

ARTICLES OF INCORPORATION OF THE NEBRASKA SOCIETY OF PROFESSIONAL ENGINEERS, INC.

PREAMBLE

Recognizing that service to the public, to the state and to the profession is a fundamental obligation of the Professional Engineer. The Nebraska 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 State of Nebraska, the United States of America and all mankind.

ARTICLE I - NAME

Section 1. The name of this organization shall be Nebraska Society of Professional Engineers, Inc., hereinafter called the Society and its registered office for the transaction of business is 301 South 13th Street, Suite 101, Lincoln, Nebraska 68508.

Section 2. The Society is incorporated as a nonprofit organization under the laws of the State of Nebraska. The corporation shall have no capital stock of any kind or nature, and shall declare no dividends. The minimum amount of capital with which the corporation will commence business shall be \$10.00. The Corporation shall have perpetual existence.

Section 3. The name of the Registered Agent of the corporation is Paul E. Ziemba, J.D., P.E., 3738 South 149th Street, Suite 116 Omaha, Nebraska 68144.

Section 4. The Society is a Member state society of the National Society of Professional Engineers, a national organization of like aims and purposes hereinafter called the National Society, or NSPE.

Section 5. The Society subscribes to and supports the Code of Ethics of the NSPE.

ARTICLE II - OBJECTIVES

Section 1. The objectives of this Society shall be:

- a. Advance and promote the public welfare.
- b. Advance the professional, social and economic interests of the profession.
- c. 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.
- d. Unite all qualified engineers of the state in one organization.
- e. Stimulate and develop professional concepts among all engineers.
- f. Advance self-education and self-improvement, motivating the practicing engineer to upgrade and expand his/her competence by continuing study.
- g. Develop the civic consciousness of Members of the engineering profession, and serve the public good by support of, and cooperation with, the governor and other public officials.
- h. Represent the engineering profession in legislative matters in the interests of the state and the profession.
- i. Promote high standards of engineering education.
- j. 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.

k. Assist well-qualified and properly-motivated young people in obtaining reliable information concerning the profession of engineering.

l. Establish and preserve high standards of ethical conduct and practice by Members of the profession.

ARTICLE III - CHAPTERS

Section 1. The Membership of the Society may be organized into chapters. The Board of Directors may authorize and charter such chapters, defining geographical boundaries as may best serve the Members of the Society.

Each chapter thus formed shall have a minimum of 10 voting Members. All qualified Members of each chapter shall be Members of the Society and the National Society-

Section 2. The Board of Directors shall have authority to make rules and regulations for and decisions affecting the chartering combining or dissolving of chapters.

Section 3. Each chapter chartered by the Society shall adopt such bylaws for its operation as it may deem proper; providing that nothing contained therein shall conflict with or contravene the Articles of Incorporation and Bylaws of the Society. Such Bylaws and any changes thereto are subject to approval of the Board.

Section 4. Chapters shall engage only in such activities as are consistent with professional ideals and ethics. Such activities shall be restricted to the area for which the chapter is chartered, except as the Board may authorize.

Section 5. In all matters of local concern not covered by these Articles of Incorporation and Bylaws, chapters shall retain full autonomy, but may call upon the state and national societies for advice, counsel and assistance.

Section 6. Each chapter shall be represented on the Board and on the committees of the Society as provided in the Articles of Incorporation and Bylaws of the Society.

Section 7. No chapter shall in anyway contract any debt or obligation on behalf of the Society unless expressly authorized by the Board.

Section 8. The fiscal and administrative years of the chapters shall be concurrent with those of the Society.

Section 9. Student Members in engineering colleges and universities may be organized into student chapters, as provided in the Bylaws.

ARTICLE IV- MEMBERSHIP

Section 1. The Membership shall consist of Licensed Member, Member, and Student Member, who shall abide by the Articles of Incorporation and Bylaws and the Code of Ethics and who shall be subject to election, discipline, suspension or termination as provided in the Bylaws.

Section 2. A Member may be disciplined by the Society for cause as provided in the Bylaws. In disciplinary matters, the Board may: (a) authorize joint action with other state societies; (b) waive jurisdiction to another state society; or (c) request the assistance of the National Society where, in the Board's judgment, the circumstances warrant.

Section 3. Any Licensed Members and Members shall have voting privileges. Only Licensed Members may hold the offices of president, president-elect, and first vice president; only

Licensed Members may vote on Articles of Incorporation changes; and only Licensed Members, Members may hold other elected offices.

Section 4. All Members of this Society shall be Members of the National Society.

Section 5. Licensed Member - A Member shall be defined as a person holding a valid license as a Professional Engineer, issued under a state, territory, possession or district of the United States or holders of an equivalent licensure from another country.

Section 6. Member – A Member shall be defined as a person of high moral character who is: an EI (Engineer Intern) or EIT (Engineer-in-Training) or holders of an equivalent credential from another country; Graduates of Accreditation Board for Engineering and Technology (ABET)-accredited engineering programs, or the international equivalent.

Section 7. Student Member - A Student Member shall be defined as an undergraduate or graduate engineering in ABET-accredited engineering programs or an engineering or pre-engineering program that can lead to licensure.

Section 8. All Memberships are individual; there are no company Memberships (except in relation to certain practice divisions).

Section 9. Life Membership and Fellow Membership, consistent with the qualifications for such Membership of the National Society, are authorized.

Section 10. Honorary Membership may be conferred by the Society at the discretion of the Board of Directors. Such Memberships qualify for full waiver of Society dues. Qualification for Honorary Membership is as follows:

(1) A person whose name is carried on the Honorary Membership rolls of the Society on the date of adoption of these Articles of Incorporation, or;

(2) A person of outstanding character and ability who, in the opinion of the Board of Directors, has contributed exceptional service to his fellow man and particularly to the advancement of the engineering profession.

(3) Persons receiving Honorary Membership are not Members of the National Society.

Section 11. Should the registration of a Professional Engineer be revoked for any reason, the person shall automatically cease to be a Member of the Society. If the registration should lapse, except in case of Life, or Retired Members, the Member, if eligible, will be reclassified to Member grade.

ARTICLE V - DUES

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

Section 2. The procedure for billing and collecting of dues shall be determined by the Board.

Section 3. The schedule and conditions for dues payment, delinquency, dropping from membership and reinstatement shall be determined by the Board.

ARTICLE VI - ADMINISTRATION

Section 1. The Society shall be administered by a Board of Directors, hereinafter referred to as the Board. The Board shall determine all questions of policy and shall administer the affairs of the Society under these Articles of Incorporation and the general provisions of the law under which it is incorporated.

Section 2. The Board shall consist of the latest resident Past-President, the elected officers, the

National Director(s), State Directors of each Chapter and the President of each chapter of the Society.

Each Chapter shall be represented on the Board of this corporation by one director for each 100 Members, or fraction thereof, with the term of office as set forth in the Bylaws.

Section 3. One Third of the Board Members shall constitute a quorum. 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 not inconsistent with these Articles of Incorporation and Bylaws of the Society. The president shall vote only when necessary to break a tie.

Section 4. The Board shall have authority to decide upon any question by means of a letter ballot directed to all Members of the Board. Procedures for determining a vote by letter ballot shall be specified in the Bylaws, and a majority of the votes cast within the stipulated time shall decide the question submitted to ballot.

Section 5. The Board shall direct the investment and care of funds for the Society and shall adopt an annual budget and make appropriations for other specific purposes.

Section 6. No Members of the Board shall receive a salary or compensation from the Society, except for expenses incurred in behalf of the Society as approved by the Board.

Section 7. The Board shall consider all questions brought before it involving the rights and standing of Members, and all questions of ethics.

Section 8. There shall be an Executive Committee of the Board consisting of the Officers of the Society. Within the provisions of these Articles of Incorporation and the Bylaws, the Executive Committee shall act for the Board between Board meetings provided that such action is not inconsistent with Board policy. All acts of the Executive Committee shall be reported to the Board

Section 9. The Board of Directors or Board referred to in these Articles of Incorporation shall not include the Board of Directors of the Nebraska Society of Professional Engineers Education Foundation (NeSPEEF) unless specifically stated otherwise.

Section 10. The Board may appoint an Executive Director, when the financial and other conditions warrant, and fix his/her compensation and define his/her duties.

ARTICLE VII - OFFICERS

Section 1. The officers of the Society shall consist of the president, president-elect, first vice president, two vice presidents, secretary, treasurer, the national director(s), and the latest resident past president.

Section 2. The Society shall be represented on the Board of Directors of the National Society by a national director or directors as stated in the NSPE Constitution.

Section 3. The first vice president, two vice presidents, secretary, and treasurer shall be elected for a term of one year. The national director(s) shall be elected for a term of two years; in the event of more than one national director terms shall be staggered insofar as possible.

Section 4. During the year following their election or succession to that office, the president-elect shall automatically serve as president and the first vice president shall automatically serve as president-elect.

Section 5. Eligibility to nomination, election or retention of a position as an effective officer of the Society shall be contingent upon residence or employment in the state.

Section 6. The duties of the officers shall be as defined in the Bylaws

Section 7. The officers and directors shall take office on the first day of the Administrative Year following their election of automatic succession and shall hold office until their successors have been duly elected and installed.

Section 8. In the event the president becomes unable to serve, he/she shall be succeeded by the president-elect. The president elect shall also serve his/her regularly elected term as president in the event the president-elect becomes unable to serve he/she shall be succeeded by the first vice president. The first vice president shall also serve his/her regularly elected term as president-elect. A vacancy occurring in any other position shall be filled by election of the board with the exception of the directors representing the practice divisions who shall be selected by that division. Such vacancies shall be filled for the unexpired term of the officer being replaced.

Section 9. Officers referred to in these Articles of Incorporation shall not include officers of NeSPEEF unless specifically stated otherwise.

ARTICLE VIII - NOMINATION AND ELECTION OF OFFICERS OF THE SOCIETY AND DIRECTORS OF NeSPEEF

Section 1. Nominations for elective officers of the Society and the directors of NeSPEEF shall be made by the Nominating Committee and may be made by petition signed by ten percent (10%) of the Members eligible to vote as stated in the Bylaws.

Section 2. The Nominating Committee shall be comprised of the State President, State President-Elect, State First Vice President, State Past President and Chapter President-Elect from each Chapter not represented within the named State Officer Members-the State President-Elect shall serve as the Chairman.

Section 3. After canvassing each chapter for suggested nominees, the Nominating Committee shall offer one or more nominations for each office, no one of whom shall be a Member of the Nominating Committee.

Section 4. The Nominating Committee shall report the names of nominees to the secretary who shall transmit the same to the Members as stated in the Bylaws.

Section 5. The Nominating Committee must place on the ballot the names of all qualified candidates submitted by petition. When the petitioned candidate becomes the sole candidate, or the Nominating Committee selects a single candidate for any office, the single candidate shall be considered unanimously elected. When more than one name for any office is placed in nomination a formal ballot of the membership in attendance at the annual meeting is required.

Section 6. Procedures and schedules for nomination and election of officers are stated in the Bylaws.

ARTICLE IX - MEETINGS

Section 1. The Society shall hold an Annual Meeting as stated in the Bylaws at such time and place as may be selected by the Board, which meeting shall be open to all Members and their guests.

Section 2. Special meetings of the Society shall be called by the president on a two-thirds vote of the Board or upon petition by 50 Members of the Society, or 10 percent (10%) of the membership, whichever is the small number.

ARTICLE X - OFFICE OF EXECUTIVE DIRECTOR

Section 1. The location of the office of the Executive Director shall be determined by the Board.

ARTICLE XI - COMMITTEES

Section 1. Such committees as may be appropriate shall be established as provided in the

Bylaws.

Section 2. The duties of committees shall be defined by the Board.

ARTICLE XII - PRACTICE DIVISIONS

Section 1. To further the objectives of the Society, establishment of practice divisions is authorized.

Section 2. The Board of Directors may sanction the creation or order the dissolution of practice divisions as provided in the Bylaws.

ARTICLE XIII - AMENDMENTS

Section 1. Amendments to these Articles of Incorporation may be proposed by: (a) a majority vote of the entire Board; (b) a petition signed by not less than 15 percent (15%) of the voting membership of this corporation; or (c) a majority vote 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 secretary for ballot. The findings of this review may be transmitted to the **Members** at the discretion of the Board.

Section 2. Proposed amendments shall be voted upon by voice vote at a meeting of the corporation or by letter ballot. The Secretary shall notify all voting **Members** of the proposed amendment at least fifteen (15) days prior to the closing of balloting. The notices shall contain the closing date for letter balloting or the date of voice vote.

Section 3. An amendment shall become effective only upon the affirmative vote of two-thirds of the votes cast by the voting **Members**.

ARTICLE XIV- BYLAWS

Section 1. The Board shall prepare and adopt a series of Bylaws which shall govern all procedures under these Articles, including those of the Board and of the committees.

Section 2. The Bylaws may be amended by an affirmative vote of a majority of the Board present at a meeting provided that the text of the proposed amendment shall be mailed to the Board at least 15 days before the meeting at which the vote on the amendment will be taken.

ARTICLE XV - EFFECTIVE DATE

Section 1. These Articles of Incorporation shall become effective upon adoption in the manner prescribed for voting on amendments and thereupon the previous Articles and prior amendments of the society (then named Professional Engineers of Nebraska) thereto are repealed.

Adopted May 10,1980
Revised August 1991
Revised June 2000
Revised January 2006

BYLAWS OF THE NEBRASKA SOCIETY OF PROFESSIONAL ENGINEERS

BYLAW 1 - MEMBERSHIP

Section 1. Membership applications may be received at either the Chapter or State Level and reviewed for eligibility by the Membership Committee. If deemed to be eligible by the Chapter Membership Committee, the applicant shall be added to the Chapter rolls and the State and

National Societies notified. If deemed to be eligible by the State Membership Committee, the applicant, subject to review by the Chapter Membership Committee, shall be added to the rolls and the National Society notified.

Section 2. Membership in the Society imposes the obligation to uphold the honor and dignity of the engineering profession. It is therefore required of Members to be familiar with ethical and legal standards, to observe them, to aid in preventing violations by others and to be familiar with the Society's policies and procedures relating to handling of alleged violations.

Section 3. Violation of the Society Articles of Incorporation and Bylaws, the Code of Ethics, or for conviction of a felony shall be considered as just cause for discipline as hereinafter provided.

BYLAW 2 - DISCIPLINE

Section 1. Charges or complaints of alleged violations of the Code of Ethics or of laws and regulations governing the profession may be filed in writing by anyone having factual knowledge of the matters; charges concerning the Constitution and Bylaws shall be filed by a **Member** in good standing. Each **Member** is responsible to render written reports of factual knowledge of alleged violations of the Code of Ethics. Such charges may be filed with the secretary or with the chairman of the Ethics and Practice Committee of the Society or of the chapter.

Section 2. An initial informal investigation of alleged violations will be made by the Ethics and Practices Committee of the chapter concerned. When such informal investigations indicate that a formal investigation is advisable, the Society president shall direct the Society Ethics and Practices Committee to conduct a formal investigation and recommend whether or not a hearing is warranted.

Section 3. Hearings will be conducted by a Hearing Commission of not less than three past presidents appointed by the president which shall make recommendations to the Executive Committee. The Executive Committee shall render a decision in the matter.

Section 4. The accused shall have the right to appeal the decision to the Board of Directors, in which case the Executive Committee Members who sat earlier shall not participate in the appeal proceedings.

Section 5. A two-thirds vote of the Executive Committee, or the board in an appeal, shall be necessary to a finding sustaining a charge or charges. Thereafter the penalty shall be determined by majority vote.

Section 6. Disciplinary action may be taken by the Society against a Member who resigns his/her membership after charges of unethical conduct have been filed against such Member, in which case the former Member shall have the same rights of defense and procedure as prescribed for Members in good standing. In the case of resigned Members, the Society may issue a notice of censure or prescribe that the Society records show that such Member shall not be eligible for membership for a stipulated number of years, or indefinitely, or both, and may publish its findings.

Section 7. If a Professional Engineer is charged who is not a Member, the accused will be advised of the charges and offered the service of the Society in investigating and adjudicating the charges. If the person charged consents, the case will be handled in the established manner.

Section 8. The person who filed the charges will be notified of the final decision and it shall be published in the official publication of the Society unless the Executive Committee or the Board shall have determined that the ends of justice would be better served by withholding publication.

Section 9. The Board shall adopt and publish a policy and procedure to govern the handling of such matters. The procedures shall provide for due process, for representation of counsel, for cooperation and exchange of information with and recommendations to the State Registration

Board, for recording and disposition of records, for use of advisory counsel by the Society and for cooperation with other state societies and the National Society.

BYLAW 3 - CHAPTERS

Section 1. A chapter may organize within the provisions of the Articles of Incorporation, receive a charter from the Society and then be known as a chapter of the Society. Chartered Chapters in existence upon adoption of these Bylaws are Eastern, Midstate, Northeastern, Southeast and Western.

Section 2. A charter may be issued upon approval of an application by the Board and shall be signed by the president and the secretary of the Society.

Section 3. Each Chapter shall each year appoint or elect its own officers and directors. The Secretary of each Chapter shall send a report of the results of the election and appointment to the Secretary of the corporation at least fifteen (15) days prior to the end of the administrative year.

Section 4. The Board may authorize and issue charters for student chapters at approved engineering colleges or institutes of technology. Rules and regulations for the organization and operation of student chapters shall be determined by the Board and shall be designated according to the policies of the National Society.

Each student chapter shall have a faculty advisor who shall wherever possible be a Member of the Society. The student chapter advisor should be appointed by the Society, through the local chapter concerned on the recommendation of the dean of the college or school involved.

Each student chapter shall have a liaison officer from the sponsoring chapter who shall not be directly affiliated with the college or school involved. The liaison officer shall be appointed by the sponsoring chapter.

BYLAW 4 - AFFILIATED GROUPS

Local chapter auxiliaries may be established with approval of the membership. The purpose of an auxiliary shall be to assist in promoting the best interests of the Professional Engineer and the Society. The auxiliary shall be responsible to the chapter for its policies including ratification of bylaws.

BYLAW 5 - FISCAL AND ADMINISTRATIVE YEARS

Section 1. The fiscal year of the Society shall be from July 1 through June 30.

Section 2. The administrative year of the Society shall be from July 1 through June 30.

BYLAW 6 - DUES

Section 1. Dues are for the Calendar Year and become due and payable January 1 of each year.

Section 2. The dues for Membership in the Society shall be set by the board at their discretion. Dues include a year's subscription to the official publication of the Society.

Section 3. The Society may adopt introductory dues programs.

Section 4. Members admitted after the start of the calendar year shall pay dues for the unexpired portion according to the policy of the National Society.

Section 5. Statements for annual dues shall be mailed to each Member before the beginning of the calendar year. If dues are collected by the state society or chapter, the appropriate state official shall transmit each month to the National Society of Professional Engineers the dues collected for that organization.

Section 6. If the dues of any Member remain unpaid three months after due date, said Member shall be listed as “delinquent” and shall be removed from the mailing list to receive all publications issued by the Society. If the dues of any Member remain unpaid six months after due date, said Member shall be dropped from the rolls of the society as a Member. The request of such person for readmission must be accompanied by dues for the current year.

Section 7. A Member shall become eligible for Life or Retired Membership with waiver or reduction of dues after meeting the requirements as set forth by the National Society.

Section 8. After five years of continuous membership an application for waiver of one-half dues and after 10 years an application for waiver of full dues because of disability of a total and permanent nature, may be made by a Member in writing. Such application, if approved by the chapter (if any) and this Society shall be submitted to the National Society for final approval.

BYLAW 7 - BOARD OF DIRECTORS

Section 1. The Board of Directors shall have the direction and general supervision of all matters pertaining to the Society. It shall adopt and monitor a budget and cause the accounts of the treasurer to be reviewed not less than once a year by an Audit Committee comprised of a minimum of 2 members of the Society appointed by the President. A report therein shall be prepared by the Audit Committee and submitted to the Board of Directors for approval by the close of the fiscal year.

Section 2. The Board shall provide for and superintend the publication and distribution of all proceedings or transactions of the Society and shall have authority to appoint an editor and publish an official periodical for the Society.

Section 3. The Board shall be empowered to invest and reinvest such funds as may be available for the creation of a reserve fund. A three-fourths vote of the Board shall be required to authorize expenditures from this fund which are other than for investment or reinvestment.

Section 4. Each state director shall attend the meetings of his chapter for the purpose of inquiring into the condition of the profession and to improve the communication between the chapter membership and the Society.

Section 5. The Board shall hold a regular meeting at the time of the Annual Meeting and at least four times a year. It shall hold special meetings at the call of the president or on the petition of twenty-five percent (25%) of the directors.

Section 6. A notice of each meeting of the Board shall be mailed to each Member of the Board at least ten days prior to the scheduled date thereon. An agenda and copy of each report and resolution which are to be considered at such meetings shall accompany the notice of the meeting and no other matters shall be considered at such meetings without the consent of the majority of the Members of the Board in attendance.

Section 7. A roll call of Board Members will be taken at the beginning of each Board Meeting. The roll call will ascertain which Board Members are present. Substitutes shall be seated as follows:

Past President elected officers National Director(s) - shall be persons designated by the Executive Committee

State Directors - persons designated by and from appropriate chapters.

Practice Divisions - persons designated by and from appropriate divisions.

Chapter Presidents - persons designated by and from appropriate chapters.

Section 8. A quorum of the Board for the conduct of business shall be one third of the Members entitled to cast votes.

Section 9. Board of Directors or Board referred to in these Bylaws shall not include the Board of Directors of NeSPEEF unless specifically stated otherwise.

BYLAW 8 - LETTER BALLOTS OF THE BOARD

Section 1. The president may at any time direct the secretary to submit any question to the Members of the Board by means of a letter ballot.

Section 2. Upon direction of the majority of the Members of the Board present at any meeting where less than all Members of the Board are present the secretary shall submit any questions to the Members of the Board by means of letter ballot.

Section 3. A majority of all votes received within 15 days of the mailing of the ballots shall decide the question provided votes are received from at least two-thirds of the total membership of the Board.

Section 4. The secretary shall record as a part of the minutes of the appropriate meeting the data concerning each letter ballot including the dates of the mailing and the return of the ballots and the names and votes of all Members voting. The secretary shall notify all Members of the Board of the results within three weeks of the date of the original action.

BYLAW 9 - EXECUTIVE COMMITTEE

Section 1. As provided in the Articles of Incorporation the Executive Committee shall conduct the business of the Society between Board meetings.

Section 2. Meetings of the Executive Committee will be held at the call of the president or at the request of at least three Members of the committee.

BYLAW 10 - ELECTIONS

Section 1. By December 1 the Chairman of the Nominating Committee shall in writing notify the Chapter Presidents of the following:

The Chapter allotment of State Directors for the following administrative year, based on the latest list of Licensed Members and Members from the National Society on November 15 in good standing.

That the Chapters not represented on the Nominating Committee by a designated State Officer are entitled to one Member - See Article VIII.

That the name of the Chapter's Nominating Committee Member and the name of candidates for elective State Officers the Society and the Directors of NeSPEEF are due in the hands of the Nominating Committee by January 10.

Section 2. Nominations by petition shall be formally submitted to the Secretary for transmittal to the Nominating Committee by January 15.

Section 3. The Nominating Committee shall meet and prepare its list of qualified candidates for elective State Offices of the Society and Directors of NeSPEEF. The slate of nominees shall be formally submitted to the Secretary when the actions of the Nominating Committee are completed but not later than February 15.

Section 4. The list of nominees shall be published at least once in the Nebraska Engineer prior to the Annual Meeting.

Section 5. Election of State officers of the Society and Directors of NeSPEEF shall be held at the Annual Meeting and conducted by the Secretary. When only one nominee has been submitted on

the slate of the Nominating committee for any office election to that office shall be by voice vote. When more than one nominee has been submitted, election shall be from a printed ballot. Tellers shall distribute to each Member present, collect and count the completed ballots and present the result to the Secretary Election shall be by a simple majority.

BYLAW 11- OFFICERS AND EXECUTIVE DIRECTOR

Section 1. President. The president shall preside at all meetings of the Society and of the Board of Directors; shall be, ex-officio, a Member of all committees; and shall appoint chairpersons and Members of all committees; and have general direction of the business of the Society.

Section 2 - President-Elect. The President-Elect shall act as president in the Presidents absence, and shall undertake assignments at the request of the President, the Executive Committee, or the Board. The principal activity of the President-Elect shall be an examination of the Society, and the development of plans for the following year.

Section 3. Vice President. In the absence of, or in case of inability of the President and President-Elect, it shall be the duty of one of the Vice Presidents, in order of precedence, to perform all the duties of the President. The Vice Presidents shall coordinate the activities of committee chairpersons and perform other duties as assigned by the President.

Section 4. Treasurer. It shall be the duty of the Treasurer to protect all money and records of accounts of the Society, making an annual report of the receipts and disbursements to the Society; give such bond, to secure the faithful discharge of the duties as may be determined from time to time by the Board. The fee for this bond shall be paid out of the treasury of the Society. At the expiration of the term of office, all books, papers and money belonging to the Society, shall be turned over to the successor Treasurer, who shall give the preceding Treasurer a receipt therefor.

Section 5. Secretary. The Secretary shall perform such duties as are required by law or are assigned by the Board, shall exercise supervision over the operations of the Executive Director, and keep the Board apprised concerning that office.

Section 6. Executive Director. The Executive Director shall keep an accurate record and have custody of all official papers and records; call the meeting to order in the absence of the President, President-Elect and Vice Presidents, and call for a motion for the election of a President Pro Tempore; issue all calls and notices ordered by the President or the Board; submit at the Annual Meeting a written report covering the duties and activities of the position, including a statement of the membership of the Society; give such bond, to be paid out of the treasury of the Society, to secure the faithful discharge of assigned duties; receive such salary as the Board shall determine; and have such other duties and prerogatives as the Board may assign. At the expiration of service, the Executive Director shall turn over to a designated successor all books, documents and other property, receiving a receipt therefore.

Section 7. National Director(s). The National Director(s) shall represent the Society at meetings of the NSPE Board of Directors and shall communicate actions taken and information received to the Society.

Section 8. Officers referred to in these Bylaws shall not include Officers of NeSPEEF unless specifically stated otherwise.

BYLAW 12 - COMMITTEES

Section 1. The standing committees of the Society shall normally have the same names as those used by the National Society. However several functions may be combined into one committee; and additional committees may be formed as needed to serve the published objectives of the National and State. The standing committees and the names of the chairpersons shall be listed in the annual roster issue of the Nebraska Engineer.

Section 2. Each of the standing committees shall consist of Members who shall be appointed annually by the President, who shall also designate the chairperson of each committee. The practice divisions may appoint such committees as are necessary to carry on their activities.

Section 3. Each standing committee shall inform the Board of its activities at least once each year or as otherwise directed by the president.

Section 4. The president shall appoint such other special committees as may be desirable for the conduct of the business of the Society

Section 5. No committee shall commit the Society without specific authorization from the Board.

Section 6. Joint Committee The Joint Committee on Professional Practice consisting of Members of the Nebraska Chapter of the American Institute of Architects and the Nebraska Society of Professional Engineers hereinafter referred to as Joint Committee was formed to advance the professions of engineering and architecture in the fields of common or overlapping functions of statutory requirements and ethical practice. The Joint Committees advice and consultation may be utilized by the Board in matters concerning professional practice and Code of Ethics as they may pertain to BYLAW 1. Section 3 and other matters that may concern the Society. Professional Engineer Members as required by the operating procedures of the Joint Committee shall be appointed by the President of the Society.

BYLAW 13 - PRACTICE DIVISION

Section 1. Practice divisions comprised of Members having common professional problems and interests shall operate under the Articles of Incorporation and Bylaws of the Society. Operating Rules and any changes thereto must have the approval of the Board before becoming effective. The Board may dissolve a practice division after conducting a hearing on the need for such action.

Section 2. The practice divisions shall be conducted to provide effective forums for discussion and united action on the part of Members grouped according to type of professional employment. The improvement of professional recognition, conditions of employment and other matters of mutual welfare shall be the goal.

Section 3. Membership in each practice division shall be limited to Members of the Society except as specifically provided for in the Rules of the division.

Section 4. The officers of each practice division shall include chairperson and such other officers as determined by the division and approved by the Board.

Section 5. Officers shall assume the duties usually performed by its officers in like positions subject to rules which may be adopted by the division and approved by the Board.

Section 6. The officers shall constitute the practice division executive board.

Section 7. When considered necessary for promoting or forwarding its special objectives any practice division may establish a fund for that purpose to be maintained in the treasury of the Society. Such funds may be obtained through dues and/or assessment of its own Members or by other means which are authorized by the Board. The treasurer of the Society shall be the custodian of all practice division funds. The expenditure of which shall be subject to the approval of the officers of the divisions.

Section 8. Minutes shall be kept and filed for all meetings of practice division's and the division executive board. An annual report outlining the division s activities for the year including financial statement and offices shall be made to the Board .

Section 9. All actions by practice divisions shall be consistent with the policies of the Society.

Section 10. Practice divisions serving the Society may include the following:

Professional Engineers in Construction
Professional Engineers in Industry
Professional Engineers in Education
Professional Engineers in Private Practice
Professional Engineers in Government

BYLAW 14 - MEETINGS

Section 1. The Annual Meeting of the Society shall be held between April 1 and June 30.

BYLAW 15 - ORDER OF BUSINESS

Section 1. The order of business at meetings of the Board shall be determined by the president subject to approval of the Board.

Section 2. Robert's Rules of Order (revised) shall govern matters of parliamentary procedure of the Society.

BYLAW 16 - OFFICIAL PERIODICAL

Section 1. The Society shall publish an official periodical to be known as ***The Nebraska Engineer.***

Revised June 1994
Revised June 2000
Revised March 2006