

**Delaware Valley
Association of Structural Engineers
By-Laws**

Article I - Name

Section 1. In accord with the By-Laws of the Structural Engineers Association of Pennsylvania (SEAoP), this organization, known as the Delaware Valley Association of Structural Engineers (DVASE), shall operate as the Eastern Pennsylvania Chapter of SEAoP. The DVASE Chapter of SEAoP will maintain a Board of Directors and Chapter Officers and maintain a separate banking operation and budget.

Section 2. The members of DVASE shall have all of the rights and privileges as all members of the SEAoP Statewide Organization and shall be a part of the Member Organization of the National Council of Structural Engineers (NCSEA) and accorded all of the rights and privileges of said organization.

Article II - Purposes

Section 1. To provide a forum for effective action to improve the quality of structural engineering services and to promote professionalism and the image of structural engineers.

Such actions shall include but not be limited to:

- (a) Providing available members as speakers or participants in events, where this purpose can be served.
- (b) Preparation and dissemination of information and data consistent with this purpose.
- (c) Assisting any party with a legitimate need in the preparation, publication and dissemination of structural information, policy, and criteria.
- (d) To uphold ethical practices and concerns.
- (e) To contribute to the continuing professional education and development of our members.
- (f) To coordinate and assist the statewide SEAoP organization in its mission.

Section 2. To provide a forum for member structural engineering contemporaries to share data and information pertaining to structural engineering services and practice for the purpose of enhancing member and member firm's services and avoiding the pitfalls of the practice.

Section 3. To provide an effective means of educating our professional, governmental and industrial clients/owners regarding our responsibilities and, therefore, our inherent liabilities on a project. To inform both state and federal legislatures of our responsibilities and liabilities.

Article III - Membership

Section 1. Only individual persons of good character and reputation shall be members of DVASE. Membership in DVASE implies agreement with and commitment to the purpose and organization of both SEAoP and DVASE as prescribed herein and acceptance of the obligation to adhere strictly to the ethical standards of the Pennsylvania State Registration Board for Professional Engineers, Land Surveyors, and Geologists.

Section 2. Membership is open to the following general categories: a) firm membership and b) individual membership.

Section 3. FIRM MEMBERSHIP. Firm membership is open to those firms in the Delaware Valley Area organized to practice consulting structural engineering or firms organized to practice a profession related to structural engineering and have a structural engineering department within the firm. Member firms shall designate up to three Professional Members with an active professional registration.

Section 4. INDIVIDUAL MEMBERSHIP. Voting and non-voting membership is open to individuals consistent with one of the following categories.

- (a) Professional Members – Must be licensed as a professional engineer by the Commonwealth of Pennsylvania and must be actively engaged in the professional practice of structural engineering and meet one of the follow criteria:
 - 1. Structural Engineer Practitioner: An individual structural engineering practitioner, who is NOT a principal, officer or director of a firm, and who is with a firm that is not a member firm; or a structural engineering sole practitioner.
 - 2. Firm Affiliate: Additional individual structural engineering practitioners from a firm currently holding a Firm category membership.
 - 3. Public Owner Practitioner: Individual in-house structural engineering practitioner who is an employee of a federal, state, local governmental agency, utility or authority.
 - 4. Academic Member: Fulltime faculty teaching in a structural engineering-related degree program at an accredited college/university.
- (b) Associate Members shall be those members of DVASE who are not licensed as professional engineers by the Commonwealth of Pennsylvania, but otherwise qualify as Professional Members and have graduated from an ABET-accredited bachelor's degree or substantially equivalent program in structural, civil, or architectural engineering.
- (c) Retired Members shall be those members of DVASE who are no longer actively engaged in the professional practice of structural engineering, but otherwise qualify as Professional or Associate Members and have previously been so engaged for a minimum of twenty-five years.
- (d) Student Members shall be those members of DVASE
 - 1. who are enrolled full-time in an ABET-accredited bachelor's degree or substantially equivalent program in structural, civil, or architectural engineering, or a graduate degree program in structural engineering; and
 - 2. who intend to engage in the professional practice of structural engineering upon graduation; and
- (e) Affiliate Members shall be those members of DVASE who do not qualify for any of the grades described above.

Section 5. General membership meetings are open to firm and individual members and any individual invited by a member or the executive committee.

Section 6. Only Professional and Associate Members shall have voting rights in DVASE, and each Professional Member shall have exactly one vote. Only Professional and Associate Members of DVASE shall be eligible for election or appointment to an office therein.

Section 7. Membership in DVASE shall automatically register the individual as a member of SEAoP and subsequently NCSEA.

Section 8. An applicant may be denied membership in, or a member may be censured by or expelled from SEAoP for conduct that violates Section 1 of this Article upon a two-thirds majority vote of the entire Executive Committee. Such action may be appealed by the affected applicant or member within thirty days of receiving notice thereof. No publication of the action shall be made until the Executive Committee finalizes the action following any appeal.

Article IV - Meetings/Voting

Section A. General Membership

- (a) Each professional and associate member in good standing shall have one vote in all elections and on all matters brought before the general membership. The vote may be balloted by a firm's designated voting representatives, individual voting member, or by a proxy, authorized in writing.
- (b) Meetings shall be held on a regular basis as scheduled by the executive committee. Special meetings may be called by the President, the Executive Committee, or one-third (1/3) of the members, provided at least ten (10) days notice is given.
- (c) A majority of those voting on an issue shall decide the question except for amending these By-laws as provided for in Article VI.
- (d) Roberts Rules of Order shall be used for the conduct of all business except where it is in conflict with the provisions of these By-Laws.
- (e) Membership shall commence upon payment of such dues and/or fees as prescribed by the organization and shall continue except if terminated through non-payment of dues after ninety (90) days or as stipulated in Article III.
- (f) New members are eligible to participate in official DVASE business and vote 30 days after receipt of a valid application with appropriate dues by the Association.

Section 2. Executive Committee

The Executive Committee shall meet prior to the General Membership and at special sessions called by the President or any three Executive Committee members.

Section 3. Elections and Voting

- (a) At-large elections and other votes, where prescribed herein, shall be conducted by mail ballot, electronic ballot, or at a regular or special meeting of the Chapter with provision for proxy voting by those unable to attend. When these Bylaws require or the Executive Committee authorizes a ballot, the Secretary shall distribute such ballot, together with all supplemental information deemed necessary by the Executive Committee, to all voting eligible Members of the Chapter within thirty days of the action by which the election or vote was called. The Secretary shall then canvass all returned ballots received within thirty days of their distribution.
- (b) Except where prescribed otherwise herein, all those eligible and casting ballots shall decide all elections and other votes, and such decisions shall require a simple majority of the votes cast. Where more than two candidates or options are presented, and no candidate or option

receives a majority on the first ballot, additional ballots, with the candidate or option receiving the fewest votes on the previous ballot removed, shall be distributed and cast until the election or vote is decided.

Article V - Government

Section 1. Executive Committee

- (a) The Executive Committee of the organization may exercise all powers except those reserved to the officers and members.
- (b) The Executive Committee shall consist of at least seven (7) members. It shall include the President, Vice President/President Elect, Secretary, Treasurer, Past Presidents, SEAoP Directors, Executive Secretary, and Committee Chairmen.
- (c) The Executive Secretary is a non-member paid position to assist the Executive Committee in operating the DVASE Chapter.

Section 2. Offices and Duties of Officers

- (a) **President:** The President shall preside or appoint a meeting leader for all meetings of the Executive Committee and general membership; appoint chairmen and members of committees; serve as spokesman for the organization; propose an annual budget for adoption at the annual organizational meeting; and possess all powers normally exercised by an organization's President. The President's term shall be for one year.
- (b) **Vice President/President Elect:** The Vice-President/President Elect shall have duties assigned by the President. Assume the office of President if vacated. Vice President's term shall be for one year at which time the Vice President will assume the office of President for the next officer's terms.
- (c) **Secretary:** The Secretary shall be responsible for recording and distributing minutes or summaries of Executive Committee and general membership meetings; maintain a current membership list and official administrative records of the organization; and distribute meeting and other notices. The secretary shall have a copy of Robert's Rules of Order available at all business meetings and, at the request of the President or appointed meeting leader, shall assist in the conduction of meetings in accordance with that authority. The Secretary's term shall be for one year.
- (d) **Treasurer:** The Treasurer shall maintain receipts and disburse funds; bill the membership for dues and assessments; sign checks drawn upon these funds and disburse funds upon approval; and maintain financial records of the organization. The Treasurer may delegate routine responsibilities, with Executive Committee approval, to others in the association. The Treasurer's term shall be for one year.
- (e) **Past President:** The immediate Past President shall perform such duties as assigned by the current President.
- (f) **SEAoP Directors:** Two bi-annually elected representatives of the DVASE Executive Committee to the SEAoP Board of Directors.

Section 3. Election of Executive Committee and Officers

- (a) Officers shall be elected by at-large elections or by secret ballot. Voting may take place at the May dinner meeting.

- (b) The term of office shall be as noted above. It begins on the date officers assume their posts at the first meeting after the election meeting (typically the July meeting). There is no limit on the number of terms an individual may serve.
- (c) The President shall appoint a Nominating Committee. The committee shall submit a list of nominees for the various offices to the member firms no later than March 15th or as designated by the President. Recommendations may be submitted to the Committee for consideration.
- (d) Additional nominations will be called for at the election meeting and may be made from the floor when seconded by two (2) authorized representatives.
- (e) Vacancies caused by resignation, death or incapacitation will be filled by a majority vote of those attending the next regular or special meeting.
- (f) The Executive Committee shall elect two members to serve as the Chapter's SEAoP Directors for a term of two years that shall coincide with the SEAoP's fiscal year. There shall be no limit on the number of consecutive on non-consecutive terms that a member may serve as a Director. The Directors shall, at the expense of the Chapter, participate in the SEAoP meetings and other events as approved by the Executive Committee. The Directors shall make every effort to attend all regular Executive Committee meetings of the Chapter to report on the activities and decisions of SEAoP and to receive direction from the Executive Committee regarding any pending SEAoP issues.

Article VI - Amendments

Section 1. A proposed amendment shall be distributed to members and become effective only when approved in an at-large vote by mail or electronic ballot in which not less than one-fourth of the eligible Professional and Associate Members cast ballots and a two-thirds majority of the votes cast are in the affirmative. The ballot shall include or be accompanied by, at a minimum, the complete text of the proposed amendment and be distributed to all members of the Chapter. An approved amendment shall become effective immediately.

Section 2. An amendment, when signed by members constituting one-third (1/3) of the total membership or by a simple majority vote of the Executive Committee, may be proposed.

Article VII - Dues/Assessments/Payments

Section 1. Member firms and individual members shall pay annual dues in amounts proposed by the executive committee.

Section 2. Additional assessments may be proposed, when signed by members consisting of a two-thirds (2/3) majority vote of the Executive Committee, by mailing it to each member firm and individual member no later than thirty (30) days prior to the meeting at which it is to be considered. Such assessments shall be collected from member firms and individual members if adopted by a majority vote of the general membership of those present at the meeting when the proposed assessment is presented.

Section 3. Funds will be deposited in an account(s) bearing the name DVASE. The President and Treasurer shall be authorized to sign checks; one signature shall be required for a check to be valid.

Article VIII - Committees & Affiliates

Section 1. Committees are task-specific groups, whether standing or special, appointed by the President and serve at his or her discretion.

Section 2. Affiliates are groups created to complement DVASE as the Member Organization (MO). Formation is subject to review and approval by the Executive Committee. Affiliates operate under DVASE and may be disbanded or disaffiliated by the Executive Committee.

Section 3. Goals & Objectives

- (a) To broaden DVASE's reach within the structural engineering community.
- (b) promote DVASE as an organization and encourage membership.

Section 4. Membership

- (a) Members of all Committees shall be DVASE members.
- (b) DVASE membership includes membership to all Affiliate groups.
- (c) Non-DVASE members shall be members of an individual Affiliate group to participate in that group's activities,

Section 5. Leadership

- (a) For each Committee and Affiliate, a Chairperson (or Liaison) shall be assigned for communication with the DVASE Board.
- (b) Each Chairperson (or Liaison) shall be a DVASE member.

Section 6. Activities

- (a) All Committee and Affiliate activities, including, but not limited to, events, seminars, webinars, community engagements, etc. shall align with the Goals and Objectives defined in Section 3 above and Article II.
- (b) Social activities (e.g. physical or virtual happy hour events) are deemed acceptable only if they provide, at a minimum, the opportunity for one of the following:
 - 1. Fostering mentorship,
 - 2. Providing networking opportunity,
 - 3. Promoting Goals & Objectives as outlined in *Section 3*.
- (c) Promotion of all events and activities shall be in accordance with *Section 9*.
- (d) All Committee and Affiliate activities are subject to review and approval by Executive Committee.

Section 7. DVASE Support

- (a) DVASE will assist the Committees and Affiliates, upon their request, by:
 - 1. Promoting events via website, email blasts, and announcements at DVASE events.
 - 2. Providing access to DVASE's network of presenters, sponsors, etc. on a case by case basis.
 - 3. Providing discretionary funding in accordance with *Section 8* below.

Section 8. Funding

- (a) Committees: All expenses are subject to review and approval by the Executive Committee.
 - 1. Committee budgets are apportioned by the Executive Committee
 - 2. Committees shall not independently solicit funds
- (b) Affiliates
 - 1. Affiliates are encouraged to fundraise for activities.
 - 2. DVASE may provide annual budgets to Affiliates to fund activities and expenses in a given fiscal year (starting July 1 and ending June 30).
 - a. Budgets are evaluated annually and not guaranteed year to year.
 - b. Budgets are fixed; any unused funds will not carry forward to the next fiscal year.
 - c. All expenses and requests for reimbursement must meet the requirements of *Section 6* and *Section 9* and are subject to review and approval by the Executive Committee.

Section 9. Committee / Affiliate Requirements

- (a) DVASE Promotion
 - 1. Committees and Affiliates shall promote DVASE through marketing and events and encourage DVASE membership.
 - 2. Prior to and during any Committee and Affiliate activities, all promotional materials, correspondence with members/attendees, invitations, etc. shall clearly indicate DVASE as the MO.
 - 3. All Committee and Affiliate websites, social media pages, and merchandise must bear representation of DVASE.
- (b) Reporting
 - 1. Each Chairperson (or Liaison) shall provide monthly updates to the DVASE Board on activities, fundraising, and expenses.
 - 2. All income and expenses must be recorded at the DVASE level.

Section 10. Standing Committees are:

- (a) Golf Outing Committee
- (b) May Dinner and Awards Committee
- (c) SEAoP Committee
- (d) Sustainable Design Committee
- (e) Structural Engineers Emergency Response Committee (SEER)

Section 11. Standing Affiliates are:

- (a) DVASE Young Members Group (YMG)
- (b) Women in Structural Engineering (WiSE) Philadelphia