

**INTERNATIONAL ASSOCIATION OF ELECTRICAL INSPECTORS**

**MINNESOTA CHAPTER**

Western Section

**BYLAWS**

As Amended November 4, 1998

**ARTICLE I - NAME**

Section 1- Name. This organization shall be known as the Minnesota Chapter, Western Section, International Association of Electrical Inspectors (IAEI)

**ARTICLE II - PURPOSES**

Section 1. The purposes and objectives of the Chapter shall be:

(a) To promote within the Chapter the purposes and objectives of the IAEI as set forth in the Articles of Association of the IAEI.

(b) To promote the welfare of any Chapter Division(s) within its territory

**ARTICLE III - NON-PROFIT ORGANIZATION**

Section 1. The affairs of the Chapter shall not be conducted for profit

**ARTICLE IV - ORGANIZATION**

Section 1. The Chapter shall consist of a Board Of Directors, the members and such Divisions as may be authorized by the Articles of Association of the IAEI and these Bylaws.

Section 2. Management. The management and control of the affairs and business of the Chapter shall be vested in the Board Of Directors as provided for herein.

**ARTICLE V - MEMBERSHIP AND DUES**

Section 1. Territory. Membership in the Chapter shall be limited to those persons who reside or are employed in the State of Minnesota, except for Additional Memberships as provided for in the Articles of Association of the IAEI.

Section 2. Applications. Applications for Inspector, Associate or Participating Memberships shall be submitted to the International Office and shall (or may) be subject to the

approval of the Chapter and Section Boards Of Directors.

Section 3. Classification. Membership shall be classified as provided in the Articles of Association of the IAEI

Section 4. Dues and Initiation Fees. There shall be no initiation fee for any class of membership. Dues shall be prescribed in the Articles of Association of the IAEI. Dues or assessments in addition to those levied by the IAEI and the Section may be levied by the Chapter or its Chapter Divisions upon approval of the Section Board Of Directors and the IAEI Board of Directors.

Section 5. Honorary Membership. Honorary Membership may be conferred by the Chapter upon members who have performed such meritorious service as the Chapter wishes to recognize. A Chapter Honorary Member shall pay no dues; the Chapter shall assume liability for payment of the Section and International Office portion of the dues unless the member is also awarded Section and International Honorary Membership. Honorary Membership may be awarded posthumously.

Proposals for Chapter Honorary Membership shall be submitted in writing to the Chapter Secretary and shall state the basis for proposing this honor. The proposal shall be reviewed by the Chapter Board Of Directors; upon endorsement of two thirds (2/3rds) of the Board Of Directors, the proposal shall be submitted to the Chapter membership for final approval at any regular or special meeting.

## **ARTICLE VI - BOARD OF DIRECTORS AND OFFICERS**

Section 1. Board Of Directors. The Board Of Directors shall consist of the President, Vice President, Secretary-Treasurer, (or, Secretary, Treasurer) Junior Past President, two(2) Inspector Members and two (2) Associate or Cooperating Members.

Section 2. Officers. The Officers of the Chapter shall consist of a President, 1st, 2nd (or more) Vice Presidents, and a Secretary-Treasurer (or a Secretary and a Treasurer). All (but the Secretary-Treasurer) shall serve without pay.

Section 3. Eligibility. The eligibility of Board Of Directors members and officers shall be established as follows:

(a) Any member in good standing shall be eligible to be elected to the Chapter Board Of Directors.

(b) Only Inspector Members as defined in Section 302(A) of the IAEI Bylaws , in good standing, shall be eligible to be elected to the office of President or Vice President.

(c) Any member in good standing shall be eligible to be elected to the office of Secretary-Treasurer (or Secretary and Treasurer).

Section 4. Duties. The Board Of Directors shall have general charge of the affairs of the Chapter, including the authority to direct expenditures and audit the accounts of the Secretary-Treasurer (or Secretary and Treasurer), as provided for herein.

Should any emergency arise in the carrying out of these Bylaws where a strict compliance with the letter of the same cannot be obtained or where other sections of the Bylaws do not provide a means for meeting the emergency, the Board Of Directors may take whatever action it may deem advisable for the good of the Chapter, but such action shall be consistent with the spirit of these Bylaws and shall be submitted for approval at the next meeting of the Chapter.

The duties of all officers shall be such as usually pertain to their offices, or as may be assigned by the Board Of Directors.

The Secretary-Treasurer shall keep the records of the Chapter and the Board Of Directors and shall have charge of its funds. He/She may be authorized to expend the funds under an approved budget. He/She shall have his/Her accounts audited at Chapter expense if any is incurred, at the close of each fiscal year and shall submit such audit to the Board Of Directors and to the Chapter at the Annual Meeting.

Section 5. Terms of Office. Members of the Board Of Directors and the officers shall be elected and hold office for one (1) year or until their successors are elected and qualified, commencing at the Annual Meeting.

Section 6. Vacancies. In the event of the death, resignation or inability to act of any member of the Board Of Directors or officer, or when such member becomes ineligible to membership in the class he/she occupied when elected, his/her term of office shall automatically cease and it shall be the duty of the President, subject to approval by the Board Of Directors, to appoint a member of the same class to serve the unexpired term. A vacancy in the office of President shall be filled by the Board Of Directors.

## **ARTICLE VII - ELECTIONS**

Section 1. Time. The election of members of the Board Of Directors and officers shall take place at the Annual Meeting.

Section 2. Nominations. Soon after the opening of the Annual Meeting the President shall appoint a Nominating Committee of three (3) Inspector Members who shall nominate candidates

for all offices and members of the Board Of Directors. The Nominating Committee shall submit its report to the membership in the last business session of the Annual Meeting.

Not less than five (5) Inspector Members in good standing may nominate a candidate for any of the offices to be filled, provided such nominations shall be in writing, bear the signatures of the members so nominating and be placed in the hands of the Chapter Secretary previous to the last business session of the Annual Meeting.

Section 3. Election Procedure. The names of all properly proposed candidates shall be submitted to the members for election by ballot. Any member shall be elected who shall receive a majority of the votes cast; provided, however, that when there is only one candidate for an office, election may be declared by the unanimous consent of these members in attendance who are eligible to vote.

Section 4. Voting. Only Inspector Members in good standing shall be eligible to vote for candidates in office.

Section 5. Proxy Vote. No proxy votes shall be allowed for Chapter elections.

## **ARTICLE VIII - MEETINGS**

Section 1. Board Of Directors Meetings. Meetings of the Board Of Directors are to be held as follows:

- (a) An Annual Meeting shall be held each year at the call of the President immediately preceding the Chapter Annual Meeting.
- (b) Special meetings may be called at any time by the President or upon the written request of a majority of the Inspector Members of the Board Of Directors.
- (c) The dates and location of all meetings shall be determined by the President and the Secretary. Due notice of all meetings shall be sent to all members.
- (d) The President, or in the event of his/her absence the ranking Vice President, shall preside at meetings of the Board Of Directors.
- (e) Six (6) members, at least four (4) of whom must be Inspector Members, shall constitute a quorum.

Section 2. Chapter Meetings. Meetings of the Chapter are to be held as follows:

- (a) The Chapter shall hold an Annual Meeting, the time and place to be determined by the Board Of Directors. Other regular or special meetings may be

called by the President or upon written application of six (6) Inspector Members of the Chapter.

- (b) Meetings shall be conducted in accordance with the procedures prescribed by the bylaws of the IAEI.
- (c) The President, or in the event of his/her absence the ranking Vice President, shall preside at Chapter Meetings.
- (d) Six (6) Inspector Members and the President or a Vice President shall constitute a quorum.

Section 3. Mail Ballots. When it is not possible or convenient to have a meeting of the Board Of Directors or the membership of the Chapter, the President may direct the Secretary to prepare a letter ballot to conduct necessary business by mail. To be counted, letter ballots must be returned on or before the indicated date upon which the mail ballot is due, which shall not be less than twenty (20) days after the ballots are mailed to the members.

Approval of actions by the Board Of Directors shall require the favorable vote of a majority of the members eligible to vote, unless otherwise required by these bylaws.

Approval of actions by the membership of the Chapter shall require the favorable vote of a majority of the members returning ballots, unless otherwise required by these Bylaws.

## **ARTICLE IX - COMMITTEES**

Section 1. Standing Committees. The Standing Committees of this Chapter shall be:

- (a) Bylaws Committee
- (b) Education Committee
- (c) Membership Committee
- (d) Public Relations and Publicity Committee
- (e) Code Panel and Program Committee

Section 2. Committee Scopes. The scopes of the Standing Committees shall be as approved by the Board Of Directors.

Section 3. Special Committees. Special Committees may be appointed by the Chapter President for a specific purpose as authorized by the Board Of Directors. Special Committees shall continue and be reappointed each year at the discretion of the Board Of Directors until a

final report is rendered.

Section 4. Term of Appointment. Standing Committees shall be appointed by the Chapter President to serve from the time of their appointment until the close of the President's term of office.

#### **ARTICLE X - CHAPTER DIVISIONS**

Section 1. Chapter Divisions, if any, shall be organized and governed in accordance with the Articles of Association and Bylaws of the IAEI.

#### **ARTICLE XI - FISCAL YEAR**

Section 1. The fiscal year of the Chapter shall be the calendar year January 1 through December 31.

#### **ARTICLE XII - RULES OF ORDER**

Section 1. The latest edition of Robert's Rules of order shall govern the transaction of all business, unless otherwise provided in these Bylaws.

#### **ARTICLE XIII - AMENDMENT OF BYLAWS**

Section 1. Proposed amendments to these Bylaws shall be approved by the Chapter Board Of Directors by two thirds (2/3rds) of the votes cast by the Inspector Members at any meeting of the Board Of Directors or by two thirds (2/3rds) of the votes of all the Inspector Members of the Board Of Directors in the event of a mail ballot. Notice of proposed amendments shall be forwarded to each Inspector Member of the Board Of Directors at least twenty (20) days prior to the date of the meeting or the indicated date upon which a mail ballot is due.

Section 2. Amendments approved by the Board Of Directors shall become effective after approval by a two thirds (2/3rds) vote of the Inspector Members voting at a Chapter meeting, or by two thirds (2/3rds) of the votes cast by Inspector Members in the event of a mail ballot, and upon final approval of the IAEI Board of Directors. Notice of proposed amendments shall be forwarded to each Inspector Member at least twenty (20) days prior to the due date of the meeting or the indicated date upon which a mail ballot is due.

Section 3. The provisions of the bylaws of the Chapter in force immediately prior to the approval and adoption of these amended bylaws shall be superseded hereby.