

## **CONSTITUTION**

### **ROCKY MOUNTAIN CHAPTER OF THE SOCIETY OF FIRE PROTECTION ENGINEERS**

#### Article 1 Name

1.1 The name of the organization shall be the Rocky Mountain Chapter of the Society of Fire Protection Engineers.

#### Article 2 Location

2.1 The location of the Chapter will be in Denver, Colorado.

2.2 The Chapter shall solicit Members and Chapter Friends from the Greater Rocky Mountain Region, which includes Colorado, Wyoming, Montana, Utah and Idaho.

#### Article 3 Definitions

3.1 Wherever the term "Society" is used, it shall be construed to mean "The Society of Fire Protection Engineers."

3.2 Wherever the term "Chapter" is used, it shall be construed to mean "The Rocky Mountain Chapter of the Society of Fire Protection Engineers."

3.3 Wherever the term "Board" is used, it shall be construed to mean the "Chapter Board of Directors."

3.4 Wherever the term "Member" is used, it shall be construed to mean members (Fellows, Members, Associate Members, Affiliate Members, Student Members and Allied Professionals) of the Society and Chapter in good standing.

3.5 Wherever the term "Chapter Friend" is used, it shall be construed to mean any individual in good standing who participates in Chapter affairs and is not a Chapter Member.

3.6 Wherever the term "Membership" is used, it shall be construed to mean Chapter Members and Friends.

#### Article 4 Organization

4.1 The Chapter is established under the constitution of the Society of Fire Protection Engineers as incorporated under the laws of the Commonwealth of Massachusetts, as a not-for-profit organization of individual Members with voting rights vested in the individual Members.

#### 4.2 Branches

4.2.1 The Board, at its discretion, may establish Branches of the Chapter to further the aims of the Chapter and particular groups of Members with common interests.

4.2.2 Groups from the Chapter Membership in individual geographical areas desiring to form local Branches for purposes of discussion and advancement of the objectives of the Chapter and the Society

may apply to the Board for authority to organize such a Branch. If granted Branch status, the Branch shall be known as the "Branch of the Rocky Mountain Chapter of the Society of Fire Protection Engineers."

4.2.3 The Board may, after due notice, disband a Branch for cause.

4.2.4 Membership in a Branch shall be limited to the Chapter Membership.

4.2.5 A Branch Chair shall be a Member of the Society in good standing and shall be elected by a majority of the votes cast by the Branch Membership present at the Branch annual meeting to serve for a term of one year. The Chair shall be eligible for an additional term and shall be a Member of the Board by virtue of that office.

4.2.6 A Branch may have such additional officers as may be deemed appropriate and are not in conflict with articles of this Constitution or its Bylaws.

4.2.7 All provisions of the Constitution and Bylaws with respect to the operation of the Chapter shall apply to a Branch.

#### Article 5 Objectives

5.1 The objectives of the Chapter shall be to advance the science and practice of fire protection engineering and its allied fields, to maintain a high ethical standing among its Membership and to foster fire protection engineering education.

5.2 The Chapter shall speak only for itself and not for the Society.

5.3 In accomplishing these objectives, the Chapter shall not engage in any activity which is not educational, scientific, or charitable within the meaning of section 501 (c) (3) of the United States Internal Revenue Code, as amended. No substantial part of the activities of the Chapter shall be attempting to influence legislation and the Chapter shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

#### Article 6 Membership

6.1 A Chapter Member shall be a Society Member in good standing and shall be permitted to vote in all Chapter affairs.

6.2 A Chapter Friend need not be a Society Member, however, as such, will not be permitted to vote in Chapter affairs or serve as Chapter President and Vice President.

#### Article 7 Board of Directors and Offices

7.1 There shall be a Board consisting of the Chapter Officers, Branch Chairs, the Immediate Past President, and Committee Chairs elected by the Members. The Board will consist of an odd number of Members.

7.2 The officers of the Chapter shall be President, Vice President, Secretary, and Treasurer, and Member(s)-At-Large. The President and Vice President shall be Members in good standing of the Society. The Board may assign Member(s)-At-Large responsibilities including, but not limited to Program

Chair, Community Outreach, PE Registration, Nominating Chair, Newsletter Editor, Education and Liaison with other societies. The Officers shall be elected by majority vote of the Members present at the annual meeting and shall hold office for one year and be eligible for re-election. Exception – A Member may vote by absentee ballot with approval of the Nominating Chair. The Member must provide two weeks notice prior to the annual meeting to the Nominating Chair that they will not be able to attend the annual meeting. The absentee ballot must be returned to the Nominating Chair prior to the start of the Annual Meeting.

7.3 The Chapter President shall preside over all Chapter meetings.

7.4 Any Officer or Chair who serves for two consecutive terms in any one office is not eligible for re-election in that office for a minimum of one year. Exceptions - this limitation on the terms of service for the Secretary, Treasurer, and Members at Large may be waived by the Board, on an annual basis, upon recommendation of the nominating committee.

7.5 All incoming Officers shall commence their term of office at the Annual Meeting, during which Officers are elected (the May meeting).

7.7 The resignation of any Officer or Committee Chair shall be tendered to the President.

7.8 Vacancies in office may be filled, until the next election, by majority vote of the Board.

#### Article 8 Committees

8.1 Committees shall be of two classes: Committees which shall have a continuing function; and Special Committees which shall be appointed by the President for the execution of a particular task, going out of existence upon the completion of said task and acceptance of a final report.

8.2 The President shall designate, with Board approval, the Chairs of each Committee, except as otherwise provided for by the Constitution.

8.3 The duties of each Committee shall be as specified in the Bylaws.

8.4 Committee actions shall avoid conflict in those areas clearly within the scope of the Society. In case of doubt, the Society headquarters should be consulted.

8.5 Committee members shall not place the Chapter in the position of giving fire protection engineering advice, either as an organization or by representation in the name of the Chapter.

#### Article 9 Meetings

9.1 There shall be not less than eight Chapter meetings in each fiscal year. The last meeting in the spring shall be the Annual Meeting.

9.2 Quorum

9.2.1 A Membership of five shall constitute a quorum for carrying on a Chapter meeting.

9.2.2 A majority of the Board shall constitute quorum for purposes of conducting Board business.

9.2.3 A majority of any committee shall constitute a quorum for carrying on a meeting of such committee.

9.3 The rules of procedure in meetings shall be according to "Roberts' Rule of Order" when consistent with this Constitution and its Bylaws.

## Article 10 Administration

### 10.1 Fiscal Year

10.1.1 The fiscal year of the Chapter shall begin on the first day of July and terminate on the last day of June.

10.2 The duly elected officers and the Board shall direct the affairs of the Chapter.

10.3 The administrative and financial functions of the Chapter shall be vested in the Board. All actions by the Board shall be subject to review and approval at the annual meeting of the Chapter.

10.4 The Chapter may receive, own, and maintain funds, real property or personal property and use or apply the whole or any part of the income there from and the principal thereof. The Chapter may contribute funds or property to persons and organization, as necessary in the accomplishment of the objectives of the Chapter.

10.5 No income or assets of the Chapter may be used by or for the personal profit of any individual, institution, or corporation except as provided for in this constitution.

10.6 The Chapter shall in no way incur financial obligations upon the Society.

10.7 The Chapter shall not be bound by an agreement, written or oral, unless the agreement has been approved by the Chapter in annual or special meeting or by recorded vote of the Board.

10.8 Annual dues shall be as stipulated in the Bylaws.

## Article 11 Amendments

11.1 Amendments to the Constitution shall be submitted to the Secretary in written form by any Member in good standing or shall be proposed by action of a majority vote of the Board.

11.2 Amendments shall be posted in the Chapter publications by separate mailing 10 days prior to a Chapter meeting.

11.3 Amendments shall be presented in writing to the Membership at the next meeting following its posting.

11.4 An amendment shall be valid when approved by two-thirds majority of the Membership present at the Chapter meeting.

## **BYLAWS**

### **ROCKY MOUNTAIN CHAPTER OF THE SOCIETY OF FIRE PROTECTION ENGINEERS**

#### Section A Membership

A.1 All applications for Membership shall be submitted to the Treasurer.

A.2 The Treasurer shall forward new Membership applicants to the Secretary who will enter the applicant's name on the Membership roster.

A.3 The Secretary or Membership Chair shall notify the applicant in an appropriate manner.

A.4 Honorary Chapter Member may be conferred upon a person of age 60 or over who has been a Member or Associate of the Society for at least fifteen years, has rendered exceptional service to the Chapter and has made a substantial contribution to the profession of fire protection engineering. In special circumstances, Honorary Chapter Member may be conferred upon a person of acknowledged eminence in fire protection engineering or related sciences, regardless of age and regardless of prior membership status in the Chapter. A favorable report by the Board and a majority vote of the membership attending and present at any Chapter meeting shall be necessary to elect.

A.5 Any retired member 60 years of age or older who has been a Chapter Member or has paid Chapter dues, for at least five years, is eligible to make application to the Board for Life Chapter Member.

#### Section B Duties of the Board of Directors

B.1 The Board shall formulate the policies of the Chapter and perform such other duties as may be prescribed by the Constitution and Bylaws.

B.2 The Board shall provide representation at the Society meetings in the event the President and/or Vice President cannot attend.

#### Section C Duties of officers

##### C.1 President

C.1.1 The President shall preside at all meetings and other duties usual to the office. Meetings of the Board may be called at the discretion of the President or by request to the President of three or more members of the Board. The President shall serve as ex-officio member of all committees.

##### C.2 Vice President

C.2.1 It shall be the duty of the Vice President to serve as liaison member of each committee provided for in the constitution and report to the President the apparent inability of any committee chairman to give attention to his assigned activity.

C.2.2 In the absence of the President, the Vice President shall assume the duties and authority of the President. The Vice President shall also assume such other duties as are assigned by the Board. In the

event of a vacancy occurring in the office of President, the Vice President shall serve as President until the next election is held by the Chapter.

C.2.2 The Vice President shall sit as a Senator at the Society Senate meeting if at the time the members of the Chapter exceed 50.

### C.3 Secretary

C.3.1 The Secretary shall record all official actions of the Chapter and perform other duties usual to the office of the Secretary. The Secretary shall keep a register of the Chapter Membership and affiliations. The Secretary shall submit to the Membership up-to-date lists of the Chapter members, minutes of the meetings, and other information as requested by the Board of the Society. In addition, the Secretary shall submit annually a list of the Chapter Membership to the Society.

### C.4 Treasurer

C.4.1 The Treasurer shall maintain the financial records of the Chapter and perform the duties usual to the office and such other duties as assigned by the Board.

C.4.2 The Treasurer shall receive all monies for deposit, keep complete records of all transactions, collect member's dues and maintain a record thereof. The Treasurer shall be responsible for handling tickets for dinner meetings. The Treasurer shall present an audited financial report at each annual meeting of the Chapter covering the fiscal period to date. The Treasurer shall, within one month after the annual meeting, deliver to the successor all monies, vouchers, books and papers of the Chapter and distribute to the Membership a financial report covering the entire Chapter year.

## Section D Committees

D.1 Committees shall assume duties specified in the Bylaws and as assigned by the Board.

D.2 Committee Chairs shall appoint such additional members as needed to complete the task.

D.3 Committee Chairs shall report at the Board Meeting, at the request of the President.

D.4 The following Committees may be established as needed:

D.4.1 Program Committee: This committee shall recommend appropriate features for meetings and field trips. It shall procure qualified speakers for presentation of subjects and information on or allied to fire protection engineering. The committee shall extend the courtesies of the Chapter to guest speakers and introduce them. This committee shall arrange all details of meetings and chapter activities (such as dinners, public address system, visual aid equipment and meeting announcements). In absence of a committee, the Program Chair if so elected or another Board Member may perform these duties.

D.4.2 Nominating Committee: This committee shall nominate the officers and directors. The Secretary shall mail the Nominating committee report to the Members at least thirty days prior to the Annual Meeting. This committee shall be composed of Members only. In absence of a committee, a Board Member assigned by the President may perform these duties.

The following statement shall be made a part of the Nominating Committee report: "Nomination of any eligible candidate may be made by any Member for election to any office if the candidate's name is submitted to the Secretary seven days prior to the Annual Meeting, together with the signatures of five Members of the Chapter."

D.4.3. Registration and Education Committee. This committee shall organize Chapter-sponsored educational seminars, Chapter-sponsored PE study groups, and address PE registration issues as needed. In absence of a committee, the Registration and Education Chair if so elected or another Board Member may perform these duties.

#### Section E Meetings

E.1 Notice of Chapter and special meetings shall be mailed to the Chapter Membership at least ten days before such meeting.

E.2 At the annual meeting, the retiring President shall present the Chapter Membership an annual report reviewing the activities of the Chapter during the past program year, making recommendations to the successor. The President shall submit a copy of this annual report to the Society after the annual business meeting.

E.3 The President may at any time or upon written request of a Membership of five call a meeting. Such request and a notice of every meeting shall state the object for which the meeting is called.

#### Section F Dues

F.1 The annual dues shall be set by the Board prior to the September meeting. Dues shall be payable on or before September 1.

F.2 Persons elected to Membership in the last quarter of the fiscal year shall be considered as fully paid for the next year.

F.3 Honorary Chapter Members shall be accorded the privileges of the grade of Member without payment of dues.

F.4 There shall be a onetime registration fee of ten dollars for Members granted Life Membership, such fee shall be submitted upon application to the board.

F.5 Any Member who fails to pay his dues within sixty days after September 1 shall be suspended from the Chapter by notification from the Secretary upon notification from the Treasurer, but shall be reinstated if the delinquent dues are paid.

F.6 Dues for new Members and Chapter Friends shall be submitted with application for such status.

#### Section G Amendments

G.1 Amendments to these Bylaws may be proposed in writing at any meeting. Amendments shall become valid upon majority vote of Chapter Membership at subsequent Chapter meeting.