



**BYLAWS**  
of the  
**American Society for Engineering Management**  
*(last revised on July 2021)*

# BYLAWS

## **BYLAW I - MEMBERSHIP**

### **Section 1.**

The Executive Director, and the Office manager shall be responsible for accepting applications for Professional Membership and Student Membership. This Executive Director, and the Office manager are accountable to the Board of Directors for the operation and implementation of the membership process. *(October 11, 1981; September 21, 1986; July 15, 1991; March 18, 2000; February 17, 2017; Spring 2020)*

### **Section 2.**

The membership year shall be a continuous 12-month period based on when the member joins. *(June 25, 1980; February 17, 2017)*

### **Section 3.**

Any person who shall have paid their initial membership dues and fees as applicable shall be declared elected a MEMBER of the SOCIETY. *(October 11, 1981; July 15, 1991; March 18, 2000; February 17, 2017)*

### **Section 4.**

A STUDENT MEMBER is a person joining a Student Chapter who is either registered for at least six credit hours work toward a degree in engineering management, engineering, or an appropriate science, or who has earned such a degree and is presently registered in a management or business school degree program. STUDENT MEMBERS shall not vote for SOCIETY officers or hold SOCIETY offices. *(June 23, 1982; February 17, 2017; April 19, 2018)*

### **Section 5.**

(a) Any person in arrears for dues for four months shall cease to be a member of the SOCIETY.

*(June 25, 1980; July 15, 1991; March 18, 2000; February 17, 2017)*

(b) A person whose resignation was received within the specified time limit or who has been dropped from the SOCIETY due to nonpayment of dues may be reinstated as a member of the SOCIETY by payment of the member's current dues. *(July 15, 1991; February 17, 2017; Spring 2020)*

(c) The Executive Committee will receive in writing any charges against a member of conduct which in anyway tends to injure the SOCIETY or to affect adversely its reputation or which is contrary to, or destructive of, its objectives. The Executive Committee shall notify the member in question of all charges and provide an opportunity to refute or comment prior to recommending to the Board of Directors the termination of the individual's membership. Any member dismissed for such misconduct can only be reinstated by explicit action of the Executive Committee, and with the approval of the Board of Directors. *(July 15, 1991; February 17, 2017; Spring 2020)*

### **Section 6.**

Deleted. *(Spring, 2020)*

### **Section 7.**

(a) Members with unbroken membership the eight (8) preceding years may be nominated by the current FELLOWS for FELLOW membership. Election is based on significant service to the Engineering Management profession, demonstrated engineering management accomplishments,

and continuing distinguished service and contributions to the Society. *(October 2, 1988; Spring 2020)*

(b) No more than 5 members per year may be designated FELLOW members. *(October 2, 1988; December 1, 2013; Spring 2020)*

(c) Nominees who receive majority support from the voting Fellows are selected as new inductees. Fellows may vote for none or up to five of the nominees. Only Fellows with current, active membership may vote. *(Spring 2020)*

### **Section 8.**

(a) LIFETIME Membership may be purchased for a single payment or a series of annual payments, varying with age, as shall be from time to time established by the Board of Directors. *(October 2, 1988)*

(b) Members with 15 years of continuous membership or former Board member or Fellow, and who are 65 years of age and retired from full-time work may be granted EMERITUS membership at a reduced rate which shall be from time to time established by the Board of Directors. Such EMERITUS members shall continue to enjoy all benefits and privileges of regular membership. *(October 2, 1988; February 17, 2017; Spring 2020)*

(c) Members with 10 years of regular membership and who are 65 years of age or older and no longer working full time may be granted RETIRED membership at a reduced rate which shall be from time to time established by the Board of Directors. Such RETIRED members shall continue to enjoy benefits and privileges of regular membership as recommended by the membership committee and approved by the Board. *(February 17, 2017; Spring 2020)*

### **Section 9.**

The Board of Directors shall have the authority to establish awards to recognize individuals for their achievements in the practice of Engineering Management or for their contribution to the SOCIETY. The qualifications and requirements for such awards, and any associated privilege that may come with such recognition shall be established by the Board of Directors. *(July 15, 1991)*

## **BYLAW II - MANNER OF ELECTION**

### **Section 1.**

(a) A Committee on Nominations and Elections (3 members) shall be appointed by the Executive Committee no later than May 1. *(July 15, 1991; Spring 2020)*

(b) On or before July 15, the Committee on Nominations and Elections shall transmit to the Executive Office of the SOCIETY the names of at least one MEMBER of the SOCIETY as proposed nominees for each position of Secretary, Treasurer-elect (in the final year of the Treasurer's term) *(June 1, 1986; July 15, 1991; January 31, 2011; December 1, 2013; October 18, 2017; Spring 2020)*

(c) Members of the SOCIETY may nominate candidates for Secretary, Treasurer-elect (in the final year of the Treasurer's term) to the Committee on Nominations and Elections by June 30. *(June 1, 1986; July 15, 1991; January 31, 2011; December 1, 2013; October 18, 2017)*

### **Section 2.**

The Executive Office shall communicate to all members of the SOCIETY a list of the candidates for each office so noted at least fifteen days before the scheduled date of ballot return. Suitable biographies will be provided with the ballot. Each voter shall vote for one Secretary, one Treasurer-elect (if vacant), their respective. The SOCIETY's headquarters' staff will validate all ballots received within the interval and shall certify the results. *(June 1, 1986; July 15, 1991; January 31, 2011; October 18, 2017; Spring 2020)*

### **Section 3.**

Any Directors who fail to participate at an appropriate level for an extended period may be removed by the SOCIETY's Board. *(June 1, 1986; September 21, 1986; October 18, 2017; Spring 2020)*

### **Section 4.**

(a) The Board of Directors may fill vacancies in the offices of President-elect, Secretary, Treasurer, Treasurer-elect at any special or general meeting. Officers so appointed shall serve until the next annual meeting and shall be confirmed or replaced as described in Section 2 above. *(June 1, 1986, January 31, 2011; October 18, 2017; Spring 2020, Spring 2021)*

(b) The president may appoint Directors at any time to fulfill terms of Directors who are unable to complete their terms or for new positions approved by the SOCIETY's Board of Directors or if a new Director position is required for a defined set of responsibilities and approved by the board. *(July 2021)*

### **Section 5.**

(a) The incoming President shall, with concurrence of the outgoing President of the SOCIETY, present to the Board of Directors at their regular meeting nominees for each position of Director. The Board of Directors will approve the selection of the Directors, by vote, at that meeting.

(b) The newly appointed Directors will assume a position on the Board of Directors at the end of the meeting at which they were approved.

(c) Functional Directors will serve a term of three years unless reappointed to the Board of Directors as described above. *(June 1, 1986; Spring 2020)*

## **BYLAW III - MEETINGS OF THE SOCIETY**

### **Section 1.**

The annual meeting shall be held in September, October, or November in conjunction with the International Annual Conference. Additional meetings during the year may be designated by the Board of Directors. *(March 22, 1986; December 1, 2013)*

### **Section 2.**

The various types of meetings to which reference is made in this Bylaw shall be defined as follows:

(a) The SOCIETY Annual Meeting is sponsored and arranged jointly by the Executive Committee and the International Annual Conference Committee. Normally, a host group/organization shall be selected by the Board of Directors two years prior to the scheduled SOCIETY Annual Meeting. Such selection will be based upon proposals from prospective hosts submitted to the Board of Directors at the annual spring meeting. *(July 15, 1991; October 18, 2017; Spring 2020)*

(b) Regional and/or Section meetings are those sponsored and arranged by Local Section(s) in some geographical region primarily to serve the members of the SOCIETY in that Region. *(July 15, 1991)*

### **Section 3.**

(a) The organization of a SOCIETY Annual Meeting shall be a responsibility of the Board of Directors and held during the International Annual Conference. *(March 5, 2011; December 1, 2013)*

(b) At any meetings of the SOCIETY, the order of business shall be in accordance with an agenda distributed in advance. *(December 1, 2013)*

#### **Section 4.**

(a) Attendance at any SOCIETY or REGIONAL meeting shall be limited to registered persons.

(b) Each registrant at a SOCIETY meeting shall pay a registration fee to be fixed by the Board of Directors. *(December 1, 2013)*

#### **Section 5.**

The Board of Directors shall hold its regular meeting in conjunction with the annual meeting of the SOCIETY and may hold other (special) meetings as provided in the Constitution. *(June 25, 1980; Spring 2020)*

#### **Section 6.**

All meetings of the Board of Directors shall be conducted according to Roberts Rules of Order, Revised, except where there is conflict with the Constitution or Bylaws. *(September 21, 1986)*

### **BYLAW IV - LOCAL SECTIONS AND STUDENT CHAPTERS**

#### **Section 1.**

Upon request of not fewer than five members of the SOCIETY in good standing residing within the area defined in their request, the Board of Directors may charter a Local Section and approve its territorial limits. *(October 11, 1981; October 18, 2017)*

#### **Section 2.**

Upon request of not fewer than five STUDENT MEMBERS (or candidates or such membership) and a member willing to serve as Advisor, all from a four-year college or university offering a bachelor's or higher degree in engineering management, engineering, or science, or from a business or management school offering the master's degree, providing such students qualify as defined by Bylaw I, Section 4 above, the Board of Directors may charter a Student Chapter at that institution. Student chapters shall define their own membership year. *(June 23, 1982; December 1, 2013)*

#### **Section 3.**

Deleted *(Spring 2020)*

#### **Section 4.**

Each Local Section or Student Chapter shall have a President, Vice-President or President-elect, Secretary/Treasurer, and such other officers as the bylaws of the Section or Chapter may provide. *(June 25, 1980)*

#### **Section 5.**

Each Local Section shall submit an annual report of its activities for the calendar year to the Executive Office not later than January 30. Each Student Chapter shall submit an annual report to its activities for the academic year to the Executive Office not later than the close of the spring semester or quarter. *(June 24, 1981; July 15, 1991)*

#### **Section 6.**

No Local Section or Student Chapter shall have authority to act for or incur any financial obligation in the name of the SOCIETY without written permission from the Executive Committee. *(October 18, 2017)*

### **Section 7.**

The Board of Directors may revoke the charter of any Local Section or Student Chapter for failure to maintain adequate membership, or inconsistencies with the SOCIETY'S Articles of Incorporation, Constitution and/or Bylaws, or other reasons which are to the detriment of the SOCIETY if, after giving the Section or Chapter opportunity to be heard, it judges revocation in the best interests of the SOCIETY.

## **BYLAW V - PUBLICATIONS**

### **Section 1.**

(a) The publications authorized in the Constitution, Article VII, shall include the SOCIETY'S journals and other SOCIETY publications.

(b) The SOCIETY shall own the copyright for the original and any renewal term thereof of any writing of an author that is published by the SOCIETY unless agreed to otherwise by the Executive Office. *(July 15, 1991)*

### **Section 2.**

(a) Deleted. *(July 15, 1991; March 1, 2002; Spring 2020)*

(b) Deleted *(July 15, 1991; March 1, 2002; Spring 2020)*

(c) Deleted *(July 15, 1991; December 1, 2013; Spring 2020)*

(d) Deleted *(March 1, 2002; December 1, 2013)*

### **Section 3.**

Deleted. *(October 11, 1981; July 15, 1991; Spring 2020)*

## **BYLAW VI - FINANCES Section 1.**

All income to the SOCIETY shall be collected by the Executive Office and audited by the Treasurer. *(June 25, 1980)*

### **Section 2.**

The Board of Directors is authorized and empowered in behalf of the American Society for Engineering Management to receive by device, bequest, donation, or otherwise, either real or personal property, and to hold the same absolutely or in trust, and to invest, reinvest, and manage the same and to apply said property and the income arising there from to the objectives of the SOCIETY. The Board of Directors shall also have the power to allocate funds of the SOCIETY for the purposes of carrying out the objectives of the SOCIETY.

### **Section 3.**

The Board of Directors shall establish and may change from time to time the annual dues for the several classes of membership. *(September 21, 1986)*

### **Section 4.**

The SOCIETY's principle administrative official shall authorize any and all expenditures in conjunction with the TREASURER in compliance with the SOCIETY's Financial Manual. The International Annual Conference Committee budget is approved by the SOCIETY's Board of Directors.

### **Section 5.**

Upon the dissolution of this Society, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one of more exempt purposes

within the meaning of Section 501(c)6 of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of the state of the Home Office of the Society. *(January 31, 2011; Spring 2020)*

## **BYLAW VII - AMENDMENTS TO THE BYLAWS**

### **Section 1.**

These Bylaws may be modified, altered, or amended at the regular meeting of the Board of Directors by the affirmative vote of the entire Board of Directors, but not at any special meeting, unless notice of such intention shall have been included in the notice of such special meeting.

## **BYLAW V111 - INITIAL ORGANIZATION PROCEDURE**

*Deleted (Spring 2020)*