

BYLAWS of the METROPOLITAN ENGINEERING SOCIETIES COUNCIL

ARTICLE I - NAME

The name of this organization shall be the Metropolitan Engineering Societies Council, hereafter referred to as MESC. The MESC is an umbrella organization of engineering societies in the New York City metropolitan area.

ARTICLE II - OBJECTIVE

The objective (purpose) of the Metropolitan Engineering Societies Council, Inc. shall be to promote the profession of engineering within the New York City Metropolitan Area by being an umbrella organization of engineering societies that operate within the New York City Metropolitan Area. This may be done by sponsoring meetings, promoting Engineer's Week, planning and conducting Engineer's Week activities, publishing a combined calendar of events, sponsoring student design competitions, take part in other activities and/or join other organizations which promote the profession of engineering.

ARTICLE III - MEMBERSHIP

Section 1 - Qualifications

Any New York City metropolitan area local section or chapter of an engineering organization, or an independent New York City based engineering organization, may be a member of the MESC.

Section 2 - Charter Members

The Charter Members of the MESC shall be:

American Engineering Alliance, Inc.

*American Institute of Aeronautics and Astronautics (AIAA), Long Island Section

*American Institute of Chemical Engineers (AIChE), New York Section

*American Nuclear Society (ANS), New York Section

*American Society of Civil Engineers (ASCE), Metropolitan Section

*American Society of Heating, Refrigerating and Air Conditioning Engineers (ASHRAE), New York Chapter

*American Society of Mechanical Engineers (ASME), Metropolitan Section

American Society of Plumbing Engineers

American Society of Safety Engineers

Association for the Advancement of Cost Engineering

*Association of Energy Engineers (AEE), New York Chapter

Association for Facilities Engineering

*Illuminating Engineering Society (IES), New York Section

*Institute of Electrical and Electronics Engineers (IEEE), New York Section

Institute of Industrial Engineers

Municipal Engineers Society of the City of New York

National Association of Corrosion Engineers, New York Section

*The New York Academy of Sciences (NYAS), Engineering Section

New York State Society of Professional Engineers

*Societe des Ingenieurs et Scientifiques de France (ISF), East Coast Section

*Society of Automotive Engineers, Metropolitan Section

*Society of Fire Protection Engineers (SFPE),
New York Section

*Society of Women Engineers (SWE), New York Section

* indicates founding member

Section 3 - New Member Organizations

Any other organization that supports the objective of the MESC can become a member with the approval of a majority of the voting members of the MESC Executive Committee. Application shall be made in a letter written to the MESC Chair. If approved, membership shall become effective upon receipt of the organization's first dues payment by the MESC Treasurer.

Section 4 - other Membership Grades
(section reserved for possible future use)

Section 5 - Membership Meetings

The annual membership meeting shall be held during the first quarter of the calendar year. This annual meeting may be held concurrently with the monthly executive committee meeting. The executive committee may call additional meetings during the year as needed. The quorum rule shall be the same as the one applying for the executive committee.

ARTICLE IV - OFFICERS

Section 1 - List

The Officers of the MESC shall be:

Chair
Vice-Chair
Secretary
Treasurer

Section 2 - Term of Office

All of the Officers shall be elected biennially, no later than December 1 of even-numbered years, for a term of office of two years, beginning on January 1 of odd-numbered years through December 31 of the following year.

Section 3 - Eligibility

- a. A candidate for any Office must be a member in good standing of a member society.
- b. A candidate for the Office of Chair must have served as Vice-Chair. The Vice-Chair automatically succeeds to Chair the following term. Successive Chairs cannot be elected from the same member society for more than two consecutive terms, unless approved by a three fourths majority of the Executive Committee.
- c. A candidate for the office of Vice-Chair shall have served on the MESC Executive Committee, either as a voting member-society representative, or as a nonvoting Officer (i.e., Secretary or Treasurer).
- d. Any of these requirements may be waived for a candidate by a three fourths majority of the MESC Executive Committee prior to that candidate's name being placed on the ballot.

Section 4 - Duties and Powers

- a. The Chair shall:
 1. Represent the MESC before the public.
 2. Preside at all MESC meetings and functions.
 3. Preside at all meetings of the MESC Executive Committee.
 4. Appoint Chairs of all Committees.
 5. Serve as Chair of the Nominating Committee.
 6. Approve the preliminary budget submitted by the Treasurer, and submit that, either as originally prepared or as revised, to the Executive Committee for adoption.
 7. Approve the signing of checks by the Treasurer.
 8. Coordinate all activities and execute the business and policies of the MESC between meetings of the Executive Committee.
 9. Assume all other executive duties not otherwise delegated.

b. The Vice-Chair shall:

1. Perform all duties of the Chair in his/her absence or at his/her request.
2. Serve as Chair of the Program Committee.
3. Prepare to assume the Office of Chair during the next term.
4. Perform any other duties assigned by the Executive Committee's.

c. The Secretary shall:

1. Record, prepare, maintain and distribute minutes of all Executive Meetings.
2. Send notices of Executive Committee meetings to all Executive Committee members.
3. Maintain a record of all the members of the MESC and its Executive Committee, complete with mailing addresses and telephone numbers, to the extent possible.
4. Carry on MESC correspondence as requested by the Chair or the Executive Committee, and maintain a file with a copy of all mail sent out in the name of the MESC.
5. Be responsible for the compilation, publication and distribution of the Calendar of Events of MESC member societies, to be issued at least twice per year.
6. Prepare, send out, process and report the results of any necessary mail ballots for issues not decided by the Executive Committee at its meetings.

d. The Treasurer shall:

1. Be responsible for the collection, safekeeping and distribution of all MESC funds, and keeping an exact account of all receipts and expenditures.
2. Prepare and maintain reports on the financial position of the MESC in relation to the budget, and provide such reports to the Executive Committee at each of its meetings, or as directed by the Chair, Vice-Chair or any three of the other members of the Executive Committee.
3. Sign checks for the MESC as authorized by the Chair.
4. Prepare an annual budget and submit it to the Chair for approval, the submission to the Executive Committee for adoption.
5. Apply for and maintain the records of any financial-related identification numbers, tax exemptions, etc., as necessary.

Section 5 - Vacancies and Removals

- a. A vacancy in the office of Chair shall be filled by the Vice-Chair.
- b. A vacancy in the office of Vice-Chair, Secretary or Treasurer shall be filled by appointment by the Chair, subject to the approval of a majority of the Executive Committee.
- c. Any Officer may be removed by a three-fourths majority of the voting members of the Executive Committee, whenever those members judge such actions to be in the best interests of the MESC.

ARTICLE V - EXECUTIVE COMMITTEE

Section 1 - Members

The Executive Committee shall consist of one representative from each of the dues-paying member societies, each of whom is entitled to one equal vote in all business matters. The President/Chair of each member society is automatically the MESC representative, unless he/she designates an alternate representative.

Section 2 - Nonvoting-Members

The MESC officers shall be considered to be nonvoting members and the officers of the Executive Committee, unless they are also serving as a member-society representative.

Section 3 - Duties and Powers

The Executive Committee shall:

1. Transact the business of the MESC.
2. Ensure that the objective of the MESC is pursued.
3. Adopt the annual budget.
4. Elect the Officers of the MESC.

Section 4 - Meetings

The Executive Committee will meet at least quarterly. Meetings may be called by the Chair, the Vice-Chair, or any three of the other members of the Executive Committee.

Section 5 - Quorum

- a. A quorum is required to conduct official business of the Executive Committee.
- b. A quorum is defined as "fifty-one percent (51%) of the number of dues-paying member societies, rounded to the next higher integer."
- c. If a quorum is not present at an Executive Committee meeting, any matter requiring a vote will be proposed in a mail ballot attached to the minutes of that meeting. Each voting Executive Committee member shall be prepared to cast his/her vote at the following Executive Committee meeting, or shall vote in writing or by phone to the Chair, Vice-Chair or Secretary prior to the next meeting. Any Executive Committee member who is not present at the meeting where the vote is being taken and who has not voted prior to that meeting as described in this paragraph will, for the purpose of obtaining a quorum, be considered to be in concurrence with the majority of the Executive Committee members voting on that issue.

ARTICLE VI - NOMINATIONS and ELECTIONS

Section 1 - Nominating Committee

The Nominating Committee shall consist of two members of the Executive Committee appointed by the MESC Chair and approved by the Executive Committee, plus the MESC Chair, who shall also serve as Chair of the Nominating Committee.

Section 2 - Nomination Procedures

- a. The Nominating Committee shall present a slate of candidates for the offices of Vice-Chair, Secretary and Treasurer to the Executive Committee in writing no later than September 15 of the election year.
- b. Additional nominations may be made by any member of the Executive Committee by submitting the candidate's name, after he/she has agreed to serve if elected, in writing to the Nominating Committee Chair no later than October 1 of the election year, at which time nominations will be considered closed.

Section 3 - Elections

- a. After the close of nominations, the Nominating Committee shall prepare a written ballot and mail it to each member of the Executive Committee prior to the next meeting of the Executive Committee.
- b. Ballots shall be returned to the Nominating Committee Chair at this meeting, or may be returned by mail so long as the ballot is received prior to the election meeting.
- c. Any ballots returned by mail must have the word "BALLOT" clearly marked on the envelope, and shall not be opened prior to the election meeting.
- d. The Nominating Committee Chair will count the ballots at the election meeting and announce the results of the election.
- e. A plurality of the votes cast is required to elect each officer.

ARTICLE VII - DUES and FINANCES

Section 1 - Fiscal year

The fiscal year is from January 1 through December 31.

Section 2 - Annual Dues

Each member society will be assessed annual dues on an equal basis, as determined by a three-fourths majority of the Executive Committee. Dues shall be paid to the MESC Treasurer no later than December 31 of the previous fiscal year.

Section 3 - Additional Assessments

Additional financial assessments may be made, when deemed necessary and in the amounts deemed necessary, by a three-fourths majority of the Executive Committee.

Section 4 - Disposition of Funds

In the event of dissolution, the assets of the MESC will be distributed on an equal basis among the dues-paying member societies.

ARTICLE VIII- GOVERNMENT

The MESC and its Executive Committee shall be governed by the Certificate of Incorporation and the Bylaws. If there be any conflict between the provisions of the Certificate of Incorporation and these Bylaws, the provisions of the Certificate of Incorporation shall govern. In matters not covered by these Documents the MESC and its Executive Committee shall be governed by "Roberts' Rules of Order - Latest Edition".

ARTICLE IX - SEAL

The seal of the corporation shall be as follows:

circular in form with the name
"METROPOLITAN ENGINEERING SOCIETIES COUNCIL, INC."
around the outside and in the center
"CORPORATE SEAL 1999 NEW YORK"

ARTICLE X - COMMITTEES

This article, if it is to be included, will be written at a later date.

Section 1 - Program Committee

Section 2 - Engineers' Week Committee

ARTICLE XI - AMENDMENTS

Section 1 - Proposal of Amendments

- a. Amendments to these Operating Guidelines may be proposed by a majority vote of the Executive Committee, or by written petition signed by any three voting members of the Executive Committee.
- b. Proposed amendments shall be submitted by the Secretary to the Executive Committee in the form of a mail ballot, or as a written ballot for action at one of its regular business meetings.

Section 2 - Vote Required

A three fourths majority of the Executive Committee is required for the Adoption of a proposed amendment.

Section 3 - Adoption

If passed at an Executive Committee meeting, the amendment becomes effective immediately. if passed as a mail ballot, the amendment becomes effective as of the date of the next Executive Committee meeting, at which time the Secretary will announce the results of the mail ballot.