

**BYLAWS OF THE
LINCOLN CHAPTER
PENNSYLVANIA SOCIETY OF PROFESSIONAL ENGINEERS**

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LINCOLN CHAPTER
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The first edition was adopted by the Chapter January 11, 1947

PREAMBLE

WHEREAS, certain Professional Engineers residing in the counties of ADAMS, YORK, and LANCASTER in the Commonwealth of Pennsylvania, who have been duly registered according to law by the State Registration Board for Professional Engineers, Land Surveyors and Geologists of the Commonwealth of Pennsylvania, have applied for a Chapter giving authority to organize a local Chapter of the Pennsylvania Society of Professional Engineers, and

WHEREAS, the aforesaid Charter giving authority to so organize has been granted by the Board of Directors of the Pennsylvania Society of Professional Engineers, under date of January 11, 1947,

THEREFORE, recognizing that service to the public and to the profession is a fundamental obligation of the professional engineer, the LINCOLN Chapter of the Pennsylvania Society of Professional Engineers does hereby dedicate itself to the promotion and protection of the profession of engineering as a social and economic influence vital to the welfare of the community, the Commonwealth of Pennsylvania, the United States of America and all mankind, and

THEREFORE, in accordance with the aforesaid Chapter, the LINCOLN Chapter of the Pennsylvania Society of Professional Engineers does hereby adopt these Bylaws of operation.

BYLAW 1 – NAME

SECTION 1. The name of this organization shall be the LINCOLN Chapter of the Pennsylvania Society of Professional Engineers, hereinafter called the Chapter.

SECTION 2. The Chapter shall be a member Chapter of the Pennsylvania Society of Professional Engineers which is incorporated as a nonprofit organization under the laws of the Commonwealth of Pennsylvania, hereinafter called the State Society or PSPE.

SECTION 3. The State Society and its chapters are members of the National Society of Professional Engineers, a national organization of like aims and purposes, hereinafter called the National Society or NSPE.

SECTION 4. The Chapter subscribes to and supports the State Society "CONSTITUTION AND BYLAWS" and the Code of Ethics of the State Society and the National Society.

BYLAW 2 - OBJECTIVES

SECTION 1. The objectives of the Chapter shall be in harmony with and support of those objectives of the State Society and the National Society and include, but are not limited to, the following:

- a. Advance and promote the public welfare.
- b. Advance the professional, social, and economic interests of the profession.
- c. Strive throughout the profession to make licensure a more meaningful acknowledgment of individual achievement reflected by education and practice, and encourage all qualified engineers to seek the legal status of registration (licensure).
- d. Endeavor to unite engineers in the Chapter area into one organization.
- e. Stimulate and develop professional concepts among all engineers.
- f. Advance self-education and self-improvement, and motivate practicing engineers to upgrade and expand their competence through continuing study in accordance with current Pennsylvania laws and registration board regulations.
- g. Develop civic consciousness in members of the engineering profession, and serve the public good by support of and cooperation with local and other public officials.
- h. Represent the engineering profession in civic matters of interest to the Chapter and the profession.
- i. Promote high standards of engineering education.
- j. Cultivate public appreciation for the work of the engineer through improved public relations.

- k. Provide a forum for effective exchange and advancement of knowledge of matters of concern to the profession.
- l. Assist well-qualified and properly-motivated-young people in obtaining reliable information concerning the profession of engineering.
- m. Establish and preserve high standards of ethical conduct and practice by members of the profession.

SECTION 2. These objectives are to be accomplished by encouraging members to: confer and make suggestions regarding matters of policy; cooperate with other chapters, local engineering societies, and civic associations in matters of common interest and public concern; initiate studies of local engineering problems; and foster closer personal acquaintance and a spirit of cooperation amongst engineers and between the engineers and the local community.

BYLAW 3 - JURISDICTION

SECTION 1. The jurisdiction of this Chapter shall extend over and embrace the counties of ADAMS, YORK, and LANCASTER in the Commonwealth of Pennsylvania assigned to it by the State Society, and over such non-resident members as may be from time to time assigned to the Chapter or who may prefer to belong to it.

BYLAW 4 - MEMBERSHIP

SECTION 1. Criteria for membership shall be prescribed by the "CONSTITUTION AND BYLAWS" of the State Society.

BYLAW 5 - DISCIPLINE

SECTION 1. Charges or complaints of alleged violations of the Code of Ethics or of laws and regulations governing the profession may be filed in writing by anyone having factual knowledge of the matters; charges concerning the Bylaws shall be filed by a member in good standing. Each member is responsible to render written reports of factual knowledge of alleged violations of the Code of Ethics. All charges must be filed with the Secretary of the State Society or the Chapter or with the Chair of the Ethical Practices Committee of the State Society or the Chapter.

SECTION 2. An initial informal investigation of alleged violations should be made by the Ethical Practices Committee of the Chapter. When such informal investigation indicates that a formal investigation is warranted, the matter shall be promptly directed to the attention of the State Society President for appropriate action.

BYLAW 6 - AFFILIATED GROUPS

SECTION 1. A Chapter Auxiliary may be established with approval of the Chapter Board of Directors. The purposes of an Auxiliary shall be to assist in promoting the best interests of the professional engineer and the Society. The Auxiliary shall be responsible to the Chapter for its policies including ratification of Operating Rules and Procedures.

BYLAW 7 - FISCAL AND ADMINISTRATIVE YEARS

SECTION 1. The fiscal year of the Chapter shall be from June 1 to May 31.

SECTION 2. The administrative year of the Chapter shall be from June 1 to May 31.

BYLAW 8 – DUES AND ASSESSMENTS

SECTION 1. The annual Chapter dues shall be as determined by the Chapter's Board of Directors. Dues shall be in addition to those of the State and National Societies and shall include subscription to the Chapter publication.

SECTION 2. The Chapter's portion of the dues collected by the collecting agents will be returned to the Chapter Treasurer.

SECTION 3. The schedule and conditions for dues payment, delinquency, dropping from membership, reinstatement to membership, and full or partial waiver of dues shall be as prescribed by the "CONSTITUTION AND BYLAWS" of the State Society.

SECTION 4. Assessments may be authorized only by vote of the membership. Assessments will only be considered upon a majority vote of the Board or upon petition by 15 Chapter members. Authorization requires a three-fourths vote of Chapter members present at a Chapter meeting, called after approval by the Board, with notice of proposed action being presented at the designated prior meeting and written notice of the intent published in the Chapter's official publication.

BYLAW 9 – BOARD OF DIRECTORS

SECTION 1. The Chapter shall be administered by a Board of Directors, hereinafter called the Board, which shall consist of the two most recent living Past-Presidents holding current membership in the Chapter, the officers of the Chapter, Chapter Directors, State Director and Alternate State Director. A majority of members of the Board shall constitute a quorum. An affirmative vote of a majority of the Board members present at any regular or duly called meeting shall be required to pass any motion consistent with this or any other provisions of the Chapter Bylaws unless otherwise provided in these Bylaws. No person shall be nominated, elected, or allowed to serve on the Board unless he or she holds current membership in good standing in the Chapter, State Society, and National Society. Voting shall be limited to one vote per Board member regardless of the number of Board positions any one member may hold.

SECTION 2. The Board shall have full authority to carry on the business of the Chapter. It shall be responsible for the direction and general supervision of all matters pertaining to the Chapter. It shall adopt and monitor a budget and cause the accounts of the Treasurer to be audited not less than once a year.

SECTION 3. The Board shall provide for and superintend the publication and distribution of all proceedings or transactions of the Chapter and shall appoint an editor and publish an official periodical for the Chapter.

SECTION 4. The Board shall be empowered to invest and reinvest such funds as may be available for the creation of specified reserve funds. A two-thirds vote of the total Board shall be required to authorize any expenditures from this fund which are other than for investment and reinvestment.

SECTION 5. The State Director or the Alternate State Director attends the meetings of the State Society for the purpose of officially participating in the business of the Society to improve communications between the Chapter membership and the Society.

SECTION 6. The Board shall hold at least six regularly scheduled meetings annually, one of which is to be within 60 days of the start of the administrative year. It shall hold special meetings at the call of the President or by request of at least three other members of the Board.

SECTION 7. A notice of any special meeting of the Board shall be mailed to reach each member of the Board, or each member of the Board shall otherwise be notified, at least five days prior to the scheduled date thereof. An agenda and copy of each report and resolution, or other notification or action to be considered at such meeting, shall accompany the notice of the meeting and no other matters shall be considered at such meeting.

BYLAW 10 –BALLOTS OF THE BOARD

SECTION 1. The President may at any time direct the Recording Secretary to submit any question to the members of the Board by means of an electronic or letter ballot; or by means of a telephone or video conference call.

SECTION 2. Upon direction of the majority of the members of the Board present at any meeting, where less than all members of the Board are present, the Recording Secretary shall submit any question to the members of the Board by means of ballot or by means of a telephone or video conference call.

SECTION 3. A majority of all votes received within 15 days of the sending of the ballots shall decide the question, provided votes are received from at least two-thirds of the total membership of the Board.

SECTION 4. The Recording Secretary shall record, as a part of the minutes of the Board meeting immediately following the date of the close of the balloting question, the date of the mailing and return date of the ballots and the names and votes of all Board members.

BYLAW 11 – OFFICERS

SECTION 1. The Chapter shall have as officers, a President, a President-Elect, a First Vice President and a Second Vice President, an Administrative Secretary-Treasurer, a Recording Secretary, a State Director, an Alternate State Director, and six Chapter Directors.

SECTION 2. President – The President shall have the following duties:

- a. Preside at the meetings of the Chapter and the Board of Directors.
- b. Be ex officio, a member of all committees.
- c. Appoint the chair and members of all committees.
- d. Have general direction of the business of the Chapter.

SECTION 3. President-Elect – The President-Elect, who shall have previously served as an Officer or Director, shall be elected annually and shall have the following duties:

- a. Shall act for the President in the President's absence or when the President is unable to perform the duties of the office, as determined by the Board.

- b. Shall undertake assignments at the request of the President or the Board of Directors.
- c. Prepare programs for the next administrative year.
- d. Shall assume the office of President upon the completion of the term of office as President-Elect and serve as President for one year.

SECTION 4. Vice Presidents – The First Vice President, who shall have served previously as an Officer or Director, shall be elected annually and shall act for the President and President-Elect in their absence or, in case of the inability of the President and President-Elect to perform the duties of the President, as determined by the Board, it shall be the duty of First Vice President to act. The First Vice President shall Chair the Program and Audit Committees. The Second Vice President shall be elected annually and Chair the Membership Committee.

SECTION 5. Recording Secretary – The Recording Secretary shall be elected annually and shall perform such duties as are required by law or as assigned by the Board. The Recording Secretary shall prepare a written record of the proceedings of the Board and any formal proceedings of the Chapter. At the expiration of the term of office, the Recording Secretary shall turn over to the successor, all books, records, documents or other property of the Chapter in custody.

SECTION 6. Treasurer –Treasurer shall be elected annually.

As Treasurer, the person shall protect all money and records of accounts of the Chapter, making an annual report of the receipts and disbursements to the Chapter. At the expiration of the term of office, the Treasurer shall turn over to the successor all books, papers, and money belonging to the Chapter, taking a receipt therefor. A full record of the accounts shall be maintained by the Treasurer and the status reported to the Board periodically, with a full accounting as well as an audit report by the Audit Committee provided for each fiscal year.

Authorization for payment shall be by Board action or by a request signed by a Committee Chair operating against a budgeted account.

SECTION 7. State Director – The State Director shall be elected for a three-year term and shall attend, as the delegate of the Chapter, all State Society meetings and all meetings of the Board of Directors of the State Society reporting for and representing the Chapter. The State Director shall report to the Chapter on activities of the State Society.

SECTION 8. Alternate State Director – The Alternate State Director shall be elected for a three-year term. In the absence of, or in the case of the inability of the State Director to perform, it shall be the duty of the Alternate State Director to perform all the duties of the State Director.

SECTION 9. Directors – Six Chapter Directors shall be elected for three-year terms, two Chapter Directors elected each year. Each Director shall attend all Chapter and Board meetings and shall be prepared to present progress reports of any assignments.

SECTION 10. Past-Presidents – The two most recent living Past-Presidents shall be ex officio members of the Board (with voting privileges) and shall serve in an advisory capacity to the President and the Board. It shall be the duty of one of the Past-Presidents (in order of precedence) to preside at the Chapter and Board meetings in the absence of the President, President-Elect, and Vice Presidents.

SECTION 11. All Chapter officers, except as otherwise provided, shall serve for one year or until their successors are elected and installed. All other officers and employees shall hold office or position at the pleasure of the Board.

SECTION 12. A vacancy in the office of President shall be filled by the President-Elect, to complete the current administrative year and then the scheduled year as President, the office of President-Elect remaining vacant until the next election. If a vacancy occurs in the office of President-Elect, other than by filling the unexpired term of the President, the office shall remain vacant until the next election, at which time both a President and President-Elect will be elected. If a vacancy occurs in the offices of both the President and President-Elect, the First Vice President will serve as President to complete the current administrative year. A vacancy in any other office shall be filled by selection by the Board for the unexpired term of the office vacated.

SECTION 13. In case of the disability or neglect in performance of duty by any officer or Director of the Chapter, the Board shall have the power by a two-thirds vote of its members to declare the office vacant and shall fill the vacancy as provided in Section 12 of this Article.

SECTION 14. The President, the President-Elect, the Vice President(s), and the Directors shall not be eligible for reelection to the same office until at least one full year has elapsed after the ends of their respective terms.

SECTION 15. Former Officers or Directors may be selected by the Board in accord with Bylaw 11, Section 12, to fulfill the unexpired terms of vacancies on the Board. Former Officers or Directors so selected shall hold office only for the unexpired term of the office vacated. Such tenure shall not preclude nomination for office at the next election.

BYLAW 12 – NOMINATION AND ELECTION OF OFFICERS

SECTION 1. The nomination of officers shall be made by a Nominating Committee. This committee shall be appointed by the President early in the administrative year, and shall consist of at least five members of the Chapter, in good standing, one of whom shall be the most recent living available Past-President having current membership in the Chapter, who shall chair the Committee.

SECTION 2. The Nominating Committee shall endeavor to establish a policy of maintaining reasonable balance among the various branches of engineering and types of employment in selecting nominees for the Board.

SECTION 3. Only members may hold offices of President, President-Elect, and Vice Presidents; only members and Surveyor members may hold other elected offices.

SECTION 4. The Nominating Committee shall prepare a list of nominations for all elective offices and shall consult with the Administrative Secretary to determine eligibility. This list of nominees is to be presented to the membership with the notice for the March meeting. No person serving on the Nominating Committee shall be eligible for nomination, except by declaration.

Additional nominations may be added by a petition bearing the signatures of ten (10) members and a certificate from the Nominee signifying his acceptance. These additional nominations must be in the hand of the President on April 1 to be valid.

SECTION 5. BALLOTS – Ballots will be prepared for only those officers for which there is a contest and are to be mailed or emailed to the members two (2) weeks prior to the May board meeting.

SECTION 6. TELLERS – The President shall appoint three (3) tellers to count ballots and designate which is to be Chief Teller. The Chief Teller will report the results of the ballot count to the President who will then announce to the members present the Nominee elected. For letter ballots, placement order of nominees on the ballot for each office shall be by lot, and that in the event of a tie, the earliest position on the ballot shall determine the winner.

SECTION 7. ELECTION – The Recording Secretary shall “cast the ballot” for all offices for which there is no contest and the President shall duly declare those nominees elected.

BYLAW 13 – LIMITATIONS AND RESPONSIBILITIES

SECTION 1. The official business of this Chapter shall be transacted in the Chapter's territory in ADAMS, YORK, and LANCASTER COUNTIES; however, this shall not render invalid the proceedings of any meeting that may be authorized by the President of the Chapter, or by a vote of the Board to be held at any other place within the jurisdiction of the State Society, provided said proceedings do not conflict with the provisions of these Bylaws.

SECTION 2. The Chapter shall engage only in such activities as are consistent with professional ideas and ethics. Such activities shall be restricted to the geographic area for which this Chapter is chartered, or as the State Society Board may authorize.

SECTION 3. In all matters of local concern, the Chapter shall retain full autonomy, but may call upon the State and National Societies for advice, counsel, and assistance.

SECTION 4. The Chapter shall be represented on the Board of Directors and committees of the State Society as provided in the "CONSTITUTION AND BYLAWS" of the State Society.

SECTION 5. The Chapter shall not contract any debt or obligation on behalf of the State Society, unless expressly authorized by the State Society Board of Directors.

BYLAW 14 – COMMITTEES

SECTION 1. Standing Committees and/or Special Committees will be designated by each President to encompass the subject areas including but not limited to those listed below, either individually or grouped to interface as appropriate with comparable committees of the State Society.

- a. Audit
- b. Awards
- c. Bridge Competition
- d. Budget
- e. Bylaws
- f. Engineers Week
- g. Ethical Practices
- h. Fellowship
- i. Historian
- j. Legislative and Government Affairs
- k. MATHCOUNTS
- l. Membership

- m. Nominating
- n. PE/EIT Exam and Review Courses
- o. Professional Development and Continuing Education
- p. Programs
- q. Public Relations
- r. Resolutions
- s. Science and Engineering Fair
- t. Scholarships
- u. Auxiliary

SECTION 2. Each of the standing committees shall consist of members who shall be appointed annually by the President, who shall also designate the chair. The Practice Divisions may appoint such committees as are necessary to carry on their specific activities.

SECTION 3. Each standing committee shall report to the Board its activities at least once annually or more frequently if directed by the President or the Board.

SECTION 4. The President may appoint, limited to the administrative year, other special committees as may be desirable for the conduct of the business of the Chapter. A Liaison Representative shall be appointed to any student chapter chartered by the State Society in the Chapter area.

SECTION 5. No committee shall commit the Chapter or issue a public proclamation or policy news release without specific authorization from the Board.

SECTION 6. Committees exist for the purpose of implementing the objectives of the Chapter. While it is expected that the leadership and membership of such committees will be members of the Chapter, the inclusion of non-members in some circumstances may be appropriate. Effective control of the committee shall be retained by the Board through the chair.

BYLAW 15 – PRACTICE DIVISIONS

SECTION 1. Upon written petition of a group of persons holding membership in the Chapter who have common professional problems and interests, the Board may grant permission to such persons to organize as a Chapter Practice Division corresponding to that of the State Society.

SECTION 2. Practice Divisions may elect as officers a chair, vice chair, and secretary. The chair of any Practice Division may appoint committees necessary for the activities of the division. The chair of any Practice Division will file with the President of the Chapter and submit a copy to the Secretary of the

Chapter and the State Practice Division Chair, the minutes of any meeting of such division or of the officers thereof.

SECTION 3. Practice Divisions shall operate under these bylaws and the appropriate State Society Practice Division Rules of Practice. Local operating rules may be developed for approval by the Board. The Board may dissolve a Practice Division after conducting a hearing as to the necessity for such action.

SECTION 4. All actions by Practice Divisions shall be consistent with the policies of the Chapter, State Society and National Society and the respective practice division.

SECTION 5. Practice Divisions serving the Chapter are as follows:

- a. Professional Engineers in Construction
- b. Professional Engineers in Higher Education
- c. Professional Engineers in Government
- d. Professional Engineers in Industry
- e. Professional Engineers in Private Practice

BYLAW 16 – MEETINGS

SECTION 1. All Chapter meetings shall be held at the time and place as determined by the Board. At least six meetings per year shall be held

SECTION 2. Special Chapter meetings for the transaction of business of the Chapter may be called by the President upon the President's own volition, upon request by the Board, or upon the written request of 5 members in good standing of the Chapter. Notice of such special meeting must be published a minimum of 15 days in advance, setting forth the specific purpose, the agenda, and noting that no other business will be transacted.

SECTION 3. For meetings of the Chapter involving a formal business agenda, 10 of the Chapter membership, including five officers and directors, shall constitute a quorum for the transaction of business.

BYLAW 17 – PARLIAMENTARY PROCEDURE

SECTION 1. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Parliamentary Procedure of the Chapter in all cases in which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order this Chapter may adopt. The Recording Secretary shall have in his or her possession at every meeting, a copy of the current edition of Robert's Rules of Order Newly Revised.

SECTION 2. The order of business at meetings of the Board or Chapter shall be:

- a. Call to order and introductory remarks
- b. Approval of minutes of previous meeting
- c. Communications
- d. Reports of officers
- e. Reports of committees
- f. Unfinished business
- g. New business
- h. Announcements and notice of schedule of next meeting
- i. Program (if any)
- j. Adjournment

BYLAW 18 – OFFICIAL WEBSITE

SECTION 1. The Chapter shall maintain an official chapter website. The website shall be maintained with the primary purpose of providing chapter membership with the most up-to-date chapter activities. Maintenance of subsequent social media will remain optional.

BYLAW 19 – SEVERABILITY CLAUSE

SECTION 1. Any article or section of these bylaws found to be in conflict with the State Society or National Society “CONSTITUTION” or “BYLAWS” shall be null and void. However, this shall in no way invalidate the remaining articles and sections of these bylaws.

BYLAW 20 – AMENDMENTS

SECTION 1. These Bylaws may be amended by a two-thirds vote of the Board provided that the text of the proposed amendment shall have been mailed or otherwise delivered to each member of the Board at least twenty days before the meeting at which the vote on the amendment will be taken. Ballots of the Board are permitted in record with BYLAW 10. Amendments shall become effective as of the date of adoption by the Chapter and approval of the State Society Board of Directors.

SECTION 2. Amendments proposed by the membership must be considered by the Board when presented to the Recording Secretary in writing and signed by at least five percent of the eligible voting membership as of the end of the prior month.

BYLAW 21 – EFFECTIVE DATE

SECTION 1. These Bylaws shall become effective upon their adoption by the Chapter membership and the approval of the State Society Board of Directors and thereupon, any previous Constitution and Bylaws and any prior amendments thereto are repealed. Thereafter, these Bylaws may be amended in the manner prescribed in BYLAW 20.

Adopted on November 1, 2016 by the Lincoln Chapter.

Approved by the PSPE Board of Directors on June 3, 2017.