

1 **BYLAWS**

2 **of the**

3 **Structural Engineers Association of Kansas & Missouri - Saint Louis Chapter**

4

5 **Article I - General**

6 *Section 1.* The name of this Chapter shall be "Structural Engineers Association of Kansas & Missouri -
7 [Saint Louis](#) Chapter".

8 *Section 2.* The Chapter shall be a subsidiary of the Structural Engineers Association of Kansas &
9 Missouri, hereinafter referred to as SEAKM, and shall be governed by the SEAKM Bylaws, which shall
10 control over these bylaws

11 **Article II - Purpose**

12 *Section 1.* The vision, mission, and objectives of the Chapter shall be the same as those of SEAKM as
13 prescribed in the SEAKM Bylaws.

14 *Section 2.* Specific goals of the Chapter consistent with its vision, mission, and objectives shall, on at
15 least an annual basis, be developed by the Chapter president and adopted by the Chapter officers with or
16 without modifications.

17 **Article III - Membership**

18 *Section 1.* Membership in the Chapter shall consist of those Members of SEAKM in good standing
19 whose permanent residence or principal place of employment is located in close proximity to the [Saint](#)
20 [Louis, Missouri](#) metropolitan area or who are otherwise assigned to it by the SEAKM Board of Directors.

21 *Section 2.* Grades of membership in the Chapter and the corresponding initiation fees and annual dues
22 shall be those prescribed by the SEAKM Bylaws.

23 *Section 3.* Only Professional and Associate Members of the Chapter shall have voting rights therein, and
24 each Professional and Associate Member of the Chapter shall have exactly one vote. Only Professional
25 Members of the Chapter shall be eligible for election as Chapter officers. All members of the Chapter
26 shall be eligible for appointment to Chapter committees, except that the chairperson of each Chapter
27 committee shall be a Professional or Associate Member of the Chapter.

28 **Article IV - Students**

29 *Section 1.* The Chapter officers may sponsor student groups at institutions in close proximity to the [Saint](#)
30 [Louis, Missouri](#) metropolitan area or otherwise assigned to the Chapter by the SEAKM Board of
31 Directors that offer ABET-accredited bachelor's degree programs in structural, civil, or architectural
32 engineering, or a graduate degree program in structural engineering.

1 *Section 2.* The Chapter president, with the approval of the Chapter officers, shall appoint a faculty
2 advisor for each student group from among the Professional and Associate Members of the Chapter who
3 are employed by the corresponding institution to a one-year term that coincides with the academic year.
4 There shall be no limit on the number of consecutive or non-consecutive terms that a member may serve
5 as faculty advisor.

6 **Article V - Government**

7 *Section 1.* The Chapter officers shall establish the policies, manage the affairs, and direct the activities of
8 the Chapter, and shall include the Chapter president, vice-president, and secretary, as well as two
9 SEAKM Directors.

10 *Section 2.* The Chapter president shall have general supervision over the Chapter and shall preside at all
11 meetings thereof and of its officers.

12 *Section 3.* The duties of the Chapter vice-president shall include
13 (a) presiding at all meetings in the absence of the Chapter president; and
14 (b) serving as chairperson of the Chapter program committee.

15 *Section 4.* The duties of the Chapter secretary shall include
16 (a) keeping an accurate record of the proceedings of the Chapter and its officers, including minutes
17 of their meetings and lists of their past and present members to facilitate evaluation of each
18 individual's eligibility to hold office in the Chapter; and
19 (b) conducting the correspondence of the Chapter, including meeting notices and ballots for elections
20 and other votes; and
21 (c) reporting the business affairs of the Chapter to its officers at each regular meeting thereof and to
22 the members of the Chapter at its annual meeting, the latter report having been audited as directed
23 by the Chapter officers; and
24 (d) timely filing of all reports required by the SEAKM Board of Directors.

25 *Section 5.* The chairperson of the Chapter finance committee shall also serve as the Chapter treasurer,
26 whose duties shall include
27 (a) having custody of all funds of the Chapter and maintaining an accurate set of books showing all
28 receipts and disbursements; and
29 (b) depositing all moneys received and paying out all monies authorized by the Chapter officers on
30 appropriate forms designated thereby; and
31 (c) reporting the financial affairs of the Chapter to its officers at each regular meeting thereof and to
32 the members of the Chapter at its annual meeting, the latter report having been audited as directed
33 by the Chapter officers; and
34 (d) timely filing of all financial reports required by the SEAKM Board of Directors, including the
35 Chapter annual report.

36 *Section 6.* The Chapter president or another Chapter officer may be removed from office if he or she does
37 not or cannot carry out his or her duties in a manner consistent with these bylaws. Such removal shall
38 require the approval of a two-thirds majority vote of the entire remaining Chapter officers, or a two-thirds
39 majority at-large vote of eligible Chapter members, except that it shall be automatic in the case of
40 resignation or death.

41 *Section 7.* The Chapter officers may overturn any action by the Chapter president or another Chapter
42 officer. Any action by the Chapter officers may be overturned by a two-thirds majority at-large vote of
43 eligible Chapter members.

1 **Article VI - Elections**

2 *Section 1.* The Chapter shall annually elect, as one of its officers, a SEAKM Director for a two-year term
3 of office, so that two SEAKM Directors represent the Chapter at all times. Directors shall remain officers
4 of the Chapter at least until the completion of their terms of office as Directors. Duly elected Directors
5 shall take office on July 1 of the year in which they are elected.

6 *Section 2.* The Chapter president and other officers other than SEAKM Directors shall be elected at-large
7 to a one-year term of office, which shall commence on July 1 of the year of their election. Upon
8 expiration of the Chapter president's term of office, he or she shall be designated as Chapter past president
9 and shall continue to attend Chapter officer meetings ex-officio (nonvoting) for one additional year.

10 *Section 3.* In the event of a vacancy in a Chapter office, the Chapter shall elect an interim Chapter officer
11 to complete the unexpired term, except that in the event of a vacancy in the office of Chapter president,
12 the Chapter vice-president shall immediately assume the office of Chapter president and complete the
13 unexpired term.

14 *Section 4.* Chapter officers who complete two consecutive terms of office shall be ineligible for
15 reelection to the same office for a period of one year. Chapter officers who leave office prior to the
16 expiration of their terms shall be ineligible for election to any Chapter office for a period of two years. In
17 any given year, the current Chapter president shall be ineligible for election to any Chapter office.

18 *Section 5.* At-large elections and other votes, where prescribed herein, shall be conducted by mail ballot
19 or at a regular or special meeting of the Chapter with provision for proxy voting by those unable to attend.
20 When these bylaws require or the Chapter officers authorize a mail ballot, the Chapter secretary shall
21 distribute such ballot, together with all supplemental information deemed necessary by the Chapter
22 officers, to all Professional and Associate Members of the Chapter within thirty days of the action by
23 which the election or vote was called. The Chapter secretary shall then canvass all returned ballots
24 received within thirty days of their distribution.

25 *Section 6.* Except where prescribed otherwise herein, all those eligible and casting ballots shall decide all
26 elections and other votes, and such decisions shall require a simple majority of the votes cast. Where
27 more than two candidates or options are presented, and no candidate or option receives a majority on the
28 first ballot, additional ballots, with the candidate or option receiving the fewest votes on the previous
29 ballot removed, shall be distributed and cast until the election or vote is decided. In the event of a tie in
30 the election of the Chapter president, the Chapter officers shall cast a secret ballot to select one of the tied
31 candidates.

32 **Article VII - Committees**

33 *Section 1.* Standing and special Chapter committees may be established by the Chapter officers or by an
34 at-large vote of the eligible members of the Chapter for specific purposes. The scope, duties, size, and
35 duration of each Chapter committee shall be defined at the time at which it is created. Each standing
36 committee shall have a minimum of three members representing a minimum of two firms.

37 *Section 2.* The Chapter president, with the approval of the Chapter officers, shall appoint the members of
38 each Chapter committee, including its chairperson, to a term of office of one year, and shall serve as an
39 ex-officio (nonvoting) member of all Chapter committees. Chairpersons who complete two consecutive
40 terms of office shall not be eligible for reappointment to that office for a period of one year.

1 *Section 3.* The chairperson of each Chapter committee shall submit a written report of the committee's
2 activities to the Chapter officers prior to each of the Chapter officers' regular meetings. The chairperson
3 shall attend a meeting of the Chapter officers to deliver this report in person when requested to do so by
4 the Chapter officers.

5 *Section 4.* Standing committees shall continue to operate until such time as they are dissolved by the
6 Chapter officers or by an at-large vote of the eligible members of the Chapter, and the appointments of
7 their members shall begin upon their establishment and on October 1 of each year thereafter. Special
8 committees shall cease to operate after the amount of time specified upon their creation unless they are
9 reauthorized by the Chapter officers or by an at-large vote of the eligible members of the Chapter.

10 **Article VIII - Revenue**

11 *Section 1.* The Chapter officers may authorize and collect a reasonable registration fee from those
12 members who attend the annual meeting or another meeting of the Chapter. For the annual meeting, the
13 Chapter officers shall establish the amount of such fee with the intent of covering only the costs
14 associated with the meeting itself, and not as a means of obtaining additional revenue for the Chapter. At
15 no time shall the balance of Chapter funds exceed the amount of one thousand dollars (\$1,000.00). In the
16 event that this balance is exceeded, an immediate appropriate expenditure shall occur, in order to reduce
17 the balance below the maximum. All expenditures of the Chapter shall be in accordance with these
18 bylaws.

19 *Section 2.* No member of the Chapter, including its officers, shall receive a salary or other compensation
20 from the Chapter, except that expenses incurred on behalf of the Chapter that are reported to and
21 approved by the Chapter officers on forms prescribed thereby may be reimbursed by the Chapter. Funds
22 of the Chapter, regardless of their source, shall not be used for lobbying.

23 *Section 3.* The Chapter officers may provide funding for student groups and Chapter committee activities
24 at their sole discretion. Student groups and Chapter committees shall not collect any fees, dues, or
25 assessments from their members, or contributions of any kind from any other source, except that student
26 groups may obtain funding from their institutions with the approval of the Chapter officers.

27 *Section 4.* The fiscal year of the Chapter shall be the same as that of SEAKM.

28 **Article IX - Meetings**

29 *Section 1.* The Chapter shall hold an annual meeting of its members for the purpose of conducting the
30 election of the Chapter officers and any other business of the Chapter. The Chapter officers shall
31 determine the place and time of the annual meeting, but it shall occur at a location within the [Saint Louis,](#)
32 [Missouri](#) metropolitan area and not sooner than January 1 nor later than March 1. The Chapter officers or
33 a three-fourths majority vote of the eligible members of the Chapter may call additional meetings of the
34 Chapter at any time. The Chapter secretary shall provide notice of each meeting and the specific items to
35 be discussed to all Chapter members at least seven days in advance. A quorum for duly notified Chapter
36 meetings shall consist of those Professional and Associate Members of the Chapter present or voting by
37 proxy.

38 *Section 2.* The Chapter officers shall meet at least once during each quarter of each year at a time and
39 place determined by the Chapter officers. The Chapter president or any three other Chapter officers may
40 call additional meetings of the Chapter officers at any time. The Chapter secretary shall provide notice of
41 each meeting and the specific items to be discussed to all Chapter officers at least seven days in advance.
42 A quorum for duly notified Chapter officer meetings shall consist of a majority of the Chapter officers.

1 *Section 3.* Each Chapter committee shall meet at least once during each quarter of each year at a time and
2 place determined by the committee. The chairperson may call additional meetings of the committee at
3 any time. The chairperson shall provide notice of each meeting and the specific items to be discussed to
4 the Chapter president and all committee members at least seven days in advance. A quorum for duly
5 notified Chapter committee meetings shall consist of the chairperson and a majority of the remaining
6 members of the committee.

7 *Section 4.* All meetings of the Chapter, its officers, and its committees shall be conducted in accordance
8 with *Robert's Rules of Order Revised*, 1915 version, as applicable and where not inconsistent with the
9 law, the SEAKM Bylaws, these bylaws, or any special rules of order adopted by the SEAKM Board of
10 Directors or the Chapter officers.

11 **Article X - Amendments**

12 *Section 1.* Amendments to these Bylaws may be proposed by a simple majority vote of the Chapter
13 officers or by a three-fourths majority vote of the Chapter.

14 *Section 2.* A proposed amendment shall become effective only when approved in an at-large vote by mail
15 ballot in which not less than one-fourth of the eligible members of the Chapter cast ballots and a two-
16 thirds majority of the votes cast are in the affirmative, and when approved by the SEAKM Board of
17 Directors. The ballot shall include or be accompanied by, at a minimum, the complete text of the
18 proposed amendment. An approved amendment shall become effective immediately.

19 **Article XI - Dissolution**

20 In the event of the dissolution of the Chapter, its net assets shall be transferred to SEAKM.

21 **Article XII - Implementation**

22 These bylaws shall take effect immediately upon their adoption by a two-thirds majority vote of the
23 eligible Chapter members present or voting by proxy at a duly notified meeting of the Chapter and their
24 approval by the SEAKM Board of Directors.