

CONSTITUTION  
PITTSBURGH CHAPTER  
OF THE  
PENNSYLVANIA SOCIETY OF PROFESSIONAL ENGINEERS

PREAMBLE

Recognizing that service to the public and to the profession is a fundamental obligation of the professional engineer, the Pittsburgh Chapter of the **Pennsylvania Society of Professional Engineers** does hereby dedicate itself to the promotion and protection of the profession of engineering as a social and economic influence vital to the welfare of the community, the Commonwealth of Pennsylvania, the United States of America and all mankind.

ARTICLE I – NAME AND SEAL

- Section 1. The name of this organization shall be the “Pittsburgh Chapter, Pennsylvania Society of Professional Engineers”, hereinafter called the Chapter.
- Section 2. The Chapter shall be a member of the Pennsylvania Society of Professional Engineers, hereinafter called “PSPE”, which is incorporated as a nonprofit organization under the laws of the Commonwealth of Pennsylvania.
- Section 3. PSPE and its chapters are members of the National Society of Professional Engineers, a national organization of like aims and purposes, hereinafter called “NSPE”.
- Section 4. The Chapter subscribes to and supports the Code of Ethics of PSPE and NSPE.
- Section 5. The Chapter may pass any rules of government or engage in any activity provided such rules and such activities do not conflict with the spirit or letter of the PSPE and NSPE Constitutions or Bylaws.
- Section 6. The Chapter is entitled to use the seal loaned with its charter, or a representation of the Chapter seal as a mark or emblem. The seals, marks or emblems shall be used only on official Chapter publications.
- Section 7. Articles of Incorporation for PSPE were: recorded on April 4, 1934, by the recorder of deeds, County of Philadelphia, Charter Book No. 124, page 564, and also recorded in the County of Allegheny, Charter Book No. 67, page 441. The Chapter Charter was recorded on May 24, 1938, in the County of Allegheny, Charter Book No. 67, page 443.

## ARTICLE II – OBJECTIVES

- Section 1. The objectives of the Chapter shall be in harmony with, and support those of, PSPE and NSPE and include, but not be limited to, the following:
- a. Advance and promote the public welfare.
  - b. Strive throughout the profession to make registration more meaningful in terms of acknowledgement of individual achievement in engineering as reflected by education and practice, and encourage all qualified engineers to seek legal status through registration.
  - c. Unite all qualified engineers in the Chapter area in one organization.
  - d. Stimulate and enhance professional development among all engineers.
  - e. Advance self-education and self-improvement by motivating practicing engineers to update and expand their competence by continuing study.
  - f. Develop the civic consciousness of members of the engineering profession, and serve the public good by support of, and cooperation with, local and other public officials.
  - g. Represent the engineering profession in civic matters in the interests of the Chapter, the Commonwealth and the profession.
  - h. Promote high standards of engineering education.
  - i. Cultivate public appreciation for the work of the engineer through improved public relations, and provide a forum for effective exchange and advancement of knowledge of matters of concern to the profession.
  - j. Assist well-qualified and properly-motivated young people in obtaining reliable information concerning the profession of engineering.
  - k. Establish and preserve high standards of ethical conduct and practice by members of the profession.

## ARTICLE III - CHARTER

- Section 1. The PSPE Board of Directors has authorized and chartered this Chapter, defining its geographical boundaries as the County of Allegheny and such other area as may be allotted by PSPE.
- Section 2. The Chapter shall engage only in such activities that are consistent with professional ideas and ethics. Such activities shall be restricted to the area in which this Chapter is chartered, except as PSPE may authorize.
- Section 3. In all matters of local concern the Chapter shall retain full autonomy, but may call upon PSPE and NSPE for advice, counsel and assistance.
- Section 4. The Chapter shall not contract any debt or obligation on behalf of PSPE unless expressly authorized by the PSPE Board of Directors.

Section 5. The Chapter shall be represented on the PSPE Board and on PSPE committees as provided in the PSPE Constitution and Bylaws.

#### ARTICLE IV – MEMBERSHIP

Section 1. Criteria for membership shall be prescribed by the Constitution and Bylaws of PSPE. Any additional Chapter membership grades shall be provided by the Chapter Bylaws.

#### ARTICLE V – DUES

Section 1. The dues of the Chapter shall be the amount determined by the Chapter Board of Directors.

Section 2. The schedule and conditions for dues payment, delinquency, removal from membership and reinstatement shall be determined by PSPE, making due cognizance of both PSPE and NSPE fiscal policy.

#### ARTICLE VI – ADMINISTRATION

Section 1. The Chapter shall be administered by a Board of Directors, hereinafter called the “Board”, which shall consist of the most recent living Past President holding current membership in the Chapter, the officers of the Chapter, three Chapter Directors, and the State Director. An affirmative vote of a majority of the Board members present at any regular or duly called meeting shall be required to pass any motion consistent with this or any other provisions of the Chapter Constitution or Bylaws. A Board Meeting must have a quorum present to conduct official business, to take any votes, or to pass any motions. No person shall be nominated, elected or allowed to serve on the Board unless he or she holds membership in the Chapter, PSPE, and NSPE.

Section 2. Within the provisions of the Constitution and Bylaws, the Board shall have full authority to carry on the business of the Chapter. The Board will normally meet on a Thursday of each month (except July and August) at a time and place established by the President and approved by the Board. A quorum shall be declared present when 50 percent or more of the individuals constituting the Board are in attendance. All meetings are open to any Chapter members in good standing who may wish to attend as observers.

## ARTICLE VII – OFFICERS

- Section 1. The Chapter shall have as elected officers a President, a President-Elect, and a Vice-President, all of whom, except the President, shall be elected annually. The President-Elect shall assume the office of President upon the completion of his/her term of office as President-Elect and shall serve as President for one year.
- Section 2. The appointed officers shall be an Executive Secretary, a Financial Secretary, and a Treasurer. These appointments are made by the President subject to the approval of the Board.
- Section 3. The Officers shall assume their duties at the beginning of the administrative year and serve for one year. The President, President-Elect, Vice President, and Directors may not succeed themselves in the same elected office.
- Section 4. The State Director shall be elected for a three-year term.
- Section 5. The Chapter Directors will each be elected for a two-year term.
- Section 6. A vacancy in the office of President will be filled by the President-Elect, to complete the current administrative year and then his/her scheduled year as President, the office of President-Elect remaining vacant until the next election. If a vacancy occurs in the office of President-Elect, other than by filling the unexpired term of the Presidency, the office shall remain vacant until the next regular election, at which time both a President and a President-Elect will be elected. If a vacancy occurs in the offices of both the President and President-Elect, the Vice President will serve as President to complete the current administrative year. Any other vacancy occurring on the Board during the year shall be filled by the Board of Regents who shall recommend candidates to complete the unexpired term subject to the approval of the Board.

## ARTICLE VIII – BOARD OF REGENTS

- Section 1. The Board of Regents is composed of the nine most recent past presidents still residing in the Pittsburgh area. Its second most recent member shall serve as chairman.
- Section 2. The Board of Regents shall, at the request of the Board, recommend an eligible member to fill, for the unexpired portion of the term, any vacant office except those of President and President-Elect.

Section 3. The Board of Regents shall, at the request of the board, rule on tie votes, resolve any questions of Bylaws interpretation, and shall rule on any question which appears to be seriously dividing the Board, the Chapter, or one from the other.

#### ARTICLE IX – NOMINATIONS AND ELECTIONS

Section 1. Nomination for officers shall be made by a Nominating Committee. This committee shall be appointed by the President early in the administrative year, and shall consist of one member of the Board of Regents, who shall serve as chairman of the Committee, one representative from the Board, and at least three members of the Chapter, in good standing, not on either Board.

Section 2. The Nominating Committee shall meet and report the names of its nominees at the March meeting of the Board. No persons serving on the Nominating Committee shall be eligible for nomination. Other nominations may be made by petition of ten members in good standing, providing the nominee's acceptance and the petition reaches the Chapter President by March 15 so as to permit inclusion on the ballot. Acceptance of nomination must be made by a nominee before his/her name may be placed on the ballot. The total list of nominees is to be circulated for letter balloting, unless there is only one nominee for each elected office, in which case the Executive Secretary may cast a vote to accept the slate of nominees.

Section 3. One or more nominations shall be made for the offices of President-Elect, Vice-President, and all other elected offices to be filled. The total pool of nominees for Directors will run for each position with the nominees receiving the highest tally of votes for each office being elected to fill the open positions.

Section 4. All nominees must be eligible Chapter members in good standing. No elected officers may be nominated to succeed themselves.

Section 5. Letter ballots, bearing the names of all nominees by office in alphabetical order, shall be mailed with proper voting instructions by the Executive Secretary to all members at least three weeks before the May Board meeting. Election returns announced at the May meeting shall be the result of the mail ballot which shall be delivered to the Tellers Committee by noon of the date stipulated in the ballot, but not later than the day preceding the May Board meeting. Election results shall be determined by a simple majority of eligible votes cast; the nominee or nominees for Director receiving the highest number of votes shall be deemed elected, with two directors elected in even numbered years and one director elected in odd numbered years.

- Section 6. The Tellers Committee shall consist of three Chapter members in good standing and shall be appointed by the President to count all ballots received in the Chapter Office by noon on the day the polls close. Tie votes shall be referred to the Board of Regents for a decision.
- Section 7. The Nominating Committee shall endeavor to maintain on the Board a balance among the various branches of engineering and types of employment.

#### ARTICLE X – CHAPTER MEETINGS

- Section 1. Regular Meetings – All Chapter meetings shall be held at the time and place determined by the Board.
- Section 2. Special Meetings – Special chapter meetings shall be called by the President upon the President’s own volition, upon request by the Board or upon the written request of ten members, in good standing, of the Chapter. The purpose of such meetings shall be set forth in the notice to the members, and notices shall be mailed at least 5 days prior to the date of the meeting. No business, other than that for which the meeting was called, shall be transacted.
- Section 3. Quorum – For the purpose of transacting business of the Chapter at regular or special meetings, a quorum of 35 members in good standing, of whom 25 must not be members of the Board, shall be required.

#### ARTICLE XI – HEADQUARTERS

- Section 1. Headquarters of the Chapter shall be established by the Board.

#### ARTICLE XII – COMMITTEES

- Section 1. Such committees as may be appropriate shall be established as provided in the Bylaws.
- Section 2. The duties of the committees shall be defined by the Board.

### ARTICLE XIII – PRACTICE DIVISIONS

- Section 1. Upon written petition of a reasonable percentage of persons holding membership in the Chapter who have common professional activities and interests, the Board may grant permission to such persons to organize as a Practice Division corresponding to that of PSPE and operate under the Constitution and Bylaws of the Chapter.
- Section 2. Practice divisions may elect as officers a Chairman, Vice Chairman and Secretary. The Chairman of any practice division may appoint committees to promote the activities of the division. The Secretary of any practice division shall file with the Vice President of the Chapter the minutes of any meeting of such division of the officers thereof. The activities of any practice division shall be in accord with the objectives, Constitution and Bylaws of the Chapter.

### ARTICLE XIV – AMENDMENTS

- Section 1. Amendments to this Constitution may be proposed by: (a) a majority vote of the Board; or (b) a petition signed by not less than five of the Board members present, provided that the text of the proposed amendment shall have been mailed to the members of the Board not less than 30 days prior to the day when the amendment shall be considered. Amendments submitted by petition shall be reviewed by the Board before being submitted to the Executive Secretary for ballot. The findings of this review may be transmitted to the members at the discretion of the Board.
- Section 2. Proposed amendments to the Constitution, together with a letter ballot, shall be mailed or emailed by the Executive Secretary to each member eligible to vote. Ballots shall be returned to the Executive Secretary not later than 20 days after their mailing by the Executive Secretary.
- Section 3. An amendment shall become effective only upon the affirmative vote of two-thirds of the votes cast by the qualified members, provided that at least 20 percent of the qualified members have voted.

### ARTICLE XV – SAVINGS CLAUSE


- Section 1. Any article or section of the Constitution or Bylaws found to be in conflict with the PSPE or NSPE Constitution or Bylaws shall be null and void. However, this shall in no way invalidate the remaining articles and sections of the Constitution and Bylaws.

ARTICLE XVI – BYLAWS

- Section 1. The Board shall prepare and adopt a series of Bylaws which shall govern all procedures under this Constitution, including those of the Board and the committees.
- Section 2. The Bylaws may be amended by affirmative vote of a majority of the Board present at a meeting at which a quorum is present provided that the text of the proposed amendment shall be mailed or emailed to the Board at least 20 days before the meeting at which the vote on the amendment will be taken and shall become effective as the date of passage.

ARTICLE XVII – EFFECTIVE DATE

- Section 1. This Constitution shall become effective upon its adoption in the manner prescribed for voting on amendments and thereupon the previous Constitution and Bylaws and prior amendments thereto are repealed.

	Adopted	<u>June 19, 1986</u>
	Amended	<u>January 30, 1997</u>
PRESIDENT	 <u>David M. Samek, P.E.</u>	Last Amended <u>June 10, 2010</u>