

BYLAWS
OF THE
GEORGIA SOCIETY OF PROFESSIONAL ENGINEERS

PREAMBLE

The Georgia Society of Professional Engineers (GSPE), recognizing that service to the public, to the state, and to the profession is the premise upon which individual opportunity must be built, does hereby dedicate itself to the promotion and the protection of the licensed professional practice of engineering as a vital social and economic influence to our country.

BYLAW 1 - MEMBERSHIP

Section 1. Membership applications may be received at either the national, state or chapter level and reviewed for eligibility by the state and National Society of Professional Engineers (NSPE) offices. If deemed to be eligible, the applicant shall be added to the rolls of the Chapter, State and National Society.

Section 2. Except as hereinafter provided, all out-of-state members shall be designated and carried on the rolls as "Member-at-Large". The exception to the preceding sentence being that any member, who resides and/or maintains an office outside the State of Georgia, may upon request be assigned to the chapter of the member's choice. The intent of this provision is to take care of members who live and/or work in border states within normal trade areas of chapter headquarters and who are actually affiliated with the chapter involved.

Section 3. Membership in the Society imposes the obligation to uphold the honor and dignity of the engineering profession. It is therefore required of members to be familiar with ethical and legal standards, to observe them, to aid in preventing violations by others and to be familiar with the Society's policies and procedures relating to handling of alleged violations.

Section 4. Violation of the Society Constitution and Bylaws, the Code of Ethics, or conviction of a felony shall be considered as just cause for discipline as hereinafter provided.

BYLAW 2 - DISCIPLINARY ACTION

Section 1. The Board of Directors may expel, suspend for a stated period of time, or censure any member of the State Society.

Section 2. Disciplinary action or recommendation may be taken upon the filing of written charges of unethical conduct under the following procedures:

- a. An ad hoc State Ethics Committee shall conduct an informal, confidential review of all properly submitted complaints. If a formal investigation is advisable, then the Ethics Committee shall conduct a formal investigation. The accused shall be notified of the formal investigation by certified mail and encouraged to informally respond to the allegations in writing or otherwise within fourteen (14) days of receiving the notice. The State Ethics Committee shall then determine whether a hearing is warranted.
- b. Hearings will be conducted by the GSPE Board of Ethical Review. The GSPE Board of Ethical Review shall be composed of the five (5) most immediate past state Presidents of GSPE who are living, resident, and willing to serve. The GSPE Board of Ethical Review shall elect a chairman, who will preside over the hearing. Any three members shall constitute a quorum and a two-thirds vote shall be necessary to render a decision against the accused. The accused shall be notified of the hearing at least thirty (30) days in advance.

by certified mail and encouraged to participate in the hearing. The GSPE Board of Ethical Review shall render a written decision, including any disciplinary action, which shall be submitted to the state President for forwarding to the GSPE Board of Directors for implementation. The accused shall have a limited right of appeal to the GSPE Board of Directors. The scope of the appeal is limited to procedural errors and arbitrary and capricious decisions. The accused may also petition the GSPE Board of Directors for a discretionary appeal to review any matter.

- c. If the accused is to be removed from the membership of the Society, the Board of Directors shall instruct the Secretary to advise the National Society of Professional Engineers and the chapter membership.
- d. If warranted, the Board of Directors may recommend to the State Board of Registration for Professional Engineers and Land Surveyors the revocation or suspension of the accused person's registration certificate as provided under the Official Georgia Code Annotated Section 43-15-1, et seq. All relevant information and documents should be forwarded to the Registration Board to assist them in their deliberation.

BYLAW 3 - CHAPTERS

Section 1. The State of Georgia shall be divided into Chapters and Regions including the counties as listed herein:

Region I

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| Cobb (11) | Cherokee, Cobb, Douglas, Pickens, and Paulding Counties. |
| Northeast Georgia (09) | Banks, Barrow, Clarke, Elbert, Franklin, Greene, Habersham, Hall, Hart, Jackson, Lumpkin, Madison, Morgan, Oconee, Oglethorpe, Rabun, Stephens, Towns, Union, Walton, and White Counties. |
| Northwest Georgia (07) | Bartow, Catoosa, Chattooga, Dade, Fannin, Floyd, Gilmer, Gordon, Murray, Polk, Walker, and Whitfield Counties. |
| West Georgia (14) | Carroll, Coweta, Haralson, and Heard Counties. |

Region II

Atlanta Metro (05) Clayton, Dawson, DeKalb, Fayette, Forsyth, Fulton, Gwinnett, Henry, Newton, and Rockdale Counties.

Region III

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|---------------------|---|
| Columbus (03) | Chattahoochee, Harris, Marion, Meriwether, Muscogee, Schley, Stewart, Sumter, Talbot, Taylor, Troup, and Webster Counties |
| Middle Georgia (06) | Baldwin, Bibb, Bleckley, Butts, Crawford, Dodge, Dooly, Houston, Jasper, Jones, Lamar, Laurens, Macon, Monroe, Peach, Pike, Pulaski, Putnam, Spalding, Treutlen, Twiggs, Upson, and Wilkinson Counties. |
| Augusta (10) | Burke, Columbia, Emanuel, Glascock, Hancock, Jefferson, Jenkins, Johnson, Lincoln, McDuffie, Richmond, Taliaferro, Warren, Washington, and Wilkes Counties. |
| Savannah (01) | Appling, Bacon, Brantley, Bryan, Bullock, Camden, Candler, Charlton, Chatham, Evans, Effingham, Glynn, Liberty, Long, McIntosh, Montgomery, Pierce, Screven, Tattall, Toombs, Ware, and Wayne Counties. |

South Georgia (20) Atkinson, Baker, Ben Hill, Berrien, Brooks, Calhoun, Clay, Clinch, Coffee, Colquitt, Cook, Crisp, Decatur, Dougherty, Early, Echols, Grady, Irwin, Jeff Davis, Lanier, Lee, Lowndes, Miller, Mitchell, Quitman, Randolph, Seminole, Terrell, Telfair, Thomas, Tift, Turner, Wheeler, Wilcox, and Worth Counties.

Section 2. Members within a geographic area have the right to organize within the provisions of the Constitution and Bylaws of the Society and may upon application, receive a charter from the Society, and then be known as a chapter of the Society.

Section 3. Charters may be issued upon approval by the Board of Directors of the application, therefore, and shall be signed by the President and the Secretary of the Society.

Section 4. In order to remain an active chapter, each chapter must meet in a regularly called meeting at least four (4) times a year and duly elect officers to include a chapter President, chapter Secretary, and state director(s). The results of this election must be submitted to the State Secretary or his designate within thirty (30) days of the election. Chapters who fail to meet these requirements will be considered for inactive status. If a chapter is considered inactive, it may return to active status upon meeting the criteria of this section.

Section 5. The Board of Directors may dissolve a chapter that has been on inactive status for more than two years, by revocation of its charter with a two-thirds affirmative vote of all members of the Board. The funds of chapters which have been dissolved may be distributed as approved by the Board.

Section 6. The last duly elected officers of a chapter which is not remaining on active status will transfer all chapter funds to the State Society for safe keeping. The State Society shall maintain these funds in escrow for eventual use of the chapter when it reactivates and will add to these funds any monies which are received on behalf of the chapter and any interest which may accrue. These funds will be separately accounted for in the regular reports which the treasurer makes to the Board of Directors. If a chapter is inactive for more than two (2) consecutive years, all subsequent chapter membership dues and/or any other subsequent funds designated to the inactive chapter, shall be transferred to the general fund for the State Society. These funds will not be refundable. This disposition shall continue until the chapter returns to active status or has been dissolved and members assigned to other chapters. Once a chapter has regained active status, the escrow balance of that chapter's funds will be transferred to the chapter upon written request of the chapter. Chapter funds held in escrow will not be spent, except to cover obligations which are clearly the responsibility of that chapter and only then with a two-thirds vote of members present at a Board of Directors meeting. The State Society will not be responsible for any chapter funds which are not transferred to the State Society for safe keeping.

Section 7. Each chapter should select one or more members for the State Nominating Committee. The Secretary of each chapter should send a report of such selection results to the GSPE Secretary.

Section 8. Applicants for membership may select the chapter they wish to join, but if no preference is noted, the Society will assign the member to the chapter in the geographical location of the member's residence. The member may change this assignment by notifying the Society Office.

Section 9. The Board may authorize and issue charters for student chapters at approved engineering colleges or institutes of technology. Rules and regulations for the organization and operation of student chapters shall be determined by the Board and shall be designated according to the policies of the National Society. Each student chapter shall have a faculty advisor who shall wherever possible be a member of the Society. The student chapter faculty advisor should be appointed by the Society, through the local chapter concerned, on the recommendation of the dean of the college or school involved. Each student chapter shall have a liaison officer from the sponsoring chapter who shall not be directly affiliated with the college or school involved. The liaison officer shall be appointed by the sponsoring chapter.

BYLAW 4 - AFFILIATED GROUPS

Local chapter auxiliaries may be established with approval of the chapter membership. The purpose of an auxiliary shall be to assist in promoting the best interests of the professional engineer and the Society. The auxiliary shall be responsible to the chapter for its policies including ratification of bylaws.

BYLAW 5 - FISCAL AND ADMINISTRATIVE YEARS

Section 1. The fiscal year of the Society shall be from July 1 through June 30.

Section 2. The administrative year of the Society shall be from July 1 through June 30.

BYLAW 6 - DUES

Section 1. Dues become due and payable on the anniversary of membership.

Section 2. The dues for membership in the Society shall be as set by the Board of Directors.

Section 3. Statements for annual dues shall be sent to each member by NSPE.

Section 4. If the dues of any member remain unpaid on the due date, said member shall be listed as "delinquent". If the dues of any member remain unpaid three months after due date, said member shall be dropped from the rolls of the Society as a member. The request of such person for readmission must be accompanied by dues for the current year.

Section 5. A member shall become eligible for Life or Retired status with waiver or reduction of dues after meeting the requirements as set forth by NSPE.

Section 6. After five (5) years of continuous membership an application for waiver of one-half dues and after ten (10) years an application for waiver of full dues, because of disability of a total and permanent nature, may be made by a member. Such application, if approved by the chapter (if any) and the Board, shall be submitted to the National Society for final approval.

Section 7. Upon receipt of a bachelor's degree in engineering, Student Members in good standing shall be advanced without filing an application to the next higher membership grade for which qualified, except that graduate students may retain Student Membership by request to GSPE.

BYLAW 7 - BOARD OF DIRECTORS

Section 1. The Board of Directors shall have the direction and general supervision of all matters pertaining to the Society. It shall adopt and monitor a budget and cause the accounts of the treasurer to be audited-reviewed annually.

Section 2. The Board shall provide for and superintend the publication and distribution of all proceedings or transactions of the Society.

Section 3. The Board shall be empowered to invest and reinvest such funds as may be available for the creation of a reserve fund. A three-fourths vote of the Board Members present at a meeting at which a quorum exists shall be required to authorize expenditures from this fund which are other than for investment or reinvestment.

Section 4. Each Director elected by the chapter or an appointed alternate is expected to act as the liaison officer between the chapter and the Board. The Director shall attend the meetings of the chapter for the purpose of inquiring into the condition of the profession and for improving the work of the chapter and its members.

Section 5. Each Director or appointed alternate representing an active Practice Division is expected to act as the liaison officer between that Practice Division and the Board, particularly in all matters of interest of the Practice Division.

Section 6. The Board shall hold a regular meeting at the time of the Annual Meeting and at least once each quarter thereafter. It shall hold special meetings at the call of the President or on the petition of twenty five (25) percent of the directors.

Section 7. A notice of each meeting of the Board shall be sent to each member of the Board at least ten (10) days prior to the scheduled date thereof. An agenda and copy of each report and resolution which are to be considered at such meetings shall accompany the notice of the meeting and no other matters shall be considered at such meetings without the consent of the majority of the members of the Board in attendance.

BYLAW 8 - LETTER BALLOTS OF THE BOARD

Section 1. The President may at any time direct the secretary to submit any question to the members of the Board by means of a ballot.

Section 2. Upon direction of the majority of the members of the Board present at any meeting, where less than all members of the Board are present, the Secretary shall submit any question to the members of the Board by means of a ballot.

Section 3. A majority of all votes received within fifteen (15) days of the mailing of the ballots shall decide the question, provided votes are received from at least two-thirds of the total membership of the Board.

Section 4. The Secretary shall record, as a part of the minutes of the appropriate meeting, the data concerning each ballot, including the dates of the mailing and the return of the ballots, and the names and votes of all members voting. The Secretary shall notify all members of the Board of the results within three (3) weeks of the date of the original action.

BYLAW 9 - EXECUTIVE COMMITTEE

Section 1. As provided in the Constitution, the Executive Committee shall conduct the business of the Society between Board meetings.

Section 2. Special meetings of the Executive Committee will be held at the call of the President or at the request of three members of the Committee.

BYLAW 10 - OFFICERS

Section 1. President. The President shall preside at all meetings of the Society, the Board of Directors, and the Executive Committee; shall be an ex-officio member of all committees; shall appoint the chairman of all committees and have general direction of the business of the Society. The President shall exercise supervision over the operations of the executive director and keep the Board apprised concerning that office.

Section 2. President-Elect. The President-elect shall act as President in the President's absence, and shall undertake assignments at the request of the President, the Executive Committee, or the Board. The principle activity of the President-elect shall be an examination of the Society and the development of plans for the following year and shall be responsible for the Annual Planning Meeting.

Section 3. Vice President. In the absence of, or in case of the inability of the President and President-Elect to perform their duties, it shall be the duty of one of the Vice Presidents, selected by the Board, to perform all the duties of the President. There is one Vice President for each Region, and one Regional Vice President At-Large. Each Vice President shall maintain active liaison with the chapters.

Section 4. Treasurer. It shall be the duty of the Treasurer to protect all money and records of accounts of the Society, making an annual report of receipts and disbursements to the Society.

Section 5. Secretary. The Secretary shall perform such duties as are required by law, or assigned by the Board.

Section 6. State Delegate. The State Delegate shall represent the Society in the NSPE House of Delegates.

Section 7. Immediate Past President. The Immediate Past President shall serve as an advisor to the GSPE Board of Directors and Executive Committee.

BYLAW 11 - EXECUTIVE DIRECTOR

Section 1. Executive Director. The Executive Director shall keep an accurate record, and have custody of all official papers and records; call the meeting to order in the absence of the President, President-elect and Vice Presidents, and call for a motion for the election of a President pro tempore; issue all calls and notices ordered by the President or the Board; submit at the Annual Meeting a written report covering the duties and activities of the position, including a statement of the membership of the Society; give such bond, to be paid out of the treasury of the Society, to secure the faithful discharge of assigned duties; receive such salary as the Board shall determine; and have such other duties and prerogatives as the Board may assign. At the expiration of service, the Executive Director shall turn over to a designated successor all books, documents and other property of GSPE in the custody of the Executive Director, receiving a receipt thereof.

BYLAW 12 - COMMITTEES

Section 1. Standing committees shall include the following:

Awards	Membership
Budget & Finance	Nominating
Communications	Past Presidents Advisory Council
Constitution & Bylaws	PE Recognition Ceremony
MATHCOUNTS Fund Raising	Strategic Planning
MATHCOUNTS Program	Sustaining Firms

Section 2. Chairmanship all committees, except the Executive Committee and Nominating Committee, shall be appointed by the President.

Section 3. All committees shall make an annual written report to the Board and the Society.

Section 4. It shall be the policy of the Society to cooperate to the fullest extent with other organized groups of engineers within the State, and the Board shall from time to time, provide for the formation of joint committees for the promotion of measures in harmony with the declared objectives of the Society.

Section 5. The President shall appoint a representative to provide liaison to committees or boards of other associations or intersociety coalitions as required to achieve the goals of the GSPE. These include, but are not limited to,

Georgia Engineering Alliance (GEA)	Georgia Engineering Foundation (GEF)
Georgia Engineers Week Committee	Georgia Engineers Legislative Coalition
Georgia Engineers Summer Conference Committee	The Georgia Engineer Editorial Board
Board of Registration Coalition	QBS Steering Committee

Section 6. No committee shall commit the resources of GSPE without specific authorization from the Board.

Section 7. The President shall appoint ad hoc committees, as needed, to address subjects of importance to the Society. An ad hoc committee appointment shall automatically terminate at the completion of its business or within one year, whichever occurs first.

BYLAW 13 - PRACTICE DIVISIONS

Section 1. Practice Divisions, comprised of members having common professional interests, shall operate under the Constitution and Bylaws of the Society. Operating Rules and any changes thereto must have the approval of the Board before becoming effective. The Board may dissolve a Practice Division after conducting a hearing on the need for such action.

Section 2. The Practice Divisions shall be conducted to provide effective forums for discussion and united action on the part of members grouped according to type of professional employment. The improvement of professional recognition, conditions of employment and other matters of mutual welfare shall be the goal.

Section 3. Membership in each Practice Division shall be limited to members of the Society, except as specifically provided for in the Rules of the Practice Division.

Section 4. The officers of each Practice Division shall include a chairman, the immediate past chairman, and such other officers as determined by the Practice Division and approved by the Board. The chairman shall serve as a Director of the Society.

Section 5. Officers shall assume the duties usually performed by officers in like positions, subject to rules which may be adopted by the division and approved by the Board.

Section 6. The officers shall constitute the Practice Division Executive Board.

Section 7. When considered necessary for promoting or forwarding its special objectives, any practice division may establish a fund for that purpose, to be maintained in the treasury of the Society. Such funds may be obtained through dues and/or assessment of its own members, or by other means which are authorized by the Board. The Treasurer of GSPE shall be the custodian of all Practice Division funds, the expenditure of which shall be subject to the approval of the officers of the Practice Division.

Section 8. Minutes shall be kept and filed for all meetings of Practice Divisions and of the Practice Division Executive Board. An annual report outlining the Practice Division's activities for the year, including financial statement and officers, shall be made to the Board.

Section 9. All actions by Practice Divisions shall be consistent with the policies of the Society.

Section 10. Practice Divisions serving the Society may be as follows:

Professional Engineers in Construction
Professional Engineers in Education
Professional Engineers in Government
Professional Engineers in Industry
Professional Engineers in Private Practice

Section 11. Practice Divisions shall operate as Interest Groups in accordance with NSPE Bylaws.

Section 12. A Practice Division shall be considered active or inactive based on the policies set forth by the Board.

BYLAW 14 - SUSTAINING FIRMS

Section 1. The Society shall solicit contributions from Sustaining Firms to be used to meet the expenses of and to carry on the programs of the Society.

Section 2. A Sustaining Firm must contribute a minimum of \$250.00 per year to the Society, of which a minimum of forty (40) percent of the contribution shall be designated to be used at the chapter level by the chapter securing and maintaining active relationship with the Sustaining Firm in accordance with policy set forth by the Board of Directors. If no chapter is designated, then the contributions of the Sustaining Firm shall be placed in the general fund of the Society.

BYLAW 15 - MEETINGS

The Annual Meeting of the Society shall be held between June 1 and July 31.

BYLAW 16 - ORDER OF BUSINESS

Section 1. The order of business at meetings of the Board shall be determined by the President subject to approval of the Board.

Section 2. Robert's Rules of Order (revised) shall govern matters of parliamentary procedure of the Society.

BYLAW 17 – ELECTRONIC VOTING

Electronic voting is permitted to expedite the ratification of decisions of the GSPE, except where specifically prohibited in these Bylaws.

BYLAW 18 – AMENDMENTS

These Bylaws may be amended to address the changing needs of GSPE and its membership. The amendment procedure shall be in accordance with Article XV, Section 2 of the GSPE Constitution

Revised March 21, 2006