

## **BY-LAWS**

### **Article I**

#### **Membership, Admissions, and Separations**

1. Membership in the Kittyhawk Post will be automatic upon submission of application, payment of yearly dues, and evidence of membership in The Society. Members shall make application, verbal or written, to the Membership Chair of the Post. The Membership Chair shall satisfy whether the applicant is a member of The Society and determine under which classification of membership the applicant belongs.
2. Members may be attained through application for membership to SAME Headquarters. Transfer to this Post from another post is usually through notification to SAME Headquarters.
3. Any member of the Post may withdraw by tendering the resignation in writing; such resignation shall not become effective until said member shall have paid all sums due to the Post at the time of resignation.
4. Any member of the Post will be automatically dropped from the Post, (a) when his/her membership is terminated by SAME Headquarters, or (b) for cause by a vote of two-thirds of the members present at any regular meeting. The member shall be given full opportunity for a hearing in one's own defense. Any member that was dropped may be reinstated by a vote of two-thirds of the members present at any regular meeting and approval of SAME Headquarters, provided all of the member's indebtedness to the Post is liquidated.
5. The Post Membership Chair working with the National Membership Director shall notify members of the Post whose dues remain unpaid in writing of the fact. Members whose dues are two months past, after a formal notice of one month past, shall be dropped from the Post. The Post shall act in the best interests of all concerned in any case, which may arise relating to dues or fees. Any member three months past in dues shall not be entitled to vote or hold office. Providing payment of all fees due shall entitle a member to be reinstated.

### **Article II**

#### **Board of Directors**

1. The Board of Directors shall be the judge of the qualifications of its members and, subject to limitations herein prescribed, shall have power to fill vacancies, arising in its own number. The directors so selected shall serve until the next annual election only, at which time the vacancy shall be filled in the manner herein prescribed for other vacancies occurring in the regular course. The President-Elect shall fill a vacancy in the office of President. Should all four offices of the President, President-

Elect, Vice President, and Secretary be vacated, the Treasurer shall temporarily perform the duties of President and shall immediately call a meeting of the Board of Directors for the purpose of filling the vacancies until the next regular meeting. Should the offices of the President, President-Elect, Vice President, Secretary and Treasurer be vacated, the Post's 1<sup>st</sup> Director, 2<sup>nd</sup> Director, and 3<sup>rd</sup> Director shall temporarily perform the duties of President, respectively.

2. The Board of Directors shall meet each month for the transaction of business and members thereof shall constitute a quorum. The President, on his/her own initiative, may call special meetings of the Board of Directors.
3. The Board shall submit at the annual meeting of the Post a report of the affairs. It shall include an abstract of the financial and membership status of the Post and a review of the Post's activities for the fiscal year. Also it shall include any suggestions or recommendations deemed appropriate respecting past and future activities of the Post.

### **Article III**

#### **Officers**

1. The President shall have general supervision of the affairs of the Post. He/she shall preside at the meetings of the Post. He/she shall appoint the members and have general supervision over all committees. In his/her absence, his/her duties devolve upon the President-Elect.
2. The President-Elect shall supervise the Post in absence of the President. He/she shall be President of the Post the following term. He/she will use the term to learn the inner workings of the Post and the Society.
3. In the absence of the President-Elect, the Vice President shall ensure Post program meets the needs of its members.
4. The Treasurer shall be comptroller of the accounts of the Post under the direction of the President. Treasurer shall maintain the 10-year Financial Plan, and will work closely with the Board of Directors to balance the Post's budget monthly. Treasurer shall make collections and disbursements under the supervision of the President as directed by the Post. Treasurer shall render annual reports in March and such specified reports as may be called for by the President. Treasurer shall file Federal and State income tax returns (The Society has a tax-exempt status) with a copy to SAME Headquarters. The accounts shall be audited annually by committee or agency. If accomplished by committee, the President shall make appointment at least thirty days prior to the submission of the annual report. Results of the audit shall be reported to the President in February.

5. The Assistant Treasurer shall assist the Treasurer with the duties and act as the Treasurer during the Treasurer's absence.
6. The Secretary shall have charge of the correspondence and records of the Post. The Secretary, through the Programs Chairman, shall give timely notices of all meetings to all members. Secretary shall be responsible for suitable arrangements for all meetings of the Post. Secretary shall record the proceedings of all meetings of the Post and submit a monthly report to the Board of Directors, Regional Vice President, and National. Secretary shall keep the role of the members of the Post by classification of membership. In absence of the Secretary, the duties shall devolve upon the Assistant Secretary.
7. The Assistant Secretary shall assist the Secretary with the duties and act as the Secretary during the Secretary's absence.
8. The Board of Directors will serve with the officers of the Post under the supervision of the President or ranking officer, and shall have a vote on matters of Post business in the same manner as the officers.
9. In the event of a vacancy in the position of President, the President-Elect shall become President; the Assistant Secretary shall fill vacancy in the position of the Secretary; and, the Assistant Treasurer will fill vacancy in the position of the Treasurer. In the event that the President-Elect or the Assistants are not available, an election will be held by the Post in the manner provided in these By-Laws.
10. Unless otherwise stated herein, the term of office shall begin upon the adjournment of the meetings at which such officers are elected, and shall be for duration of at least one year.

#### **Article IV**

##### **Committees**

1. The standing committees of the Post shall include, as a minimum, the Program Committee, the Sustaining Member Committee, the Young Member Affairs Committee, the Education Committee, the Awards Committee, the Publicity Committee, the Membership Committee, the Readiness Committee, the Industry Affairs Committee, and the Social Committee. Each committee shall have a chairperson appointed by the Post President.
  - a. The Program Committee shall prepare a program of activities for each general membership meeting and submit it to the Post for approval.

- b. The Sustaining Member Committee shall recruit local firms to become sustaining members of the Kittyhawk Post. They shall act as liaison between the sustaining members and the Executive Committee expressing their expectations of SAME.
  - c. The Young Member Affairs Committee shall: a.) act as liaisons between young post members and student members, b.) establish student posts at the local universities and develop activities and programs designed to interest young post members, c.) proactively attract and retain young professional and student members, and d.) continue to give young members every possible opportunity to be involved in Society activities.
  - d. The Education Committee shall actively pursue the educational aspects of the engineering profession, with emphasis on mentoring, student scholarships and continued professional development of its membership.
  - e. The Awards Committee shall prepare and solicit nominations for Post, Regional, and National awards.
  - f. The Publicity Committee shall assist Post officers in identifying appropriate internal and external means of communications ranging from publications to local community and media relations' activities to meet current and future needs of the Post.
  - g. The Membership Committee shall consist of at least three members of the Post. It shall be the duty of this committee to retain and to solicit new members. Applications for Post membership shall be submitted to SAME Headquarters.
  - h. The Readiness Committee shall update the FAST START Plan annually and sponsor interactive readiness programs which endeavor to link all available local, state, federal and civilian entities in the Post's area. The committee shall consider and develop means to assist the nation in maintaining a capability to mobilize quickly and effectively.
  - i. The Industry Affairs Committee shall develop means of enhancing the interchange of ideas, methods, and cooperation between the military and industry.
  - j. The Social Committee shall organize "get acquainted events" to bring current membership together to network and attract new members to increase Post strength.
2. In addition to the above standing committees, the Post will form an ad hoc Nominating Committee annually. The committee will consist of at least three members of the Post. Typically, the Post's three Directors and the Regional Vice President present a slate of nominations for each elective office of the Post annually.

3. In addition to the above standing committees and the Nominating Committee, the Post may establish other special committees, deemed necessary, to promulgate the Post's objectives.

## **Article V**

### **Finances**

1. The fiscal year of the Post shall begin on the first day of January.
2. A 10-year Financial Plan will be developed by the Board of Directors and maintained by the Treasurer. The Treasurer will work closely with the Board of Directors to balance the Post's budget monthly. The 10-year Financial Plan will be used as a financial forecasting tool for tracking income and costs incurred in the normal course of the Post's operations.
3. The annual dues of members which will entitle them to all privileges of the Post, except as otherwise provided herein, shall be an amount established by the Board of Directors, payable annually in advance.
4. Individuals who are student members of The Society may be elected to the Post without payment of local dues.
5. Upon dissolution of this organization, all assets will be forwarded to SAME Headquarters for inclusion into The Society's general fund.

## **Article VI**

### **Meetings and Elections**

1. The regular meetings of the Post shall be in accordance with the program presented by the Program Committee and adopted by the Post, and, generally, shall be held once every month.
2. The election of new officers shall take place at the annual meeting held by the Post prior to the expiration of the term of office of the current officers.
3. Each officer will be elected by written ballot of all voting members by plurality of all votes cast. Voting shall be by secret ballot. Ballots will be issued to all active members in good standing at the time of election.
4. Special meetings must be called by the President at the written request of one-fourth of the membership and may be called by him at any time. At least one week's notice of time and place and purpose of meeting shall be given all members; and only the business stated in the call shall be transacted at the special meeting.

## **Article VII**

### **Publications**

The Post may issue a periodical under the direction of the President, of such type and frequency of publication agreed upon by the Board of Directors, when the desire and need of such a publication is manifested. The editor of such a publication shall be selected by the President, be a member of the Post, and head the Publicity Committee. A copy of all Post publications will be provided to SAME Headquarters.

## **Article VIII**

### **Seal and Insignia**

1. The seal and insignia of the Post shall be that as adopted by SAME Headquarters.
2. The use of the seal or insignia shall be prohibited without approval of the Board of Directors for the Post. Members in good standing shall, of course, be allowed to wear the ornaments of membership and display the insignia of the society in proper places.

## **Article IX**

### **Quorum**

One-third of the Post membership and three officers or members of the Board of Directors shall constitute a quorum; provided that a notice of at least one week has been given.

## **Article X**

### **Cooperation with Other Organizations**

In the furtherance of Society objectives, the Post will cooperate with other engineering societies and organizations toward the improvement of the professional status and standards of the engineering profession, as well as support programs for advancement of engineering education and the knowledge of engineering and associated sciences.

## **Article XI**

### **General Policy and Procedure**

1. *Nondiscrimination Policy*: This Post fully supports the policy of equal opportunity and will not discriminate or knowingly participate in any activity that discriminates on the basis of race, color, religion, sex, or national origin. Likewise, the Society

will take no official action, which is or appears to be detrimental or discriminatory to any class or group of persons.

2. *Ethics Policy*: It is the policy of this Post to adhere to the highest standards of ethical conduct in all its activities. The post fully supports and expects strict compliance by every member with all applicable laws and regulations in the conduct of business and professions. The Post recognizes that members who represent the government in matters affecting the economic interests of others hold special positions of public trust requiring them to observe the highest ethical standards. Accordingly, the Post supports the principle that strict impartiality must prevail in all business relationships involving the government.

## **Article XII**

### **Amendments**

1. Amendments to these Bylaws may be made by a vote of two-thirds of the voting members present at any regular meeting. The proposed amendment must have been presented in writing for consideration to each member of the Post at least 15 days prior to the meeting along with an announcement of the date, time, and place of the meeting. Furthermore, SAME Headquarters shall approve the amendment.
2. The Bylaws shall automatically be amended to conform with all directives from higher headquarters without submission for approval to general membership.

## **Article XIII**

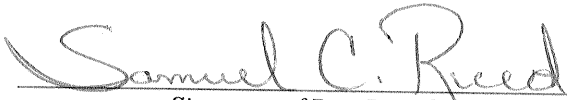
### **Liability**

The members of the Post shall at each annual meeting consider procurement of insurance coverage for any claim, which may arise from the acts of omissions of any member from that member's performance or participation in the activities of the Post.

**Article XIV**

**Signature**

Approved by vote of the Board of Directors on 24 May 2005.  
*Date*

Signed:  Kittyhawk Post President  
*Signature of Post President*

Samuel C. Reed  
*Printed Name*

Approved by a majority vote of the members on \_\_\_\_\_, 20\_\_\_\_.  
*Date*  
at the regular meeting of the Kittyhawk Post.

Signed: \_\_\_\_\_ Kittyhawk Post Secretary  
*Signature of Post Secretary*

\_\_\_\_\_  
*Printed Name*