



WICHITA COUNCIL OF ENGINEERING SOCIETIES

BY-LAWS

Amendment 1 – August 2023

Article I. Name

The name of this organization shall be as stated in Article I of its Constitution, Wichita Council of Engineering Societies (WCES), hereafter referred to as the “Council”.

Article II. Purpose

The purpose of this organization shall be as stated in Article II of its Constitution.

Article III. Membership

The membership requirements of the organization’s members shall be as stated in Article III of its constitution. Each member organization shall be hereafter referred to as the “Society”. Membership to the Council shall be considered after Society acceptance of the WCES Constitution; WCES By-Laws and a request for membership. Society membership to the Council shall be obtained by majority vote of the Board of Delegates after a formal request for membership is submitted by a Society and the Society is deemed qualified by the Council.

Article IV. Mentor

The Wichita Council of Engineering Societies shall serve as a mentor to area colleges of engineering including Wichita State University (WSU) and area vocational, middle and magnet schools with emphasis in Science, Technology, Engineering and Mathematics (STEM). Area colleges of engineering and the WSU representatives shall have the equivalent voting rights of any Society Delegate.

Article V. Finances

- (a) Funds necessary for the functioning of the Council shall be raised by means as determined by the Board of Delegates.
- (b) No dues or assessments shall be levied against any member Society without its approval.
- (c) The fiscal year shall be June 1 – May 31.
- (d) Financial accounts shall be established with the President and Treasurer as the authorized signature bearers.
- (e) Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501c(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Article VI. Organization

- (a) The routine business of the Wichita Council of Engineering Societies shall be conducted at the regularly scheduled meetings of the Board of Delegates.
- (b) Representation shall be per Article IV of the Constitution. The Board of Delegates shall be composed of one delegate from each of the member societies. An authorized Alternate may vote in the absence of the Delegate.
- (c) Each member society's President/Chair shall notify the Board of Delegates in a written statement of any changes to the Delegate or Alternate.
- (d) The officers of the Council shall be President, Vice President, Treasurer, and Secretary and shall be elected by the Board of Delegates.

Article VII. Duties of Officers

Each officer shall be a Council Delegate of one of the member societies. Their office term shall be consistent with the defined fiscal year. Vacancy in the office of President shall be filled by the Vice President. A vacancy in the office of Vice President, Secretary, or Treasurer shall be filled by nomination by the Council's Executive Committee and special election by the member's delegates. The Executive Committee is defined in Article IX.

President

The President shall preside at all meetings of the Council and shall appoint the chairs of all Committees from among the delegates with the approval of those delegates present at the meeting.

Vice President

In the absence of the President, the Vice-President shall assume the duties of the President.

Secretary

The Secretary shall assume the duties outlined herein and in Article X. An active register of all member societies with the names and addresses of the member society's President/Chair, Delegates and Alternates shall be kept. All Delegates and Alternates shall be informed of each meeting at least five (5) days prior to the meeting.

Treasurer

The Treasurer shall have charge of all funds and keep the necessary books in an orderly manner so they may be audited annually and any other fiscal reports required of the Council. The Treasurer shall pay all Council bills and provide a financial report at all Council meetings.

Article VIII. Nominations and Elections

A Nominating Committee shall:

- (a) Consist of a chair appointed by the President and at least two delegates elected by the Board of Delegates at a meeting;
- (b) Present a slate of candidates to the Board of Delegates no later than July 1. Nominations may be made from the floor with prior written approval from the nominee;
- (c) Provide the election ballots; and
- (d) Count ballots prior to September 1.

An election of officers shall:

- (a) Be held at a meeting or electronically prior to September 1;
- (b) Use written ballots; and
- (c) Be determined by a simple majority of votes being cast.

Article IX. Committees

The President shall appoint a chair of such committees as necessary to accomplish the purpose of the Council. The committee chair must be a member of a Society organization and other members may be voting members or volunteers. Committee reports shall be documented in the meeting minutes and posted on the WCES web site.

- (a) The Council shall have an Executive Committee composed of the President, Vice President, Treasurer, Secretary, Immediate Past President and may include two additional delegates.
- (b) The Finance Committee shall be appointed by the President of the Council and chaired by the Treasurer of the Council.
- (c) The Board of Delegates, acting as a standing committee, shall plan and conduct the activities for National Engineers Week which should include a banquet to promote the positive visibility of engineers. This committee shall be chaired by the President.

- (d) An Awards Committee shall be appointed by the President of the Council to highlight outstanding engineers to the community.
- (e) Other committees may be established by the President as necessary to fulfill the needs of the Council.

Article X. Meetings

- (a) The Board of Delegates shall meet at least once a year which shall be prior to September 1. Additional meetings may be called by the President. One of the meetings shall be held for the presentation of the Nominating Committee slate.
- (b) The quorum for any meeting shall consist of one half of the membership of the Executive Committee.
- (c) The current edition of the Robert's Rules of Order shall be the authority regarding meeting conduct and parliamentary procedure.
- (d) Proxies shall not be allowed.
- (e) The order of business shall be as follows:
 - 1. Call the meeting to order,
 - 2. Establish a quorum,
 - 3. Announcements,
 - 4. Approve the agenda,
 - 5. Approve meeting minutes,
 - 6. New Business,
 - 7. Old Business,
 - 8. Establish a date for the next meeting, and
 - 9. Adjournment

Article XI. Policy and Procedures

The operations of the Council shall be as stated herein.

Article XII. Amendments to By-Laws

- (a) All member societies, through its delegate, shall be notified in writing of proposed By-Laws amendment within 60 days of receipt of the amendment proposal.
- (b) Delegates shall be balloted by mail (USPS and/or electronically) on the proposed amendment within 60 days after notification of the amendment proposal.
- (c) Adoption of the amendment shall be determined by a two-thirds vote of the ballots postmarked by the date specified.

THIS FIRST AMENDMENT to the Wichita Council of Engineering Societies is executed as of August 4, 2023, by the undersigned.

RECITALS:

Notice. Notice of the proposed amendment was made via email, hand delivery and in meeting notice of the proposed amendment dated August 1, 2023.

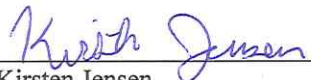
Resolution. The resolution adopting the proposed amendment was voted on by the Wichita Council of Engineering Societies on August 1, 2023. Directors and members not present in person expressed their approval in writing, and such approval was delivered to the Secretary at, or prior to, the meeting. Except as elsewhere provided, such approvals must be by at least two-thirds (2/3) vote of the ballots postmarked by the date specified.


Effective. A copy of each amendment shall be certified by the President and Secretary of the Council as having been duly adopted and shall be effective when duly approved.

NOW, THEREFORE, it is hereby declared that the above Declaration is amended as follows:

In all other respects and except as specifically herein provided, said Bylaws shall remain in full force and effect pursuant to its terms.

IN WITNESS WHEREOF, the undersigned have caused this Amendment to be executed on August 4, 2023.


Kirsten Jensen
Secretary
Wichita Council of Engineering Societies



Robert Potter
President
Wichita Council of Engineering Societies

STATE OF KANSAS

COUNTY OF SEDGWICK

BE IT REMEMBERED, that on this 10th day of August, 2023, before me, the undersigned, a Notary Public in and for the County and State aforesaid, appeared Kirsten Jensen – WCES Secretary and Robert Potter – WCES President, personally known to me to be same person(s) who executed the within instrument of writing.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.


Notary Public

My Appointment Expires:

7-14-26



The following pages are the initial By-Laws of the Wichita Council of Engineering Societies dated 6 June 1991. They are provided for historical reference.

WICHITA COUNCIL OF ENGINEERING SOCIETIES

BY-LAWS

Accepted 6 June 1991

Article I. Name

The name of this organization shall be as stated in Article I of its constitution, Wichita Council of Engineering Societies (WCES).

Article II. Purpose

The purpose of this organization shall be as stated in Article II of the constitution.

Article III. Membership

The membership requirements of the organization's members shall be as stated in Article III of the constitution. Membership to the Council after acceptance of the By-laws shall be obtained by majority acceptance of the current members after a formal request for membership by qualified societies.

Article IV. Mentor

The College of Engineering of The Wichita State University shall serve as the mentor of the Wichita Council of Engineering Societies. Its representative shall have the equivalent voting rights of any member society.

Article V. Finances

- (a) Funds necessary for the functioning of the Council shall be raised by means as determined by the delegates.
- (b) No dues or assessments shall be levied against any member Society without its approval.
- (c) The fiscal year shall be September 1 through August 31.
- (d) Financial accounts must be established with the President and Treasurer as the authorized signature bearers.

Article VI. Organization

- (a) The routine business of the Wichita Council of Engineering Societies shall be conducted at the regularly scheduled meetings of the Board of Delegates.
- (b) Representation shall be per Article IV of the Constitution. The Board of Delegates shall be composed of one delegate from each of the member societies. The authorized Alternate may vote in the absence of the Delegate.
- (c) Each member society's President/Chair shall notify the Board of Delegates in a written statement of any changes to the Delegate or Alternate.
- (d) The officers of the Council shall be President, Vice President, Treasurer, and Secretary and shall be elected by the Board of Delegates.

Article VII. Duties of Officers

Each officer shall be a Council Delegate of one of the member societies. Their office term shall be consistent with the defined fiscal year. Vacancy in the office of President shall be filled by the Vice President. A vacancy in the office of Vice President, Secretary, or Treasurer shall be filled by nomination by the Council's Executive Committee and special election by the member's delegates.

President

The President shall preside at all meetings of the Council and shall appoint the chairs of all Committees from among the delegates with the approval of the attending delegates.

Vice President

In the absence of the President, the Vice-President shall assume the duties of the President.

Secretary

The Secretary shall assume the duties usually assigned to this office. An active register of all member societies with the names and addresses of the member society's President/Chair, Delegates and Alternates shall be kept. All Delegates and Alternates shall be informed of each meeting.

Treasurer

The Treasurer shall have charge of all funds and keep the necessary books in an orderly manner so they may be audited annually and any other fiscal reports required of the Council. The Treasurer shall pay all Council bills.

Article VIII. Nominations and Elections

A Nominating Committee shall:

- (a) consist of a chair appointed by the President and at least two delegates elected by the Board of Delegates at a meeting.
- (b) present a slate of candidates to the Board of Delegates at the regular business meeting held no later than July 1. At the meeting, nominations may be made from the floor with prior approval from the nominee.
- (c) provide the election ballots.
- (d) count ballots at the annual meeting.

An election of officers shall:

- (e) be held at an annual meeting which shall be prior to September 1.
- (f) use written ballots.
- (g) be determined by a simple majority of votes being cast.

Article IX. Committees

The President shall appoint a chair of such committees as necessary to accomplish the purpose of the Council. The committee chair must be a voting member and other members may be voting members or volunteers. Committee reports to be noted in the minutes.

- (a) The Council shall have an Executive Committee composed of the President, Vice President, Treasurer, Secretary and the Immediate Past President.
- (b) The Finance Committee shall be appointed by the President of the Council but will include the Treasurer of the Council.
- (c) The President of the Council shall appoint a committee to plan and conduct the activities for National Engineers Week which should include a banquet to promote the positive visibility of engineers.

- (d) An Awards Committee shall be appointed by the President of the Council to highlight outstanding engineers to the community.
- (e) Other committees may be established by the President as he/she deems necessary to fulfill the needs of the Council.

Article X. Meetings

- (a) The Wichita Council of Engineering Societies shall meet at least four times a year. Additional meetings may be called by the President. One of the meetings shall be held for the presentation of the Nominating Committee slate.
- (b) The quorum for any meeting shall consist of one half of the membership of the Board of Delegates or committee.
- (c) The current edition of the Robert's Rules of Order shall be the authority governing questions or parliamentary procedure that may arise during the meetings.
- (d) Proxies shall not be allowed.
- (e) The order of business shall be as follows:
 - 1. The reading of the minutes of the previous meeting and action thereon.
 - 2. Reports of the President, Secretary, Treasurer, and Chairs of Committees.
 - 3. Unfinished business.
 - 4. New business.
 - 5. Announcements.
 - 6. Adjournment.

Article XI. Policy and Procedures

- (a) An assembly of guidelines for the operations of the Council shall be documented in a Policy and Procedures Manual.
- (b) Proposed additions and/or revisions to the manual shall be sent to the Board of Delegates prior to adoption.
- (c) Adoption shall be by majority vote at a regular Council meeting.

Article XII. Amendments to By-Laws

- (a) All member societies, through its delegate, shall be notified in writing of proposed amendment within 60 days of receipt of the amendment proposal.
- (b) Delegates shall be balloted by mail on the proposed amendment between 60-90 days after notification of the amendment proposal.
- (c) Adoption of the amendment shall be determined by a two-thirds vote of the ballots postmarked by the date specified.

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