

1 | **BYLAWS OF THE D011 CENTRAL FLORIDA SECTION**  
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3 | **OF**  
4 |  
5 | **THE SOCIETY OF WOMEN ENGINEERS**  
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8 | **ARTICLE I – NAME AND OBJECTIVES\*\***

9 | **Section 1. Name**

10 | The name of this organization shall be the D011, Central Florida section (hereinafter  
11 | called “the section”) of the Society of Women Engineers (hereinafter called “the Society”  
12 | or “SWE”).  
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14 | **Section 2. Objectives**

15 | The section is an organizational unit whose purpose is to further the objectives of the  
16 | Society.  
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18 | **Section 3. Powers**

19 | The section is empowered by the Society to pursue the objectives of the Society under  
20 | these bylaws and in consonance with the Society bylaws.  
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22 | **Section 4. Non-discrimination**

23 | In accordance with the Society’s policies and purposes, the section shall not  
24 | discriminate in connection with its membership and its services to the public at large.  
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27 | **ARTICLE II – MEMBERSHIP\*\***

28 | **Section 1. Members**

29 | Members of the section are those members of the Society assigned to the section. All  
30 | members of the section shall have the right to attend all in-person section and executive  
31 | council meetings.  
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33 | **Section 2. Grades of Membership**

34 | Members shall have the same membership grade in the section as they have in the  
35 | Society and voting privileges as specified in the Society bylaws.  
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37 | **Section 3. Business Meeting**

38 | A meeting of the general membership to conduct the business of the section may be  
39 | called by the president, the executive council, or by a group of five percent or five<sup>+</sup> of  
40 | the voting members of the section, whichever is greater. At least thirty days written  
41 | notice shall be provided to all members prior to such a business meeting.  
42 |

43 | **Section 4. Quorum**

44 | Fifteen<sup>2</sup> voting members or thirty percent of the voting members of the section,  
45 | whichever is less, shall constitute a quorum for the conduct of the business of the  
46 | section.

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### 49 | **ARTICLE III – OFFICERS**

#### 50 | **Section 1. Officers and Directors\*\***<sup>3</sup>

51 | The officers of the section are the president, executive vice president, secretary,  
52 | treasurer, ~~and~~ section representative(s), vice president of diversity and inclusion, vice  
53 | president of education, vice president of membership initiatives, and vice president of  
54 | professional development as designated in the Society bylaws.

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#### 56 | **Section 2. Eligibility and Term of Office\*\***

57 | A. The officers must be members of the Society who are assigned to the section. The  
58 | president and vice president must also be voting members of the Society. The other  
59 | officers must also be either voting members of the Society or collegiate members  
60 | who meet the qualifications stated in the Society bylaws for professional  
61 | membership. Collegiate members may be candidates for positions other than  
62 | president and vice president if they will be members of the section and will qualify for  
63 | professional membership before the start of the term of office; however, they must  
64 | meet these requirements in order to serve. Any officer who is a collegiate member  
65 | shall have the right to vote during the performance of duties in that position without  
66 | gaining any additional voting rights in the section.<sup>4</sup>

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68 | B. Section officers shall serve for a term of one fiscal year, to coincide with the  
69 | Society's fiscal year.

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71 | C. Officers may<sup>5</sup> hold more than one office provided that there is a minimum of three<sup>6</sup>  
72 | elected officers of the section. No one may hold the office of president and treasurer  
73 | at the same time.

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#### 75 | **Section 3. Duties**<sup>7\*\*</sup>

76 | A. The president shall:

- 77 | 1. Represent the section before the public and preside at meetings of the section  
78 | and its executive council;
- 79 | 2. Appoint the chairs of all committees, with the approval of the executive council,  
80 | except the chair of the nominating committee;
- 81 | 3. Approve the appointment of all committee members, except the members of the  
82 | nominating committee;
- 83 | 4. Authorize the disbursement of section funds within the budget approved by the  
84 | executive council;
- 85 | 5. Be an authorized signatory on all section accounts;
- 86 | 6. Coordinate activities and execute the business and policies of the section  
87 | between meetings;

- 88 7. Review and approve the year-end section financial report;  
89 8. Provide oversight and guidance to the committee chairs as assigned, and  
90 9. Perform other duties normally associated with the office of president or as may  
91 be assigned by the executive council or the governance documents.  
92  
93 B. The vice president shall:  
94 1. Assume the duties of the president if the president is temporarily unable to serve;  
95 2. Provide oversight and guidance to the committee chairs as assigned; and  
96 3. Perform such other duties as may be assigned by the president, the executive  
97 council, or the governance documents.  
98  
99 C. The secretary shall:  
100 1. Maintain the records of the section;  
101 2. Provide oversight and guidance to the committee chairs as assigned; and  
102 3. Perform other duties normally associated with the office of secretary or as may  
103 be assigned by the president, the executive council, or the governance  
104 documents.  
105  
106 D. The treasurer shall:  
107 1. Be responsible for the collection, distribution, and safekeeping of section funds;  
108 2. Prepare, maintain, and report as directed on the financial position of the section  
109 in relation to the approved budget;  
110 3. Submit a financial report to the Society in accordance with established  
111 procedures;  
112 4. Provide oversight and guidance to the committee chairs as assigned; and  
113 5. Perform other duties normally associated with the office of treasurer or as may  
114 be assigned by the president, the executive council, or the governance  
115 documents.  
116  
117 E. The section representative(s) shall:  
118 1. Perform those duties expected of them as described in the region governance  
119 documents; ~~and~~  
120 2. Perform other duties normally associated with the office of section representative  
121 or as may be assigned by the president, the executive council, or the governance  
122 documents; ~~and~~  
123 3. Provide oversight and guidance to the directors and/or committee chairs as  
124 assigned.  
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126 F. The vice president of diversity and inclusion shall  
127 1. Perform all duties related to diversity and inclusion as assigned by the Executive  
128 Council; and  
129 2. Provide oversight and guidance to the committee chairs as assigned.  
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131 G. The vice president of education shall

- 132 | 1. Perform all duties related to education as assigned by the Executive Council; and  
133 | 2. Provide oversight and guidance to the committee chairs as assigned.

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135 | H. The vice president of-membership initiatives shall

- 136 | 1. Perform all duties related to membership as assigned by the Executive Council;  
137 | and  
138 | 4. Provide oversight and guidance to the committee chairs as assigned.

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140 | I. The vice president of professional development shall

- 141 | 1. Perform all duties related to professional development as assigned by the  
142 | Executive Council; and  
143 | 2. Provide oversight and guidance to the committee chairs as assigned.

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145 | Section 4. Nomination and Election<sup>8</sup>

146 | A. The executive council shall elect at least three members to serve on the nominating  
147 | committee. The nominating committee shall select its own chair, who must be a  
148 | voting member of the Society but does not need to have been elected to the  
149 | committee by the executive council.

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151 | B. Members of the nominating committee may not become candidates during their  
152 | tenure of service on the nominating committee.

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154 | C. <sup>9</sup>The nominating committee shall propose at least one qualified candidate for each of  
155 | the officer positions. The slate shall be presented to the members of the section by  
156 | mail, electronic mail, or posting on the section web site by April 15 of each year.

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158 | D. Additional candidates may be nominated by petition <sup>10</sup>, provided that:

- 159 | 1. The member is eligible for the position;  
160 | 2. The member has given written consent to being placed on the ballot;  
161 | 3. A minimum of two percent or five of the voting members of the section,  
162 | whichever is greater, have signed a petition or endorsed an email to place the  
163 | candidate's name on the ballot; and  
164 | 4. The petition, together with the written consent, is submitted to the chair of the  
165 | nominating committee by April 30 or fifteen days after the slate is announced to  
166 | the members of the section, whichever is later.

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168 | E. The chair of the nominating committee shall arrange for the distribution of ballots to  
169 | occur at least twenty-one days prior to the required return date for the vote. Voting  
170 | may be by mail, electronic mail or web-based provided that mail ballots are sent to  
171 | those without electronic access. The chair of the nominating committee shall select  
172 | a tellers committee to receive and count the votes, and to report the results to the  
173 | president.

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175 | F. The voting members of the section shall elect the section officers.

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177 G. A plurality shall elect for each office. Write-in votes for eligible candidates shall be  
178 allowed. In the event of a tie, the election for that position shall be determined by lot,  
179 conducted by the chair of the nominating committee.

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181 Section 5. Alternate Section Representative(s)\*\*<sup>14</sup>

- 182 A. Alternate section representatives may be elected during the officer election process.  
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184 B. ~~The executive council may elect alternate(s) for the purpose of attending a region~~  
185 ~~council meeting if the section representative(s) or alternate(s) cannot attend. The~~  
186 ~~Section president shall be considered the second alternate section representative for~~  
187 ~~the purpose of attending a region council meeting if the section representative(s)~~  
188 ~~cannot attend. The executive vice president shall be considered the third alternate if~~  
189 ~~neither the president nor the section representative(s) are present.~~  
190  
191 C. All alternates shall be designated in the order in which they will be called to serve,  
192 with alternates elected by the membership serving before those selected in any  
193 other manner.  
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195 D. Alternate section representatives must meet the same eligibility requirements as  
196 section representatives.

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198 Section 6. Vacancies

- 199 A. A vacancy in the office of president shall be filled by the vice president for the  
200 remainder of the term.  
201  
202 B. A vacancy in the office of vice president<sup>12</sup>, secretary, or treasurer shall be filled by  
203 election by the executive council.  
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205 C. A vacancy in the office of section representative shall be filled by the next available  
206 alternate section representative. If there is no available alternate section  
207 representative, the executive council may elect an alternate to fill the vacancy.<sup>13</sup>

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209 ~~C.D.~~ A vacancy in a director position shall be filled by election by the executive  
210 council.

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213 ARTICLE IV – EXECUTIVE COUNCIL<sup>14</sup>

214 Section 1 Composition

215 The governing body of the section shall be the executive council. The officers of the  
216 section shall constitute the executive council.<sup>15</sup> An individual holding more than one  
217 position on the executive council has only one vote and counts as a single person for  
218 the purpose of a quorum. Committee Chairs shall be non-voting members of the  
219 executive council.

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**Section 2. Duties**

The executive council shall:

1. Transact the business of the section;
2. Implement section policies as determined by the membership;
3. Elect the members of the nominating committee;
4. Approve the appointment of all committee chairs, except the chair of the nominating committee;
5. Ensure that the section is represented at region council meetings; and
6. Approve the section budget and authorize expenditures not included in the approved budget.

**Section 3. Conducting Business**

- A. The executive council shall meet regularly to conduct the business of the section upon the call of the section president or by written petition of at least one-third of the voting members of the executive council.
- B. Unless otherwise restricted by law or these bylaws, the executive council may also conduct business by telephone, mail, electronic mail, fax, or other electronic devices.

**Section 4. Quorum**

- A. A quorum shall be a majority of the voting members of the executive council then in office, but not less than three, one of whom is the president, vice president, or section representative.
- B. No member of the executive council may vote by proxy.

**Section 5. Removal**

Any officer may be removed for cause by a vote of two-thirds of the voting members of the section responding to a recall ballot, provided that votes have been received from at least the number of members required for a quorum. Such removal shall be effective immediately upon the recording of such vote. Removal procedures not covered by law or these bylaws shall be developed and approved by the executive council.

**ARTICLE V – COMMITTEES**

- A. The executive council may establish committees as the need arises<sup>16</sup>.
- B. The chairs of the committees shall be appointed by the president. The members of the committees shall be appointed by the chair of the committee with the approval of the president.
- C. The executive council shall prepare a description of the duties and reporting relationships of each committee.

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309 D. Each committee chair shall present a status report to the membership when  
310 requested by the executive council contact. Each committee chair shall also prepare  
311 an annual report providing input to the section representative for the section's final  
312 report to the Society.  
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315 **ARTICLE VI – DISSOLUTION\*\***

316 In the event of dissolution, the assets of the section shall be first used to pay any  
317 remaining debts, after which any remaining funds shall be disbursed to SWE regions,  
318 SWE sections, the SWE members at large organization, the Society, or SWE  
319 endowment funds as recommended by the section's executive council and approved by  
320 the SWE board of directors.  
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323 **ARTICLE VII – PARLIAMENTARY AUTHORITY\*\***

324 | The rules contained in the parliamentary authority specified in the Society bylaws shall  
325 govern this section in all cases to which they are applicable and in which they are not  
326 inconsistent with these bylaws and any special rules of order the section may adopt.  
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329 **ARTICLE VIII – AMENDMENT\*\***

330 A. These bylaws may be amended by a two-thirds vote of the members present and  
331 voting at a meeting or of the ballots received prior to the stated deadline.  
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333 B. Amendments may be proposed by a majority of the executive council or five voting  
334 members of the section. All proposed amendments must be submitted to the  
335 secretary.  
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337 C. Written notice, delivered either by mail or electronically, must be given to all  
338 members of the section at least thirty days prior to the date of the meeting or the  
339 specified date for voting to be completed.  
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341 D. Amendments adopted by the section shall be sent to the Society secretary according  
342 to established procedures, and shall become effective after approved by the Society  
343 secretary.  
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345 E. Required sections are marked with a double asterisk (\*\*) and conform to the  
346 professional section bylaws template. Changes to these sections of the professional  
347 section bylaws template shall become part of these bylaws upon approval of the  
348 Society<sup>17</sup>. The section secretary shall incorporate such changes into the section  
349 bylaws and forward the updated bylaws to the Society secretary within six months of  
350 notification of the change to the section bylaws template.  
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