

PENINSULA ENGINEERS COUNCIL

CONSTITUTION

AND

BYLAWS

Record of Amendments		
Amendment Date	Affected Page(s)	Description of Change
5/12/98	Front Matter	Added 'Record of Amendments' table
	All	Added page numbers and most recent amendment date to each page of Constitution and By-Laws
	1	Revised Constitution Article II, Section 2., to add the 'Doug Ensor Award'
	6	Revised By-Laws Article IV, Section 1., to add the 'Doug Ensor Award' committee and to delete the 'Engineers Club' committee
	8-10	Added By-Laws 'Article VII - Doug Ensor Award'
	10	By-Laws 'Article VIII' was 'Article VI'
	12	By-Laws 'Article IX' was 'Article VIII'
9/14/99	All	Added most recent amendment date to each page of Constitution and By-Laws
	8	Revised By-Laws, Article VII, Section 2., Sub-paragraph 1), to increase the biographical sketch limit to two pages and to link the expected content to the specific areas in which a candidate will be scored. Prior limit was one page. Revised By-Laws, Article VII, Section 3., Sub-paragraph 1), to base the qualification solely on age. Alternative qualification was previously allowed based on years of work experience not exceeding 15.
	9	Revised By-Laws, Article VII, Section 5., to increase representation of prior Doug Ensor Award recipients on the Award Committee to a maximum of four (out of a maximum of six committee members). Previously only the current year's Doug Ensor Award recipient was a committee member.

Record of Amendments (cont'd)		
Amendment Date	Affected Page(s)	Description of Change
9/14/99	9	Revised By-Laws, Article VII, Section 6., to replace discussion of general evaluation guidelines with a definition of five areas of achievement to be used in scoring candidates.
1/30/01	2 11 12	<p>Revised Constitution, Article III, Section 4., to move reference to the suspension process of member societies to 'Section 5'</p> <p>Added Constitution, Article III, Section 5., to expand and clarify the conditions under which a member society may be suspended and the process which must be followed for an action of suspension</p> <p>Constitution, Article III, 'Section 6' was 'Section 5'</p> <p>By-Laws, Article VIII, Section 5., '...in accordance with Article III – Section 5 of the...' was '...in accordance with Article III – Section 4 of the...'</p> <p>Added By-Laws, Article VIII, 'Section 7,' to identify a process whereby member organizations that have been inactive and dues delinquent for more than two years will be automatically placed into an "inactive" status</p>
4/8/03	7	<p>Revised By-Laws, Article VI, Section 7., to advance the election process timeline by one month, so that the election of Engineer of the Year will be conducted in December rather than in January.</p> <p>Revised By-Laws, Article VI, Section 7., added new Sub-paragraph, inserted as '4)', to allow presentations on behalf of Engineer of the Year nominees to be made at the November meeting.</p> <p>By-Laws, Article VI, Section 7., Sub-paragraph 5) was Sub-paragraph 4).</p>

Record of Amendments (cont'd)		
Amendment Date	Affected Page(s)	Description of Change
4/8/03	8	<p>Revised By-Laws, Article VI, Section 8., to require that societies review and evaluate candidates for Engineer of the Year using objective scoring criteria provided by the Council's Nominating Committee.</p> <p>Revised By-Laws, Article VI, Section 9., to base the election of Engineer of the Year on each society's submittal of their objective evaluation sheets for each candidate. The Nominating Committee now determines the Engineer of the Year based on the highest ranking among the evaluations submitted. The absolute number of points awarded in the evaluations is considered in the event of a tie.</p>
11/12/13	All	Added the most recent amendment date to each page of the Constitution and By-Laws
	2	<p>Revised Constitution Article III, Section 4., to clarify the condition for determining what constitutes a simple majority for voting purposes at a Council meeting.</p> <p>Revised Constitution Article III, Section 5., to clarify that only recognized active member societies can vote on Council business. Also, clarified that active member societies can vote in absentia on certain items of business.</p>
	3	<p>Revised Constitution Article IV, Section 6., to clarify that Honorary Presidents have a vote if they are recognized as a current delegate of their member society.</p> <p>Revised Constitution Article V, Section 1., to allow the Council to solicit voluntary contributions from member societies, when the solicitation is approved by a majority vote.</p> <p>Revised Constitution Article VI, Section 1., to clarify that only recognized active member societies can vote to amend the Council Constitution. Also, clarified that active member societies can vote in absentia on amendment proposals.</p>
	4	Revised By-Laws, Article I, Section 4., to clarify that quorums for Council meetings are based on the number of recognized active member societies.

Record of Amendments (cont'd)		
Amendment Date	Affected Page(s)	Description of Change
11/12/13	5	By-Laws, Article II, Section 2., deleted duplicated sentence starting with "Petitions must state . . ." (editorial correction)
	6	Revised By-Laws, Article IV, Section 1., to delete "Career Day", "Community Projects", "Hospitality", "Program", "Publicity", and "School Activities" committees, and to add "Corporate Sponsors", "Membership", and "Proclamations" committees to reflect current Council operations.
	7	Revised By-Laws, Article VI, Section 2., to clarify that only recognized active member societies are entitled to nominate candidates for the Engineer of the Year Award. Revised By-Laws, Article VI, Section 5., to add a cross-reference to Article III, Section 1 of the Constitution for a definition of what localities the "Peninsula area" encompasses.
	8	Revised By-Laws, Article VI, Section 9., to clarify the deadlines for submitting Evaluation sheets for Engineer of the Year by postal or e-mail means. Revised By-Laws, Article VII, Section 2., to clarify that only recognized active member societies are entitled to nominate candidates for the 'Doug Ensor Award'.
	10	Revised By-Laws, Article VII, Section 7., Sub-Paragraph 7), to add that e-mailing is an allowed means for the Doug Ensor Award Committee to submit their recommendation for an awardee to the Council President.
	12	Revised By-Laws, Article IX, Section 1., to clarify that only recognized active member societies can vote to amend the Council Constitution. Also, clarified that active member societies can vote in absentia on amendment proposals.
	4/8/14	ii
2		Deleted Constitution Article III, Section 6., which referred to making additions or deletions to the PEC Roster.

Record of Amendments (cont'd)

Amendment Date	Affected Page(s)	Description of Change
4/8/14	10	<p>Revised By-Laws, Article VII, Section 7, Sub-paragraph 4), to change the date for disseminating the request for nominations for the Doug Ensor Award from September to no later than August 31.</p> <p>Revised By-Laws, Article VII, Section 7, Sub-paragraph 5), to change the deadline for submittal of nomination packages from December 1 to November 1.</p> <p>Revised By-Laws, Article VII, Section 7, Sub-paragraph 7), to change the deadline for the selection committee's recommendation from January 7 to December 7.</p>
1/14/16	6	<p>Revised By-Laws, Article V, Section 1, to delete identification of a specific amount of annual dues (was \$25). Added wording that allows changes to the amount of dues to be approved by an affirmative majority vote of member societies, in lieu of having to process and approve an amendment to the By-Laws.</p>

CONSTITUTION OF THE PENINSULA ENGINEERS COUNCIL

Adopted April 25, 1988

Amended January 16, 1990

Amended May 29, 1991

Amended May 19, 1992

Amended May 12, 1998

Amended January 30, 2001

Amended November 12, 2013

Amended April 8, 2014

ARTICLE I - NAME

Sec. 1. - The name of this organization shall be the Peninsula Engineers Council.

ARTICLE II - PURPOSE

Sec. 1. - Promote in the Peninsula Area of Virginia the observance of National Engineers Week.

Sec. 2. - Bring to the attention of the public and engineering community the contributions of engineers in the Peninsula area by selecting, recognizing and awarding Peninsula Engineer of the Year and the 'Doug Ensor Award'.

Sec. 3. - Coordinate efforts in furthering engineering education in the schools and colleges in this area and to increase the interest in the engineering profession.

Sec. 4. - Provide a forum for the discussion of problems and activities of common interest which may be brought before it by member societies, community groups, institutions, or persons.

ARTICLE III - MEMBERSHIP

Sec. 1. - The membership of the Council shall consist of recognized engineering and technical societies which have members working or residing in the Peninsula Area of Virginia. The Peninsula Area shall be defined as the Cities of Hampton, Poquoson, Newport News, and Williamsburg and the Counties of James City and York.

Sec. 2. - Each member society of the Council will be represented by one delegate and one vote.

Sec. 3. - Liaisons to academic and government organizations may be nonvoting delegates to the Council, as agreed on by the Council.

Sec. 4. - Invitations to join the Council may be extended to societies qualified under Article III, Sec. 1 by a majority vote of the member delegates present at a duly constituted regular meeting of the Council.

Sec. 5. - A member society may be suspended from the Council for just cause. Such action may be considered based on extended dues delinquency and lack of active participation, or other circumstances contrary to Council purpose or operations. Action to suspend a member society must be initiated at a regular Council meeting. The affected society must be given sixty days notice that a vote to suspend will be taken and the reasons for the action. Within this sixty-day period, the affected society may petition the Council in writing to set aside the action to suspend. The Council will consider any such petition. In the absence of such petition at the end of the sixty-day period, a formal vote will be taken on the suspension action. A two-thirds affirmative vote of the member delegates of all recognized active societies is required to suspend a member society. Voting will take place at a duly constituted regular Council meeting. Active societies may vote in absentia provided their vote is received by the Council Secretary no later than seven (7) days following the Council meeting.

ARTICLE IV - OFFICERS

Sec. 1. - The Officers of the Council shall be the President, the Vice President, the Secretary, and the Treasurer all of whom shall be elected annually for a term of one year and shall continue in office until their successors qualify and take office.

Sec. 2. - The Officers, other than President, may continue their function as delegates for their member societies.

Sec. 3. - No more than one Officer may be elected from the same member society within the same year.

Sec. 4. - No Officer, except the Treasurer, may serve more than two consecutive terms in the same office.

Sec. 5. - The past President, not serving as a delegate of a member society, will be eligible to serve in an ex-officio advisory capacity.

Sec. 6. - There shall be an advisory committee consisting of past Peninsula Engineers Council Presidents with the title - Honorary President. Each retiring President of the Council shall be appointed to the office of Honorary President. Honorary Presidents are non-voting officers of the Council, unless they are otherwise recognized as a delegate of their member society.

ARTICLE V - FINANCIAL RESPONSIBILITIES OF THE COUNCIL AND ITS MEMBER SOCIETIES

Sec. 1. - The Council shall not accept financial responsibilities for the acts of the member societies, nor shall it take action which involves financial responsibilities for the member societies. The Council may solicit voluntary contributions from member societies from time to time to support worthwhile community activities consistent with the purposes of the Council. Such action requires a majority vote of societies present at a duly constituted Council meeting.

Sec. 2. - If the Council is disbanded, any funds of the Council, after payment of debts, will be disbursed equally among the societies which are members of the Council at the time of the disbandment.

ARTICLE VI - AMENDMENT

Sec. 1. - Any amendments to this Constitution may be made by a favorable two-thirds vote of the delegates of active member societies by ballot at a duly constituted regular or special meeting. Written absentee ballots may be accepted provided they are received by the Council Secretary no later than seven (7) days following the Council meeting.

Sec. 2. - Suggested amendments shall be presented in writing to the Council and sent to the member delegates and member society chairpersons at least one month in advance of formal action.

BYLAWS OF THE PENINSULA ENGINEERS COUNCIL

Adopted April 25, 1988

Amended January 16, 1990

Amended May 29, 1991

Amended May 19, 1992

Amended November 9, 1993

Amended January 10, 1995

Amended May 9, 1995

Amended May 12, 1998

Amended September 14, 1999

Amended January 30, 2001

Amended April 8, 2003

Amended November 12, 2013

Amended April 8, 2014

Amended January 14, 2016

ARTICLE I - PROCEDURES, MEETINGS, AND QUORUMS

Sec. 1. - The rules contained in "Robert's Rules of Order", Revised Edition shall govern this Council in all cases which are applicable and in which they are not inconsistent with these Bylaws or the Constitution.

Sec. 2. - Each member society of Council shall appoint one delegate, and may appoint an alternate delegate, to Council and notify the Secretary of the Council by July 1 of each year. It is recommended that the delegate be a past or present member of the society's governing board or executive council.

Sec. 3. - Meetings shall be held monthly, except in June, July, and August or as may be called by the President. Special meetings may be called by any five member delegates providing there is ample justification, and all the member delegates shall be notified as to the time and place of such a meeting.

Sec. 4. - One-third of the member delegates of recognized active societies shall constitute a quorum at a meeting of the Council.

ARTICLE II - ELECTIONS AND VACANCIES

Sec. 1. - Officers shall be elected and installed annually at the April Council meeting.

Sec. 2. - A Nominating Committee, consisting of three delegates, representing three different societies, will be appointed by the Council not later than March 1. The Nominating Committee shall prepare a ticket which must be submitted to the Secretary by March 15. This ticket shall consist of at least one nominee for each office. Where possible, the nominee(s) for the office of President shall have served at least one term of office as an Officer of the Council.

Sec. 3. - The Secretary shall send the ticket to the delegates within ten days of receiving it from the Nominating Committee. Additional nominations may be made by petition to the Secretary when signed by at least three delegates. Petitions must state the name of the nominee and the office for which he/she is being nominated, and shall be received by the Secretary not less than ten (10) days prior to the election.

Sec. 4. - A vacancy in the office of President shall be filled by the succession of the Vice President. A vacancy in any office except that of the President shall be filled by a member delegate elected at a regular meeting of the Council.

ARTICLE III - DUTIES OF OFFICERS

Sec. 1. - The President shall be the Chief Executive Officer of the Council. The President shall be a member of all Committees, except the Nominating Committee. The President shall preside at all meetings and functions of the Council and represent the Council in dealing with outside agencies, making all appointments except the Nominating Committee and transacting all business of the Council as directed by it, and in accordance with these Bylaws and the Constitution.

Sec. 2. - The Vice President shall act in the place of the President in any case of the President's failure or inability to act. The Vice President shall transact, at the direction of the President, any business which could be within the power of the President to transact.

Sec. 3. - The Secretary shall maintain accurate minutes of the meetings of the Council and send a copy of these minutes to each delegate and the President or Chairperson of each member society. The Secretary shall conduct the correspondence of the Council, prepare and send all notices of the meetings to the delegates and member societies, and shall keep a full and accurate list of the delegates and the addresses of the delegates.

Sec. 4. - The Treasurer shall receive and disburse, with the approval of the President, all Council funds and shall keep an accurate record of the same. The Treasurer shall make financial reports to the Council as requested and make a written report to the Council at the end of his/her term of office. Expenditures will be limited to \$25.00 unless approved by the Council.

Sec. 5. - The duty of the Honorary Presidents shall be to advise the Council on any business brought before it. Additional duties may be assigned as mutually agreed to by the President and Honorary Presidents and concurred in by the Council.

ARTICLE IV - COMMITTEES

Sec. 1. - The standing committees of the Council will be the Arrangements, Banquet Tickets, Brochure, By-Laws, Corporate Sponsors, Doug Ensor Award, Engineer of the Year Nominating, Membership, and Proclamations.

Sec. 2. - The President of the Council will establish any other committees needed to accomplish the purpose of this Council.

ARTICLE V - FINANCIAL AFFAIRS AND LIABILITY

Sec. 1. - Annual dues shall be levied on each member society, are due and payable on October 1, and considered delinquent by December 1 of each year. The amount of dues is established to cover the operating cost of the Council. A change to the amount of dues to be levied requires a majority vote of societies present at a duly constituted Council meeting.

Sec. 2. - This Council shall be responsible for its own acts, contracts, debts and other obligations and undertakings. This Council shall open and maintain a bank account in a reliable banking or other financial institution for the disbursement of expenses incident to its organizational purposes and functions.

Sec. 3. - This Council and the Officers hereof shall not be liable or otherwise responsible for the actions of, or obligations incurred by, any individual member delegate or group of delegates of this Council, except insofar as such actions or obligations are the responsibility of the Council under these Bylaws and the Constitution.

Sec. 4. - An audit of the Council's finances shall be performed at the end of each business year to ensure that accurate records are being maintained. The auditor(s) shall be appointed by the President and concurred with by the Council. A report of the audit findings shall be made to the Council membership no later than the first meeting of the succeeding business year.

ARTICLE VI - ELECTION OF THE ENGINEER OF THE YEAR

Sec. 1. - The Engineer of the Year Nominating Committee will be responsible for disseminating the nomination guidelines to member societies and for conducting the election.

Sec. 2. - Each recognized active member society is entitled to nominate one candidate for the Peninsula Engineer of the Year Award and to cast one vote to select the Peninsula Engineer of the Year.

Sec. 3. - Current officers of the Council may not be nominated for the Peninsula Engineer of the Year.

Sec. 4. - Each candidate shall be or have been actively practicing in the engineering field, either in direct technical analysis or technical management. Licensing is optional for Peninsula Engineer of the Year. For state and/or national consideration, the candidate must have a Professional Engineer's license.

Sec. 5. - Each candidate shall have worked or been a resident of the Peninsula area of Virginia (as defined by Article III, Section 1 of the Council Constitution) for at least two years at the time of nomination.

Sec. 6. - The nomination shall contain a biographical sketch outlining the candidate's record of achievement as a leader in his/her profession and in his/her community.

Sec. 7. - The annual sequence of events for nominating and electing Engineer of the Year shall be as follows:

- 1) The Engineer of the Year Nominating Committee shall establish and disseminate the nomination guidelines to the member societies by August 1. This shall include a schedule of the following dates.
- 2) Nominations from the societies must be postmarked or delivered to the Engineer of the Year Nominating Committee by October 1.
- 3) The Engineer of the Year Nominating Committee shall distribute the nominations to the Council delegates at the October meeting.
- 4) Presentations on behalf of the nominees may be made at the November meeting.
- 5) The election of the Peninsula Engineer of the Year shall occur at a Council meeting no later than December 20.

Sec. 8. - Delegates should confer with their respective societies and review the qualifications of the nominees prior to the election meeting. Each society shall complete an "Evaluation" sheet, to be provided by the Council's Engineer of the Year Nominating Committee, for each candidate. The completed evaluation sheets must clearly show a "1st, 2nd, 3rd ..." etc., overall preference of the candidates, as well as identify the "Points" awarded in each evaluation category.

Sec. 9. - A society voting for Engineer of the Year must submit their completed Evaluation sheets for each of the candidates. The Nominating Committee will collect all Evaluation sheets at the election meeting. Societies unable to attend the meeting may submit their Evaluation sheets to the Nominating Committee prior to the election meeting. Any Evaluation sheets postal mailed must be received by the Nominating Committee no later than the day prior to the election meeting. Any Evaluation sheets e-mailed must be received with a time-stamp no later than midnight of the day prior to the election meeting. The Nominating Committee will determine the Engineer of the Year based on the highest overall "place" ranking votes among the submitted evaluation sheets. In the case of a tie, the Nominating Committee will use the highest overall Evaluation criteria "points" awarded by voting societies to determine the Engineer of the Year.

ARTICLE VII - DOUG ENSOR AWARD

Sec. 1. - The 'Doug Ensor Award' shall be given in recognition of an individual's contribution to the profession, significant technical accomplishment(s), and community involvement. The award is intended to recognize an individual's accomplishments in the early phase of his/her career. The award shall consist of, as a minimum; a personalized citation or plaque, a press announcement, and recording of the award in all Council historical award listings. The current year award shall be presented during National Engineers Week.

Sec. 2. - Each recognized active member society can nominate one candidate for the award. The nomination shall contain:

- 1) Biographical sketch outlining the candidate's record of achievement. (Limit: 2 pages, which shall reflect individual's technical accomplishments, leadership, services to professional societies, and community service)
- 2) Letter(s) of recommendation. (Limit: 3)
- 3) A recent photograph that can be used for publicity purposes.

Sec. 3. - Each candidate shall satisfy the following basic qualifications:

- 1) The candidate must be less than 35 years of age at the nomination deadline.
- 2) The candidate must be actively practicing in the engineering field either in technical analysis, management, research, operations, maintenance, sales, or teaching.
- 3) The candidate shall have worked or been a resident of the Peninsula area (as defined by Article III, Section 1 of the Council Constitution) for at least two years at the nomination deadline.
- 4) The candidate's accomplishment(s) should be clearly outstanding relative to one's peers.
- 5) Professional licensing is not required for consideration.
- 6) Membership in a professional engineering or technical society is not required for consideration.

Sec. 4. - The Doug Ensor Award Committee shall be responsible for selecting and recommending a recipient for the award to the Council from nominations made by member societies. The committee's recommendation shall be voted on by the Council. The Council shall make one award per year, but is under no obligation to do so if the committee determines there are no qualified nominees.

Sec. 5. - The current Council President shall appoint the committee chairman by May 1 each year. The committee chairman will, in turn, appoint between three to five committee members, of which at least two shall be past Peninsula Engineer of the Year recipients and the remaining members shall be past Doug Ensor Award recipients. Tenure on the committee should provide year-to-year continuity while protecting against long term domination. The committee chairman may serve no more than three consecutive years. Committee members may serve no more than four years. The term of the committee chairman and each committee member shall be from May 1 to April 30 of the following year. The current year's recipient of the Doug Ensor Award shall be a member of the committee to select the following year's recipient, and is not counted as an appointed member.

Sec. 6 - The committee shall establish appropriate guidelines to govern the objective selection of award recipients. The committee may make recommendations, as appropriate, to the Council regarding changes to the award. The committee shall first establish that a nominee meets the basic qualifications, set forth in Section 3. It is the committee's responsibility to determine the relative level of accomplishment and contribution between nominees, taking into account their industry, employer, and technical discipline. The committee shall review each nomination and compare it to an expected level of performance for an engineer under those circumstances. Each nominee shall be scored by each committee member in five areas, each of equal

weighting, including technical accomplishments, leadership, service to professional societies, community service, and the content of the candidate's letters of endorsement. The committee's final recommendation shall be based on the nominee with the best score. If, in the committee's scoring, the accomplishments of the nominees do not sufficiently measure up to expected levels of performance, the committee need not bestow the award.

Sec. 7 - The annual sequence of events for nominating and selecting the recipient of the Doug Ensor Award shall be as follows:

- 1) The Council President shall appoint the committee chairman by May 1.
- 2) The committee chairman will appoint committee members and report back to the Council President.
- 3) The committee shall establish appropriate evaluation and weighting criteria, by October 1, to guide the review and scoring of nominations.
- 4) The Council Secretary shall disseminate nomination requests no later than August 31 to each member society section chairperson or president.
- 5) A complete nomination package must be postmarked or delivered to the committee chairman by November 1. Incomplete nominations, as determined by the committee, or nominations received after the deadline, will be rejected.
- 6) The committee will review the basic qualifications of all nominees and, by secret majority vote, determine if a nominee is qualified. Each qualified nominee will receive a score from each committee member, based on the evaluation and weighting criteria established by the committee. The scores from each committee member will be totaled for each qualified nominee. The committee's recommendation of the nominee most qualified to receive the Doug Ensor Award will be based solely on the highest overall total score.
- 7) The committee chairman will report to the Council President in writing, postmarked or e-mailed by December 7, with the committee's recommendation of which nominee (if any) should be chosen by the Council for recognition with the award.
- 8) The Council shall accept or reject the committee's recommendation by a simple majority vote of those member societies in attendance at a regularly constituted meeting of the Council.
- 9) The award, consisting of a specially designed plaque, will be presented at the annual National Engineers Week Banquet sponsored by the Council.

ARTICLE VIII - MEMBERSHIP POLICIES AND PROCEDURES

Sec. 1. - Membership on the Council will be open to engineering and related technical societies whose purposes and Bylaws are consistent with those of the Council's and who have a section/chapter active in the Peninsula area.

Sec. 2. - The Council will make alternate types of membership available to others not described in Section 1, should membership by these others be in the best interest of the Council.

Sec. 3. - There will be four classifications of membership to the Council. They are: Member Society, Associate Member Society, Government/Academic Organization, and Honorary.

a) Member Society - An engineering or related technical society interested in membership on the Council shall submit a copy of its Bylaws with a brief description of the purpose of the society and types of activities conducted by the local section/chapter.

b) Associate Member Society - Should an organization be interested in assisting the Council in its purpose, they may request associate member society membership on the Council. A brief description of the organization and how they intend to assist the Council should be submitted. Associate Member Societies may vote on all matters brought before Council except Engineer of the Year and changes to the Constitution/Bylaws. Dues will be 40% of the member dues.

c) Government/Academic Organization - Government and academic organizations may become participants of the Council, should their membership assist the Council in its purpose. Government/academic organizations will provide non-voting delegates and not be responsible for dues.

d) Honorary - Honorary status may be extended to an organization in order to recognize its contribution to the Council or if it is deemed to be in the best interest of the Council. There will be no set period of membership and honorary membership may be withdrawn at any time. Honorary members are non-voting members and are not responsible for dues.

Sec. 4. - The Membership Committee shall review the qualifications of all candidate members (all classifications) and advise the Council of their recommendation for or against membership. Council will vote as provided under Article III, Section 4 of the Constitution.

Sec. 5. - Due to special circumstances, a member organization may request and, with the approval of the Council, be placed into an "Inactive" membership status. While in an inactive status, dues will be suspended and the organization may not vote on Council business. Inactive organizations will be contacted annually, at a minimum, by the Council to discuss membership status. An organization may remain in an inactive status for no longer than two consecutive years. After this time, should the organization not declare its intention to resume active membership in the Council, a vote will be taken in accordance with Article III - Section 5 of the Constitution to formally suspend the organization from the Council.

Sec. 6. - Member organizations placed in an "Inactive" membership status shall not be considered in determining quorums, majorities, etc., for purposes of conducting Council business.

Sec. 7. – Member organizations are expected to take an active role in Council operations. A member organization that has not participated in at least one Council meeting in a contiguous two-year period, as determined by attendance recorded in Council meeting minutes, and who is delinquent on dues for at least the same period of time, will automatically be considered inactive and subject to the provisions of Article VIII - Section 6 of the By-Laws. The Council will attempt to contact said organization to determine the organization's future membership intent. Should the organization not declare its intention to resume active membership in the Council, or if attempts to establish contact with the organization are unsuccessful, a vote will be taken in accordance with Article III - Section 5 of the Constitution to formally suspend the organization from the Council.

ARTICLE IX - AMENDMENT

Sec. 1. - Any amendments to these Bylaws may be made by a favorable two-thirds vote of the delegates of active member societies by ballot at a duly constituted regular or special meeting. Written absentee ballots may be accepted provided they are received by the Council Secretary no later than seven (7) days following the Council meeting.

Sec. 2. - Suggested amendments shall be presented in writing to the Council and sent to the member delegates and member society chairpersons at least one month in advance of formal action.