

BYLAWS OF THE NORTHERN KENTUCKY CHAPTER OF THE KENTUCKY SOCIETY OF PROFESSIONAL ENGINEERS, INC

PREAMBLE

Recognizing that the Northern Kentucky Chapter is a chartered organization of the Kentucky Society of Professional Engineers (KSPE), the Northern Kentucky Chapter shall at all times adhere to the directives set forth in the BYLAWS of the parent organization.

ARTICLE I – NAME OF THE ORGANIZATION

Section 1.01 Name

The name of this chapter of the Kentucky Society of Professional Engineers, hereinafter called KSPE, shall be the “Northern Kentucky Chapter,” hereinafter called the Chapter.

ARTICLE II – OBJECTIVE

Section 2.01 General

The objective of the Chapter shall be, in addition to meeting the objective of KSPE, the promotion of more frequent meetings and interaction of its members to provide closer professional association, provide the opportunity for professional development and to enhance the professional welfare of its members.

ARTICLE III – MEMBERSHIP AND VOTING RIGHTS

Section 3.01 Members

Membership to the Northern Kentucky Chapter shall commence upon admission as a member to KSPE and payment of dues to the Chapter as set forth in the Bylaws.

Section 3.02 Voting

All members shall have the voting rights as established by KSPE.

ARTICLE IV – ADMISSIONS

Section 4.01 Admissions

Members will be automatically admitted to the Northern Kentucky Chapter upon successful admission to KSPE and payment of dues to the Chapter. Membership in any other chapter or chapters of KSPE shall not prohibit admission to membership in this Chapter.

Section 4.02 Expulsions

Expulsion of any member from the Northern Kentucky Chapter is automatic upon

expulsion from the Kentucky Society of Professional Engineer.

Section 4.03 Resignations and/or Transfers

- A. Resignations. When a member resigns from KSPE, the member automatically resigns from the Chapter.
- B. Transfers. A member may request transfer of their membership to another chapter at any time by contacting KSPE who will make the appropriate change and provide notification to impacted chapters.

ARTICLE V – BOARD OF DIRECTORS/OFFICERS

Section 5.01 Board of Directors Responsibility

The Board of Directors shall have the responsibility for direction and supervision of all matters pertaining to the Chapter.

Section 5.02 Board of Directors Make-up

The Board of Directors shall include 10 elected officers consisting of the President, President-elect, Vice-President, State-Director, and six Directors, who shall be elected at a Chapter meeting for election of officers. The Board of Directors shall also include two appointed officers including the Treasurer and Secretary. These positions shall be appointment by the President subject to the approval of the Board of Directors for annual terms of office. Officers shall be members of the Chapter.

Section 5.03 Term of Office

The term of office of the elective officers shall be as follows:

President:	One Year
President-Elect:	One Year
Vice President:	One Year
State Director:	One Year
Chapter Director:	Two Years

Terms of Chapter Directors shall be staggered with three Directors having a term that expires on even years and three Directors having a term that expires on odd years.

Section 5.04 Officer Succession

The Chapter President shall become State Director representing the Chapter upon successful completion of his/her term. The Chapter President-Elect shall automatically become Chapter President upon successful completion of his/her term. The Chapter Vice President shall automatically become Chapter President-Elect upon successful completion of his/her term.

Section 5.05 Nomination and Election

The Chapter Board of Directors shall nominate and present a slate of Officers to the

General Membership for consideration. Additional nominations shall be requested at the General Membership Meeting occurring prior to the Chapter Meeting for Election of Officers. The candidate receiving the majority of votes of members present shall be declared elected.

Section 5.06 Officer Installation

Elected officers shall be installed by a Northern Kentucky Chapter past president at the first regularly scheduled General Membership Meeting of the new business year.

Section 5.07 Officer Vacancy

The unexpired term of any officer shall be filled by appointment of a member of the Northern Kentucky Chapter by the Chapter Board of Directors. This appointed officer shall serve until the next regularly designated meeting for election of officers. Any unexpired term extending beyond the next regularly designated meeting for election of officers shall be filled by election at that meeting.

In the case of disability or neglect in performance of duty by an officer of the Chapter, the Board of Directors shall have the power to declare the office vacant.

Section 5.08 Re-Election

A Chapter Treasurer, Secretary or Director may seek re-election for multiple terms.

ARTICLE VI – MEETINGS

Section 6.01 Board of Director Meetings

Meetings of the Board of Directors shall occur at least once each quarter. Normally, the meetings will be scheduled for the fourth Wednesday of a given month at 4 PM at a location to be determined by the Chapter Board of Directors. Meetings may be scheduled at different times or postponed as determined by the Chapter Board of Directors.

Section 6.02 General Membership Meetings

General Membership Meetings will be normally scheduled for the second Thursday of each month commencing at noon at a location to be determined by the Chapter Board of Directors. Meetings may be scheduled at different times or postponed as determined by the Chapter Board of Directors. There shall be at least four (4) General Membership Meetings each year.

Section 6.03 Called Meetings

Other meetings may be held at such times as the Board of Directors may determine for consideration of certain designated business. The Board of Directors shall also call a meeting upon written request of 20 members. Notice in writing via email shall be sent to all members at least three (3) days before a meeting is held, stating the purpose for which it is called and no other business shall be considered.

Section 6.04 Quorum

C. At a meeting of the Board of Directors, a majority of the Board shall constitute a

quorum.

- D. At other meetings, twenty (20) members, which also include a majority of the Board, shall constitute a quorum for the transaction of business.

ARTICLE VII – AMENDMENTS

Section 7.01 Amendments to the Bylaws

Amendments to the Bylaws must be first approved by a favorable vote of the majority of the Board of Directors. If approved, the amendment shall be presented at the next scheduled General Membership Meeting, and shall be voted on at the meeting for election of officers. A two-thirds vote of the members present at the meeting for election of officers shall be necessary for ratification. An amendment can be ratified only by a vote at a General Membership Meeting.

ARTICLE VIII – SAVINGS CLAUSE

Section 8.01 Conflict with Parent Society

Any Article or section of the BYLAWS found to be in conflict with those of the Parent Society shall be null and void. However, this shall in no way invalidate the remaining articles and sections of the BYLAWS.

ARTICLE IX – DISSOLUTION

Section 9.01 General

The Chapter shall use its funds only to accomplish the objectives and purposes specified in these Bylaws, and no part of said funds shall inure, or be distributed, to the members of the Chapter. On dissolution of the Chapter, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organizations to be selected by the Board.

ARTICLE X – EFFECTIVE DATE

Section 10.01 General

These BYLAWS shall become effective upon its adoption in the manner prescribed for pertaining Amendments within the previous Constitution and/or Bylaws and prior amendments thereto are repealed.

Last amendment voted on and adopted at the March 12, 2020 General Membership Meeting