

CONSTITUTION AND BY-LAWS
AS AMENDED TO FEBRUARY 13, 1975

CONSTITUTION

ARTICLE I

NAME

SEC. 1. The name of this Society shall be the Connecticut Society of Civil Engineers, Incorporated.

OBJECT

SEC. 2. The object of this Society shall be the professional improvement and advancement of its members; the encouragement of friendly intercourse among men of practical science; the advancement of engineering in its many branches; — the presentation and discussion of papers and lectures on any topics relating to engineering science; and the transaction of all business properly belonging to this Society.

ARTICLE II

MEMBERSHIP

SEC. 1. The membership of this Society shall consist of Honorary Members, Members and Associates.

HONORARY MEMBERS

SEC. 2. Honorary Members shall be engineers of acknowledged professional eminence or other persons who have rendered notable service to engineering, to the allied sciences, or to the Society.

Honorary Members chosen from membership of the Society shall retain all the rights and privileges of the grade to which they belonged. Other Honorary Members may attend and take part in any public meeting or activity of the Society as a whole; they may serve as chairmen or as members of committees; and they shall receive all notices, proceedings and other publications. Except as above noted, however, they may not vote nor hold executive office.

MEMBERS

SEC. 3. To be eligible as a Member of the Society, an applicant shall:

- (a) be not less than twenty-one years of age, and
- (b) have been graduated in engineering from a school or college of recognized standing; or
- (c) be a registered engineer or land surveyor; or
- (d) have had at least six years actual practice in some branch of engineering or surveying which shall be of a character satisfactory to the Board of Direction; or
- (e) have attended a school or college of recognized standing and have had actual practice in some branch of engineering which combination shall total not less than five years and be determined by the Board of Direction to be the equivalent of (b) or (d).

ASSOCIATES

SEC. 4. An Associate may be any person who is at least eighteen years of age, who is interested in engineering.

Associates are entitled to all the privileges of the Society, excepting that they may not vote, nor hold executive office, nor may they endorse applications for membership to the Society.

ARTICLE III

OFFICERS AND THEIR DUTIES

OFFICERS

SEC. 1. The Officers of this Society shall be a President, a First Vice-President, a Second Vice-President, eleven (11) Directors, a Secretary, an Assistant Secretary and a Treasurer. whose duties, however, may be performed by the Secretary.

ELECTION OF OFFICERS

SEC. 2. The Officers, excepting the Secretary, the Assistant Secretary, the Treasurer, and the Ex Officio Director, shall be elected at the Annual Meeting, and shall hold their respective offices until the final adjournment of the meeting in which others are elected and qualified in their places.

THE PRESIDENT

SEC. 3. The President shall preside at all meetings at which he is present. He shall be Chairman of the Board of Direction and an Ex Officio member of every Committee. He shall appoint all special committees unless the Society vote otherwise, and he shall annually appoint an Assistant Secretary. He shall be authorized to sign checks and pay bills in the unavailability of the Treasurer.

THE VICE-PRESIDENTS

SEC. 4. The First Vice-President, or in case of his absence or inability to act, the Second Vice-President, shall perform the duties of the President if the latter is absent or is otherwise prevented from so doing.

THE SECRETARY

SEC. 5. The Secretary shall be a Member of the Society, and shall be appointed by the Board of Direction for such term and with such salary as the Board shall determine. Under the authority of the Board he shall perform the following specific duties: He shall attend all meetings of the Society and the Board, and shall keep the minutes thereof; he shall conduct the general correspondence of the same to the proper committees, officers, or meetings. He shall issue notices of all meetings, inform committees of their appointment, and officers and new members of their election; shall notify all committees of coming meetings, and prepare the matters for presentation. He shall keep a complete list of the membership with their addresses and dates of election, shall determine the legality of all ballots, so far as this is possible without opening them, and shall report the result to the tellers; and he shall perform such other duties pertaining to his office as may be assigned him by the Board. The same person may be both Secretary and Treasurer.

THE TREASURER

SEC. 6. The Treasurer shall be a Member of the Society, and shall be appointed by the Board of Direction for such term and with such salary as the Board shall determine. He shall keep the accounts, collect all the funds of the Society, and deposit the same to the credit of the Society in such depository as may be approved by the Board, paying all bills when approved by the President or by a majority of the Board. He shall keep book accounts of his receipts and expenditures, which shall be open at all times to the inspection of the Board, and shall make to the Society at the Annual Meeting, an itemized report certified to by auditors appointed

by the Board sufficiently in advance of the Annual Meeting to permit proper examination of the books and accounts. He shall give bonds for the faithful performance of his duties, in such amount and with such surety as the Board may require. The same person may be both Secretary and Treasurer, in which case the bonds shall cover both offices.

THE ASSISTANT SECRETARY

SEC. 7. The Assistant Secretary shall be appointed annually by the President. His duties shall be such as may be prescribed by the President subject to the limitations of the Constitution.

THE DIRECTORS

SEC. 8. There shall be eleven (11) Directors, ten (10) being elective, the eleventh being the most recent living former President Ex Officio. The elective Directors shall be distributed in accordance with Section D of the By-Laws, and term of office shall be two (2) years.

If for any reason a vacancy occurs in the elective directorate, an acting Director from the proper District shall be appointed by the Board of Direction, to serve until the next Annual Meeting. If there then remains a year more of the affected term, the Society, following the same procedure as for a regular election, shall then elect a short term Director to complete the term.

Except as hereafter noted, no elective Director may be a candidate for re-election until at least one (1) year has elapsed since the end of his previous term. However, service as an Acting Director for less than one (1) year, if not followed by election as a short term Director to complete the term, shall not be considered a bar to candidacy for the next term.

THE BOARD OF DIRECTION

SEC. 9. The Board of Direction shall consist of the President, the two Vice-Presidents, and the eleven Directors and the Secretary shall serve as its Secretary. It shall meet at the call of the President or of three other members, but to prevail, any proposed action must receive the affirmative votes, given either directly by telephone, or by letter, of a majority of the Board members. The Board is the body charged with the government of the Society; it shall have authority to originate activities deemed for the best interest of the Society or the engineering profession, and, subject to this Constitution, it shall be vested with the exercise of all the corporate powers of the Society. If the Board considers that sufficient funds are, or will be available for the purpose, it shall have an annual publication edited, printed and distributed to the members of the Society and others. A charge of \$5.00 a copy shall be made to the members and associates who are exempt from the payment of dues under the provisions of Article VI.

ARTICLE IV

ELECTIONS

OFFICERS, WHEN ELECTED

SEC. 1. At each Annual Meeting, the Society shall elect by ballot a President, a First Vice-President and a Second Vice-President, each to serve one year. At each Annual Meeting, the Society shall elect by ballot, one Director for each of the 5 districts to serve for two years. In case there has occurred a vacancy among the Directors other than by the expiration of a regular term, a District Director or Directors to complete the partial term shall be elected at this time.

NOMINATIONS, HOW MADE

SEC. 2. At least ninety (90) days before the time of the Annual Meeting, the Board of Direction shall establish Nominating Committees consisting of 3 members for each of the 5 districts of the Society. Within twenty (20) days, said Committees shall return to the Secretary, their Nominations for Officers and a Director in their respective districts, as established by Section 1 of this Article.

Nominees for Directors shall be legal residents of their respective districts.

All Nominees for office shall be notified at once by the Secretary, and unless the Secretary receives a prompt declination, it shall be assumed that Nomination will be accepted.

In the event of a declination by a Nominee, the Secretary shall immediately advise the appropriate Nominating Committee who will forthwith supply another nomination.

ELECTIONS, HOW CONDUCTED

SEC. 3. At least sixty (60) days before the Annual Meeting, the Secretary shall send each Member a printed ballot containing the names of Nominees for each office. The names in each group shall be arranged alphabetically and the face of the ballot shall contain a statement to that effect.

A blank shall be left after each group for writing in names of candidates not nominated.

This ballot shall be accompanied by an envelope addressed to the Secretary with a blank space on the back for the signature of the Member voting.

Each Member shall signify his choice for the offices of President, First Vice-President and Second Vice-President either by placing a cross opposite each printed name voted for, or by writing in another name.

The Members in each District shall signify their choice for Director of their district either by placing a cross opposite the printed name voted for, or by writing in another name. The ballot shall then be sealed in the envelope addressed to the Secretary, after which the voter must write his name across the back. Any ballot not in the official envelope, or in the official envelope, but lacking the autograph signature, is invalid, and must be rejected.

The Secretary, up to the hour of closing the polls, upon request, will furnish any Member with another Ballot and envelopes, returning therewith, any ballot already cast. A Member making such request for a new ballot, or for the withdrawal of his ballot already cast, must accept the responsibility for the possible loss of his vote.

Ballots may be sent in by mail, or may be handed directly to the Secretary, who shall check them against the Treasurer's list, and shall deliver them unopened, in the two groups to the tellers appointed to count them.

Before the Annual Meeting, the President shall appoint at least three (3) tellers, not candidates for office at the election in question. The polls shall close at the specified time at least thirty (30) days in advance of the regular Annual Business Meeting, and the ballots shall thereupon be delivered to the tellers, who shall count them, and as soon as may be practicable, report the results to the Secretary and Board of Direction.

INVALID BALLOTS

SEC. 4. A ballot shall be invalid for the following reasons:

- (1) If from a Member who is in arrears for dues for one year or more.
- (2) If not in official envelope.
- (3) If in an unsigned envelope (a stamped or printed name will not be considered a valid signature).

(4) If it is improperly marked.

Invalid ballots shall be returned to the senders, if the latter can be determined, with a statement of the reasons for such action.

PLURALITY ELECTS

SEC. 5. The candidate for each office receiving a plurality of the votes shall be declared elected. In case of a tie vote, the meeting shall proceed to vote by ballot for the candidates who are tied.

NOTIFICATION

SEC. 6. The Secretary shall officially notify in writing each Officer of his election.

Officers so elected shall qualify and assume their duties immediately after the adjournment of the meeting at which they are elected, and shall hold office until their successors are duly elected and qualified.

SEC. 7. Vacancies occurring in any office from any cause shall be filled by the Board of Direction until the next Annual Meeting.

HONORARY MEMBERS, HOW ELECTED

SEC. 8. The number of Honorary Members shall not exceed 5% of the membership at the time of their election, and not more than three (3) shall be elected in any one year.

Candidates for Honorary Membership may be proposed in writing to the Board of Direction by any Member in good standing, who must submit at the same time, the qualifications on which the proposal is based. Such candidates as receive the unanimous approval of the Board, after full investigation, shall be declared elected.

APPLICATION FOR MEMBERSHIP

SEC. 9. All applications for membership, except for Honorary Membership, or for transfer from one grade of membership to another, shall be made on an approval form, which must be endorsed by three (3) Members in good standing. The applicant shall sign a clause by which he agrees that if elected, he will be governed in all Society matters by the Constitution and By-Laws, and will forward the interests of the Society at all times.

Each application for admission must be accompanied by a payment of a twenty dollar (\$20.00) fee, which shall be applied to cover the current year in full, except that if the election is after November 1, the fee shall also cover the following year's dues. In addition the new member shall receive a free Certificate of Membership.

ELECTION OF MEMBERS

SEC. 10. Each application for membership shall be announced in the notice for the next meeting after it is received; it shall be considered by the Board of Direction at its next meeting, and if approved by a majority of the Board, it shall be presented to the Society for ballot at the next business meeting, where a majority of favorable votes shall elect. In case of disapproval or rejection, no minutes shall be published, but the Secretary by letter shall so notify the applicant.

ARTICLE V

SEC. 1. There shall be a regular Annual Meeting held in April, on such date and at such place as may be selected by the Board of Direction, of which due notice shall be given by the Secretary.

MEETING, HOW CALLED

SEC. 2. Other meetings may be called by the President for the transaction of

business, and, when so-called, notice of the meeting specifying the business thereof shall be mailed by the Secretary to the post office address of each Member at least ten days before such meeting shall be held. On written application of any ten (10) Members, special meetings shall be called by the President.

QUORUM

SEC. 3. Five (5) per cent of the Membership shall constitute a quorum for the transaction of ordinary business, except for the election of Officers or for voting on amendments to the Constitution or By-Laws, which shall require seven and one-half (7½) per cent.

ARTICLE VI

DUES

SEC. 1. The Annual Dues of Members and Associates shall be reviewed by the Board at its Annual Meeting held in April of each year. The Board is authorized in its discretion to increase, to decrease, or to continue the Annual Dues that are then in effect.

SEC. 2. Honorary Members shall pay no annual dues.

SEC. 3. The Board of Direction shall have power to remit dues when, in their opinion, it is for the best interest of the Society.

SEC. 4. Members and Associates who have reached the age of seventy years and who have paid dues as such for twenty-five years shall be exempt from further dues. Members and Associates who have paid dues as such for thirty-five years shall be exempt from further dues.

ARTICLE VII

DEPRIVATION OF MEMBERSHIP AND RESIGNATIONS

SEC. 1. Any Member or Associate whose dues shall remain unpaid for one (1) year shall be notified by the Treasurer, by sending by registered mail a bill for dues in arrears, on the face of which bill shall be printed the sections of the Constitution covering such cases. If the dues are not paid within thirty (30) days after such notification, the matter shall be presented to the Board of Direction who shall have power to drop such Member or Associate from the roll.

SEC. 2. Resignations must be submitted in writing to the Secretary and may be accepted by the Board of Direction when all indebtedness to the Society has been discharged.

SEC. 3. All charges against any Member or Associate shall be investigated by the Board of Direction before being submitted to the Society.

Any Member or Associate may be expelled for conduct which may be deemed prejudicial to the Society, by a two-thirds vote of the Members present at a business meeting; provided, that not less than fifteen (15) vote for expulsion, and that such Member or Associate shall have had one Month's notice of the charges preferred against him and of the time appointed for their consideration. All charges must fully set forth the offense or offenses alleged, and must be signed by the Members preferring them. An attested copy must be furnished the accused, who shall be entitled to be present and to be heard in defense, in person, by attorney, at all meetings at which the charges are investigated, except during the time when a final vote is being taken.

ARTICLE VIII

AMENDMENT TO THE CONSTITUTION

SEC. 1. Proposed Amendments to this Constitution must be presented in writing at a regular business meeting of the Society, and signed by at least three Members. Amendments so presented shall be read at the meeting and a copy filed with the Secretary at the same time. At the meeting when presented, the proposed amendments may be discussed and amended, and if approved by the meeting shall be submitted to a letter ballot by the Society at the next regular business meeting.

SEC. 2. At any regular business meeting, the amendments previously proposed according to Section 1, may be voted upon by letter ballot. These ballots shall be sent out with the call for the meeting and shall have the proposed amendment, together with the section of the present Constitution covering the point in question, printed upon the ballot. There shall also accompany the ballot a brief statement showing in parallel columns the reasons advanced for, and those against the proposed amendment, this statement to be prepared by a committee consisting of the Secretary, the author of the proposed change, and an opponent of the change, the latter to be named by the chairman of the meeting at which the matter was discussed. With the ballot shall also be sent an envelope directed to the Secretary and marked "Ballot on Amendment". The Secretary shall keep these ballots unopened and present to the presiding officer all replies received up to the hour of closing the polls. Tellers shall be appointed by the presiding officer, who shall open and count all ballots. The result shall be announced at the meeting by the presiding officer. Two-thirds of the ballots cast will be necessary for the adoption of the Amendment.

SEC. 3. The Board of Direction is authorized to number the Articles and Sections of the Constitution and By-Laws to correspond with any changes that may be made.

BY-LAWS

MEETINGS

1. In addition to the regular Annual Meeting, as provided by the Constitution, the Society shall hold at least one other general meeting, and may hold such other meetings as may be called by the President for the transaction of any necessary business, the presentation of papers, lectures or addresses, for visiting engineering works of interest, or for purely social purpose.

GENERAL ORDER OF BUSINESS AT ANNUAL MEETING

2. The following general order of business shall be observed at Annual Meetings:
 1. Presentation of, and action upon, minutes of last meeting.
 2. Report of Board of Direction.
 3. Report of Secretary.
 4. Report of Treasurer
 5. Report of any Special Committee.
 6. Election of New Members.
 7. Election of Officers.
 8. Miscellaneous Business.
 9. Address of Welcome.
 10. Address of President.
 11. Papers, Lectures or Addresses.
 12. Adjournment.

BUSINESS MEETING-ORDER

3. The following general order shall be observed at Business Meetings:
 1. Presentation of, and action upon, minutes of last meeting, except those of the Annual Meeting, which shall be presented for action at the next Annual Meeting.
 2. Miscellaneous announcements.
 3. Stated business.
 4. Election of new Members.
 5. Adjournment.
 4. Actual personal transportation expenses and other necessary expenses incurred by the Secretary in attending meetings shall be paid from the Society Treasury, upon approval of the President or two members of the Board of Direction.
 5. These By-Laws may be amended or repealed at any meeting, in the call for which meeting a copy of the proposed amendment or addition shall have been printed and sent to each Member with the said notice.

PARLIAMENTARY RULES

6. In all questions arising at any meeting, involving parliamentary rules, not provided for in these By-Laws, Roberts' Rules of Order shall be the governing authority.

VISITORS

7. Visitors may be admitted to meetings under such rules as the meeting may prescribe.

8. All forms, such as blanks for application for membership, ballots for officers, ballots on amendments to Constitution or By-Laws, and other necessary blanks for the conduct of the business of the Society, shall be prepared by the Secretary and approved by the Board of Direction.

GEOGRAPHICAL DISTRIBUTION OF DIRECTORS

9. The ten (10) elective Directors shall be elected for terms of 2 years with one (1) being elected every year in each district.

Members residing outside of Connecticut shall be allocated to Districts as follows: Those in New England to District 2, and those outside of New England to District 4.