



# CHICAGO CHAPTER SOCIETY OF FIRE PROTECTION ENGINEERS

## CONSTITUTION AND BY-LAWS (REVISED January 2011)

### ARTICLE I – Overview of the Chapter

#### Section I-1: Name

The name of the organization shall be the "Chicago Chapter of the Society of Fire Protection Engineers," and is *hereafter* referred to as the "Chapter." The Chapter is chartered by the Society of Fire Protection Engineers, a not-for-profit corporation, *hereafter* referred to as the "Society."

#### Section I-2: Location

**I-2.1** The location of the principal office of the Chapter shall be the Home or Work address of the standing Chapter President or another location within the Chicago metropolitan area as approved by the Chapter's Board of Directors.

**I-2.2** The geographical area served by the Chapter shall include central and northern Illinois and northwestern Indiana.

#### Section I-3: Chapter Mission and Objectives

##### I-3.1 Mission Statement

*"To advance the science and practice of fire protection engineering and its allied disciplines"*

##### I-3.2 Goals and Strategic Objectives

**I-3.2.1** The Chapter shall abide by the Constitution and By-laws of the Society

**I-3.2.2** The objectives of the Chapter are:

- Maintain a high professional standing among its members.
- Provide educational opportunities for members and others with interest in fire protection engineering to advance their technical and professional competence.
- Support the ethical and competent practice of fire protection engineering.
- Provide a scholarship program for undergraduate or graduate students with interest in career in fire protection engineering.

**I-3.2.3** The Chapter shall, as appropriate, participate in public affairs in accordance with the Society's guidelines on Public Relations.

## **Section I-4: Volunteer Leadership**

The Chapter is guided by a nine (9) member Board of Directors, which consists of five (5) Chapter officers: President, Immediate Past President, Vice-President, Secretary, and Treasurer; and four (4) Directors. All members of the Board of Directors shall be voting Members of the Chapter and each position is voluntary without salary.

## **ARTICLE II MEMBERSHIP**

### **Section II-1: General Membership**

Membership in the Chapter is open to individuals who are Fellows, Professional Members, Associate Members, Affiliate Members, Student Members, or Honorary Members of the Society or members of the SFPE Allied Professional Group. Membership shall include primarily individuals residing or working in the geographic area served by the Chapter. Other individuals may affiliate with the Chapter and participate in Chapter activities to the extent permitted by the Constitution and By-laws of the Society. Such individuals shall not be classified as “members” of the Chapter (See Section II-6)

### **Section II-2: Application for Membership**

All applications for membership shall be submitted to the Chapter’s Membership Committee Chairperson, or designate, who shall verify the eligibility of the applicant.

### **Section II-3: Voting Membership**

Voting membership shall be limited to Chapter members in good standing who are Fellows, Professional Members, Associate Members, Affiliate Members, Honorary Members, or Members of the Allied Professional Groups of the Society.

**II-3.1** Each voting member shall be entitled to one vote in the affairs of the Chapter.

### **Section II-4: Non-Voting Membership**

Non-voting membership shall be available to individuals who hold the membership grade of Student Member of the Society.

### **Section II-5: Loss of Membership**

**II-5.1** Compliance with the Chapter Constitution and By-laws is necessary to maintain a member in good standing. Non-compliance with any article within the Chapter Constitution and By-laws, as determined by the Chapter’s Board of Directors, will qualify a Chapter member to forfeit his/her membership in the Chapter.

**II-5.2** Chapter members who lose membership in the Society shall concurrently forfeit their membership in the Chapter, but may have their Chapter membership reinstated if they remedy the condition for which they forfeited their Society membership.

## **Section II-6: External Affiliates**

The Chapter recognizes the need to maintain contact with individuals and groups in related fields of endeavor and interest who are not members of the Society. The Chapter encourages them to become Allied Professionals of the Society and accepts their support of Chapter activities and will accord them the courtesy of participation in meetings and other events upon payment of an appropriate fee (as determined by the Chapter's Board of Directors). Upon receipt of the fee, the Chapter's Membership Committee Chairperson, or designate shall formally enter their name on the Chapter mailing list as an "External Affiliate" of the Chapter.

## **ARTICLE III CHAPTER LEADERSHIP**

### **Section III-1: Officers**

Officers of the Chapter shall be President, Vice President, Immediate Past President, Secretary and Treasurer, all being either Fellows, Professional Members, Associate Members, Affiliate Members, or Honorary Members of the Society. Allied Professionals of the Society can also hold any office except President of the Chapter. All officers shall serve on a voluntary basis without salary

**III-1.1** Officers shall be elected by the members and hold office for one (1) year or until their successors are elected.

### **Section III-2: Board of Directors**

The Chapter shall have a nine (9) member Board of Directors consisting of the five (5) officers listed above, and four (4) other Directors elected by the Chapter.

**III-2.1** The four (4) Directors elected to the Board shall be voting members (in good standing) of the Chapter. They shall be elected to serve a maximum term of two (2) years or until their successors are elected.

**III-2.2** Five (5) members of the Board of Directors shall constitute a quorum

### **Section III-3: Term Limits and Office Vacancies**

**III-3.1** No person shall serve more than two (2) consecutive terms in any one of the above elected positions. A term commences by election at the annual Business Meeting of the Chapter.

**III-3.2** Vacancies in office shall be filled either by appointment or, by special or annual elections, at the discretion of the Board of Directors.

## **ARTICLE IV DUTIES OF OFFICERS & DIRECTORS**

### **Section IV-1: President**

The President shall be responsible for the conduct and supervision of all activities of the chapter during his/her term of office, all in accord with the Constitution and Bylaws of the Society and the Chapter

### **Section IV-2: Vice-President**

It shall be the duty of the Vice President to assume the duties of the President in the absence of the President. The Vice President shall also serve as an ex-officio member of all standing committees

### **Section IV-3: Secretary**

The Secretary takes part in all activities of the chapter, particularly as a record-keeper

### **Section IV-4: Treasurer**

The Treasurer is responsible for the receipt, safekeeping and disbursement of Chapter funds; for keeping adequate records of finances; for keeping Chapter expenditures in line with income.

### **Section IV-5: Past President**

Upon completion of his/her term as Chapter President, the Past President will be a member of the Board of Directors for the following term. The Past President will assist and advise all new Chapter officers with the transition of responsibilities/duties throughout the calendar year.

### **Section IV-6: Director**

Four (4) voting members of the Chapter will be elected to participate on the Chapter's Board of Directors.

### **Section IV-7: Board of Directors**

The Chapter Board of Directors consists of the Chapter's elected officers, the most recent Past President and four (4) elected Directors as defined above. It shall be the duty of the Chapter Board of Directors to make appointments, conduct the business affairs of the Chapter, and propose the activities of the Chapter. The Chapter Board of Directors shall manage Chapter affairs in accordance with the Chapter Constitution and By-laws and shall not incur financial or contractual obligations upon the Society without full written approval of the Society's Board of Directors.

## **ARTICLE V      CHAPTER COMMITTEES**

Chapter committees, and associated chairperson, consist of those appointed by the President or Board of Directors. Committee participation is open to the entire Chapter membership. Committee chairs and members are not elected positions and, therefore, have no term limits. A Chapter member in good standing may continue serving on a Chapter committee for as long as they are willing and able. Committees are to perform various Chapter functions and to manage various Chapter activities and events.

## **ARTICLE VI MEETINGS**

### **Section VI-1: Frequency**

Meetings shall be held at least quarterly, with one (1) meeting in the fourth quarter of the calendar year being designated as the Annual Business Meeting.

### **Section VI-2: Annual Business Meeting**

At the Annual Business Meeting, a report shall be presented by the President, reviewing the activities of the Chapter during the past year and recommending future activities, together with the annual financial report showing receipts and disbursements, and a statement of assets, liabilities, and net worth at the close of the fiscal year.

### **Section VI-3: Transaction of Business**

In order to transact business at any meeting of the Chapter, there shall be at least 10% of Chapter membership present. The Treasurer (or Secretary) shall verify that at least 10% of Chapter membership in good standing including two (2) Officers are present and report the number of members to the President before beginning the transaction of business.

### **Section VI-4: Rules of Order**

“Robert’s Rules of Order” shall govern the transaction of business in all meetings unless precluded by these articles.

### **Section VI-5: Nominations**

The nominating committee shall report to the members by the October meeting a list of nominations for all Officer and Director vacancies on the Board of Directors to be voted on at the annual business meeting. This shall not preclude additional nominations from any voting member provided that such nominations are received in writing by the Secretary at least fifteen (15) days before the Annual Business Meeting. Election at the Annual Business Meeting shall be by written ballot if more than one person is nominated for any position.

## **ARTICLE VII DUES**

### **Section VII-1: Chapter Membership Dues**

Annual Chapter membership dues shall be established by the Board of Directors for the calendar year, or any portion thereof, payable immediately for a new Chapter member and thereafter before March 31.

### **Section VII-2: Honorary Member Status**

A member, who has retired from all professional income-producing activity and who has been a member of the Chapter for at least ten (10) years, may apply to the Chapter Membership Committee for “Honorary” Member status. An Honorary Member retains all Chapter voting and other privileges without the payment of Chapter dues as long as Society membership is maintained.

### **Section VII-3: Failure of Payment**

Members who fail to pay their Chapter dues shall be suspended from Chapter membership privileges. Reinstatement shall occur upon payment of all outstanding Chapter dues except that any suspended member may apply as a new member after a five (5) year lapse after suspension without being obliged to pay outstanding Chapter dues.

### **Section VII-4: Member Resignation**

Any member may resign at any time without prejudice to future reapplication for membership except that any outstanding Chapter dues at the time of resignation shall be made up at time of reapplication, subject, however, to the five (5) year lapse time of Section VII-3. All resignations shall be made in writing to the Membership Committee.

### **Section VII-5: Special Assessments**

Special assessments of the Chapter membership, having been recommended by the Board of Directors, shall be subject to approval by a majority of the votes cast by at least 10% of Chapter membership in a mail ballot to the members. At least one (1) meeting shall occur between distribution of the ballot and the deadline for the ballot receipt.

## **ARTICLE VIII SCHOLARSHIPS**

Providing a scholarship program for both undergraduate and graduate students to promote career paths into Fire Protection Engineering is a key goal for the Chapter (See Article I, Section I-3.2.2). The scholarship program shall be managed by the Chapter's Scholarship Committee. Scholarships are awarded at the recommendation of the Scholarship Committee AND subsequent approval of the Board of Directors.

## **ARTICLE IX AMENDMENTS**

### **Section IX-1: Proposals of Amendments**

Proposals for amendments shall be submitted in writing to the Secretary. An amendment not prepared by action of the Board of Directors shall be signed by at least ten (10) voting members.

### **Section IX-2: Electronic Ballot**

All electronic ballots shall require receipt from at least 10% of Chapter membership in order to pass by a 2/3 majority of ballots received (see Section 10.4 below). A proposed amendment shall be submitted to electronic ballot. Each voting member shall have access to a ballot stating the proposed amendment. At least one (1) meeting shall occur between the distribution date of the ballot and the deadline for ballot receipt.

### **Section IX-3: Voting**

In voting by electronic ballot, the voter shall log into the Chapter's website using their membership access and indicate approval or disapproval of the proposal. Membership access to the website is only granted to Chapter members in good standing and therefore shall serve as certification of voting eligibility of all voters.

#### **Section IX-4: Amendment Adoption**

The adoption of the amendment shall require a vote in its favor of at least 2/3 of the votes cast.

#### **Section IX-5: Society Approval**

Providing sufficient affirmative ballots have been cast, a proposed amendment shall be submitted to the Society's Board of Directors for approval at their next meeting. The amendment shall become effective upon written notice of approval from the Society.

### **ARTICLE X – FINANCIAL**

#### **Section X-1: Financial Audit**

An annual financial audit of the prior fiscal year shall be conducted, not later than March 31 each year, by a committee, appointed by the President, consisting of one Chapter officer, one Director, and one representative of Chapter membership. The Treasurer shall be present for this audit. A report shall be presented to the Board of Directors for approval at the next regular meeting after the audit.

#### **Section X-2: Fiscal Year**

The fiscal year of the Chapter shall be on a calendar year basis.

#### **Section X-3: Financial Protection**

The financial interests and solvency of Chapter funds shall be guaranteed by a surety bond or appropriate insurance policy coverage, as determined by the Board of Directors.