings; To establish service and initiation fees; subject to the approval of the membership, sufficient to cover the ordinary expenses of administering the Network; To enroll new members; To approve the annual budget; To approve the committee chairs.

Article V- Nominations and Elections

Section 1 - Nominations

Nominations for Officers shall be made by the nominating committee, with additional nominations received from the floor. Each person nominated shall be a Member in Good Standing. By acceptance of the nomination, the candidate declares to be able and willing to serve, if elected.

Section 2 - Nominating Committee

A nominating committee shall be appointed by the Chair. The Nominating Committee shall meet as needed in order to consider candidates for the offices to present to the membership at a nominating meeting prior to the Annual Business Meeting (or Special Business meeting, if applicable.) The Nominating Committee shall nominate as many candidates as it shall deem appropriate, which may be more or less than the number of vacancies. Additional nominations of qualified members may be made by any member at that nominating meeting for inclusion on the ballot.

Section 3 - Elections

Regular elections shall be held at the Annual Business Meeting and, if deemed necessary by the Executive Committee, at any Special Business meeting provided that due notice of a special election is given in the meeting notice. All elections are by written ballot. The Executive Committee shall designate an individual to collect and vote proxy ballots from those who cannot attend the meeting. A majority vote of the ballots cast shall be required in order to elect each candidate. If no candidate has a majority of votes for any office, another ballot must be taken from the members attending the meeting. All members elected shall assume office at the close of the meeting at which they were elected and shall remain in office until their successors are elected.

Article VI- Meetings

Section 1 - General Meetings

General meetings of the Network shall be established by the Executive Committee as needed at which the normal functions and purposes of the Network shall be executed. No business shall be conducted at any general meeting unless that meeting is also called as a Business Meeting and due notice is given of the business to be considered, as required in these bylaws.

Section 2 - Annual Business Meeting

The last meeting of the calendar year shall be called by the Executive Committee as the Annual Business Meeting of the Network at which officers shall be elected and all business matters properly belonging to the membership shall be considered. The Annual Business Meeting shall be called in either of the months of November or December, if practical, at the discretion of the Executive Committee. At least 30 days notice of the date and place of the meeting and all business items requiring advance notice shall be given to all members.

Section 3 - Special Business Meetings

The Executive Committee shall call a Special Business Meeting whenever business must be considered that should not wait for the next Annual Business Meeting, provided that at least 15 days notice is given to all members, including notice of the nature and scope of the business to be considered.

Section 4 - Quorum

Attendance at any business meeting of 20 percent of the members entitled to vote shall constitute a quorum.

Article VII- Committees

The Executive Committee shall appoint standing and special committees as needed to carry on the work of the Network. The Chair shall be an Ex-officio member of all committees.

Article VIII- Parliamentary Procedure

The current edition of Robert's Rules of Order, Newly Revised shall be used as a guide for conducting meetings of the Network.

Article IX- Amendments

These bylaws may be amended by a two-thirds (2/3) vote of the membership.

Article X- Dissolution

Upon dissolution of the Network, the Executive Committee shall, after payment of all liabilities of the Network, transfer all remaining assets to the IEEE Kansas City Section.

Adopted: This _____ day of _____, 1997

I hereby certify that this copy of the Bylaws conforms to the original as adopted:

Secretary,