

SME GOVERNANCE DOCUMENT

May 2007

Includes Amendments to the Constitution & Subsequent Changes to the Bylaws

Including: Constitution, Bylaws & SME Procedures

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TABLE OF CONTENTS

CONSTITUTION

ARTICLE	PAGE
1 Na	me
2 Pui	rpose
3 Arti	icles of Incorporation
4 Me	embership3
5 Fee	es and Dues3
6 Vot	ting Rights4
7 Boa	ard of Directors4
8 Inte	ernational Officers4
9 Vot	ting Procedure at Meetings4
10 Pas	st Presidents Committee4
11 Dis	scontinuance5
12 Co	nstitutional Amendments5
13 Byl	laws Amendments5

CONSTITUTION

ARTICLE 1 - NAME

The name of this society is the Society of Manufacturing Engineers.

ARTICLE 2 - PURPOSE

The Society of Manufacturing Engineers shall be an operating institution for the advancement of manufacturing knowledge.

This Society shall provide the means and the methods of applying such knowledge in practice and in education.

The Society of Manufacturing Engineers shall, among other things, promote and engage actively in research, writing, publishing and dissemination of knowledge within this field.

ARTICLE 3 - ARTICLES OF INCORPORATION

- Sec. 1. The Society of Manufacturing Engineers is a non-profit corporation, originally chartered in 1932 under the laws of the state of Michigan.
- Sec. 2. As a non-profit corporation, the Society of Manufacturing Engineers has no capital stock. Net income from any of its activities shall accrue solely to the Society, and no part shall accrue to individual members.
- Sec. 3. No elected official of the Society of Manufacturing Engineers shall be paid for services performed in discharging the duties of office. However, an official or member of the Society may be reimbursed for reasonable expenses incurred in the discharge of duly authorized Society business.

ARTICLE 4 - MEMBERSHIP

Membership structure in the Society of Manufacturing Engineers shall be determined by the Board of Directors.

ARTICLE 5 - FEES AND DUES

All fees and dues shall be established by the Board of Directors.

ARTICLE 6 - VOTING RIGHTS

Voting rights in the Society of Manufacturing Engineers shall be granted to members in accordance with the Bylaws.

ARTICLE 7 - BOARD OF DIRECTORS

- Sec. 1. The governing body of the Society of Manufacturing Engineers is the Board of Directors. The presiding officer at all transactions of the Board shall be the President of the Society or the President's officially designated representative.
- Sec. 2. The Board of Directors shall be as specified in accordance with the Bylaws and Procedures.
- Sec. 3. Two-thirds of the Board of Directors must be present at a duly called meeting to constitute a quorum for the transaction of business.

ARTICLE 8 – INTERNATIONAL OFFICERS

- Sec. 1. International Officers shall be elected annually by secret ballot of the Board of Directors.
- Sec. 2. To be eligible for election as an International Officer, an individual must be a voting member in good standing for the year immediately preceding the election.
- Sec. 3. To be eligible for election as President of the Society, a member must be a Director.

ARTICLE 9 – VOTING PROCEDURE AT MEETINGS

- Sec. 1. All questions at any legally convened Society meeting as defined in the Bylaws shall be decided by simple majority of the votes cast, unless stipulated otherwise in the Constitution.
- Sec. 2. The Board of Directors may submit any questions for decision by the Directors by means of an official mail ballot. Such official mail ballots require a two-thirds quorum and a majority of ballots cast, unless otherwise provided in this Constitution.

ARTICLE 10 – PAST PRESIDENTS COMMITTEE

The Past Presidents Committee can be used for consultation related to governance responsibilities.

ARTICLE 11 – DISCONTINUANCE

- Sec. 1. The Society of Manufacturing Engineers cannot be discontinued without the approval of three-fourths of the ballots cast by the voting members.
- Sec. 2. In the event of discontinuance, merger or other structural changes of the Society, the assets of the Society may be allocated to appropriate organizations as designated by the Board of Directors.

ARTICLE 12 – CONSTITUTIONAL AMENDMENTS

- Sec. 1. A proposed amendment to this constitution may be initiated by a petition directed to the Constitution and Bylaws Committee and signed by 1%, but no less than 150, of the voting members.
- Sec. 2. The petition, when approved, shall be forwarded as an amendment to the Constitution to the designated Chapter leader for all active Chapters. Within 30 days, the designated Chapter Leader must approve or disapprove submission of the referendum of the proposed amendment to the voting membership.
- Sec. 3. If a majority of the votes cast by the designated Chapter Leaders approve the amendment, an official ballot shall be forwarded to each voting member.
- Sec. 4. The adoption or rejection of a proposed amendment shall be decided by a majority of the votes cast within 30 days after forwarding of the referendum ballots.
- Sec. 5. If a proposed amendment is approved, it shall take effect immediately.

ARTICLE 13 – BYLAWS AMENDMENTS

The Bylaws of the Society of Manufacturing Engineers may be amended by approval of three-fourths of the members of the Board of Directors.

TABLE OF CONTENTS

BYLAWS

ARTICLE		
	Summary of Changes	
	Preface	
1.	Membership	
2.	Application for Membership	
3.	Membership Fees and Dues	
4.	Reduced Fees and Dues	
5.	Chapter Funding	
6.	Dismissal	
7.	Restrictions on Dual Service by Elected Officials	
8.	Director Election	15
9.	Board of Directors	16
10.	Executive Committee	17
11.	Annual Report	17
12.	International Officers	17
13.	International Officer Election	18
14.	President	18
15.	President-Elect	19
16.	Vice President	19
17.	Secretary/Treasurer	19
18.	General Manager	20
19.	Executive Director	21
20.	International Standing Committees	21
21.	Executive Compensation Committee	22
22.	SME Education Foundation	
23.	International Officer Nominating Committee	
24.	Member Council	
25.	Constitution and Bylaws Committee	
26.	Finance Committee	
27.	International Awards & Recognition Committee	
28.	International Director/Member Council Nominating Committee	
29.	Audit Committee	
30.	Budget Committee	25
31.	Journals Committee	
32.	International Districts	25
33.	Past Presidents	
34.	Accreditation Committee	25
35.	International Allied Organizations	
36.	Chapter Organization	
37.	Chapter Officers and Duties	28
38.	Quorums	
39.	Chapter Committees	
40.	Miscellaneous Chapter/International District Activities	
41.	Chapter/International District Officer Removal	

42.	Chapter Publications	31
	Chapter and International District Expositions	
44.	Surety Bond	32
	Indemnification	
46.	Financial Year	32
47.	Reports, Papers and Publications	32
	International Meetings	
49.	Standards and Specifications	33
50.	Society Emblem	33
51.	Oath of Office	34
52.	Procedure	34

SUMMARY OF CHANGES TO THE BYLAWS

The following Articles were changed from the Constitution Amendment approved by the members in March 2007.

- 1. Article 1 Sec. 1 and 14
- 2. Article 2 Sec. 6
- 3. Article 3 Sec. 5
- 4. Article 6 Sec. 2
- 5. Article 9 Sec. 2
- 6. Article 33 was added and all remaining Articles were renumbered.

PREFACE

The operation of all SME organizational units (Chapters and International Districts, etc.) shall be in accord with the Constitution and Bylaws of the Society.

Any situation not specifically covered either in this document, or any of the other SME "procedural manuals," shall be handled in accordance with Robert's Rules of Order - Revised.

All changes to the Bylaws that are enacted by the Board of Directors will be announced to Society leaders at the earliest possible time following the Board action. Society leaders shall have 90 days within which to submit comments on any Bylaw change. Comments received will be conveyed to the Board of Directors at its next meeting.

The Board will respond to such comments either by re-affirming or modifying its original action. However, the 90-day period during which comments are being solicited in no way affects the implementation date of any Bylaw change. All changes are effective as of the date of the original Board action.

Interpretation of the Bylaws is available through the SME Constitution and Bylaws Committee at SME International Headquarters.

Distribution: International Officers and Directors

International committees

Manufacturing Enterprise Council

Member Council

International District Officers

Chapter Officers Faculty Advisors

BYLAWS

ARTICLE 1 - MEMBERSHIP

Sec. 1. **Honorary Membership**. Honorary membership may be conferred upon an individual of recognized ability and stature who has, by voluntary action, contributed substantially to attainment of the goals of the Society.

A two-thirds majority vote of the Board of Directors, by secret ballot, is necessary to elect a candidate to Honorary membership as defined in SME Procedures. The total number of Honorary members shall not exceed, at any time, one percent of the total membership of the Society.

Honorary members shall be entitled to the privileges of Senior membership.

Sec. 2. **Fellow Membership**. Individuals must be nominated for this grade of membership. Nominations must be approved by the International Awards & Recognition Committee and elected by two-thirds of the members of the Board of Directors as defined in SME Procedures. The total number elected to the SME College of Fellows in a given year will not exceed 1/10 of 1% of SME voting members.

Fellow members shall be entitled to the privileges of Senior membership.

- Sec. 3. Life Membership. Life membership shall be based on any of the following criteria:
 - 1. Completion of a term of office as the SME President.
 - 2. Age in years plus years of SME membership totaling 100.

Life members shall be entitled to the privileges of Senior membership.

- Sec. 4. **Senior Membership**. An applicant who is a Certified Manufacturing Engineer, a Registered Professional Engineer, or who possesses a bachelor's degree in science or engineering from an accredited school and who has at least six years of experience in one or any combination of the five categories listed below, shall qualify as a Senior member of this Society. Without manufacturing engineering certification, professional registration or a bachelor's degree, the applicant must have ten years of experience in one or any combination of the categories listed below:
 - Planning and selecting economic methods for manufacturing or processing.
 - Designing tools, dies, gauges, machines or other equipment used in manufacturing or processing,
 - 3. Designing products for feasible and economical manufacture,
 - 4. Research and development leading to the creation of new or improved manufacturing equipment or processes,
 - 5. Other creative activities related to manufacturing in one of the following fields: a) administration, b) education or c) government.

Education from an accredited technical, science or engineering school is acceptable in lieu of experience on a year-for-year basis.

Sec. 5. **Regular Membership**. An applicant who has a minimum of four years of experience in one or a combination of the categories as outlined for Senior membership, shall qualify as a Regular member. Education from an accredited technical, science or engineering school is acceptable in lieu of experience on a year-for-year basis.

Sec. 6. **Affiliate Membership**. An Affiliate membership may be granted to the following:

A person, firm or corporation engaged in manufacturing

A technical institute or engineering school

A research or consulting organization

An Affiliate member may designate as a representative any person who can qualify for the Senior or Regular grade of membership. The representative shall have voting rights and other rights and privileges equivalent to those granted to members in good standing in either of these grades.

Affiliate member benefits will be granted only to employees of divisions, branches, or other units of the Affiliate member organization that can be served by a single mailing address. The initiation fee will be waived for Affiliate member employees applying for membership. (Bylaws, Art. 3, Sec. 4)

The Affiliate membership may include membership in all Communities of SME.

- Sec. 7. **Associate Membership**. An applicant who is engaged in manufacturing or related activities serving manufacturing, who is employed in a responsible position, shall qualify as an Associate member.
- Sec. 8. **Student Membership**. An SME student member is an individual who is registered in a program of study at an educational institution. This individual should satisfy the following to qualify for student membership:
 - 1) Working towards the completion of an academic credential in good standing;
 - 2) Registered with full or part time status based on the institution's regulations (Minimum 6-credits per semester required to qualify for part-time status);
 - 3) The delivery of the educational program may be in any format (includes traditional and non-traditional {e.g. distance learning} learning formats);
 - 4) Student membership may apply to students who are on co-op work terms, practicum, and/or thesis research terms.

Membership standing of any SME student member is reviewed on annual basis. SME members or students that have graduated are no longer eligible to retain, or revert to, student membership status.

Sec. 9. **Membership Grading**. All members, except students joining the Society, must be graded in the highest grade for which they are qualified.

Upon written application, Student membership may be extended to a student who has held a higher grade.

- Sec. 10. **Certificate of Membership**. Each member will be offered a certificate of membership, signed by the President and the Executive Director & General Manager of the Society. Each certificate shall remain the property of the Society and shall be returned on demand of the Secretary/ Treasurer.
- Sec. 11. **Multi-Chapter Membership**. A member requesting Multi-Chapter membership shall designate a primary Chapter affiliation and all other Chapter affiliations will be considered secondary.
- Sec. 12. **Membership Pins**. A membership pin is available to each member upon request.
- Sec. 13. **Voting Rights**. Each voting member shall have one vote at the Chapter level for each Chapter membership held.

A member can represent only one Chapter or International District at any official Society business meeting. International District voting rights for each Multi-Chapter member shall be limited to the International District in which the member's primary Chapter is located.

A member holding Multi-Chapter membership may not represent, at any official Society business meeting, a Chapter other than the Chapter in which the member holds primary membership, unless a member is a regularly elected officer of that Chapter. Each voting member shall have only one vote at the International level.

Sec. 14. **Voting Members**. Voting Members in the Society of Manufacturing Engineers are: Honorary, Fellow, Life, Senior, Regular and Affiliate members.

ARTICLE 2 - APPLICATION FOR MEMBERSHIP

- Sec. 1. **Board Approval**. Application for membership is subject to approval by the Board of Directors.
- Sec. 2. **References**. All applications must contain a notice stating that references must be supplied upon request.
- Sec. 3. **Qualifications**. The membership application form will contain a complete record of the applicant's qualifications for membership.
- Sec. 4. **Initial Payment**. Initiation fee (if any) and a minimum of one year's dues must accompany the application.

On an optional basis, new members may select membership for six months. Such applications shall include the full initiation fee, plus six months of dues.

- Sec. 5. **Re-application**. Rejection for membership does not preclude re-application.
- Sec. 6. **Transferability.** Membership in the Society of Manufacturing Engineers is not transferable from one individual to another.

ARTICLE 3 - MEMBERSHIP FEES AND DUES

- Sec. 1. **Payment**. Annual dues are payable in advance.
- Sec. 2. **Annual Dues and Fees**. Initiation fees, reinstatement fees and annual dues for each membership grade are as established by the Board of Directors. (See SME Constitution, Article 5.) The annual dues and fees are contained in SME Procedures.
- Sec. 3. **Special Offers**. Discounts on initiation fees, reinstatement fees and annual dues are established by the Board of Directors. (Reference SME Procedures for current discounts).
- Sec. 4. **Affiliate Member Representative**. Senior or Regular members appointed as representatives of Affiliate member companies shall have their individual dues payment waived.
- Sec. 5. **Refunds.** No refund of dues or fees shall be made to any member upon severance of affiliation with the Society.

ARTICLE 4 - REDUCED FEES AND DUES

- Sec. 1. **Student Upgrade**. Student members terminating their full-time formal education shall be immediately upgraded, as qualified, to the Senior, Regular or Associate grade. At that time, they will be billed at an interim dues rate. (Reference SME Procedures) This interim rate will remain in effect for the first two years following graduation, provided there is no break in membership during this period. Thereafter, the dues rate will increase to the Senior, Regular or Associate Member dues rate.
- Sec. 2. **Reduced Dues for Retirees**. A member in good standing, retired and not gainfully employed, and at least 55 years of age, may apply for reduced dues and continue to receive full membership rights and privileges. (Reference SME Procedures)
- Sec. 3. **Retired from Membership**. Any retiree, upon termination of SME membership, may request a retired member card. This latter status requires no further dues payments and grants no membership rights or privileges, other than the privilege to attend Chapter meetings.
- Sec. 4. **Multi-Chapter Membership Surcharge**. Any member (except Student or Affiliate) may join more than one Chapter. For each additional Chapter membership, there will be a surcharge equal to the dues allocation currently returned to Chapters, which will be returned to the secondary Chapter.

Sec. 5. **Endowment Member Designation**. Any member, except Affiliate, is eligible for the Endowment Member designation upon donation of a specified dollar amount or more to the SME Endowment Fund. (Reference SME Procedures) This designation includes full membership rights and privileges for the highest grade of membership for which the Endowment Member designee qualifies. It is awarded for the life of the individual member making the donation, is not transferable and requires no further payment of any membership dues.

Donations can be made in three installments over a three-year period. However, the Endowment Member designation is not conferred until at least the specified dollar amount has been donated. Membership dues payments must be maintained during the installment payment period until the specified dollar amount has been donated. The dues payments will not be credited as part of the minimum contribution.

- Sec. 6. **Recruitment Award**. Any member who recruits over 100 new Senior, Regular, Associate or Affiliate members will be awarded with a paid-up membership and will never be required to pay any membership dues again.
- Sec. 7. **Unemployed Members**. Any member who is unemployed can continue membership with full member benefits by applying for reduced dues. (Reference SME Procedures) Members applying for this special rate can pay for only six months of membership at a time, and must re-verify their unemployed status each time they avail themselves of this special dues rate.

ARTICLE 5 - CHAPTER FUNDING

- Sec. 1. **Dues Funding Authorization**. Funding authorizations are established by the Board of Directors. The annual funding is contained in SME Procedures.
- Sec. 2. **Funding**. Funding requirements for Senior and Student Chapters are contained in SME Procedures.
- Sec. 3. **Funding Payments**. Funding payments will be made in accordance with SME Procedures.

ARTICLE 6 - DISMISSAL

Sec. 1. **Payment of Dues**. Any member who fails to pay current dues within a period of two months following expiration of membership shall receive a final notice from the Society advising the individual of impending dismissal action.

The member shall be removed from the rolls and shall forfeit all rights and privileges of Society membership if the dues remain unpaid for a period of three months following expiration of membership.

Sec. 2. **Offense by a Member**. The Board of Directors shall adjudge the commission of any offense allegedly committed by a member.

The Board of Directors may expel any member for just cause provided the member has been given written notice of the charges and an opportunity to present a defense.

Written disclosures of offenses allegedly committed by a member will be disclosed to the Board of Directors.

Due notice of the alleged offense, with time and place of hearing, shall be given by the Secretary/Treasurer to the member accused, at least thirty days prior to the date of hearing. The alleged offender shall be permitted to appear before the Board of Directors to answer the charges.

Should it be adjudged by the Board of Directors that an offense has been committed, it may remove the offender from membership.

The accused member may appeal the decision of the Board of Directors to the Past Presidents Committee.

ARTICLE 7 - RESTRICTIONS ON DUAL SERVICE BY ELECTED OFFICIALS

- Sec. 1. Members elected to the International Board of Directors must resign any elected officer position including but not limited to positions on the Member Council, International District or Chapter prior to taking office.
- Sec. 2. An International Director may be elected as a member of the SME Executive Committee and still continue to serve on the International Board of Directors.
- Sec. 3. A member not elected to the International Board of Directors may hold an elected office simultaneously in an International District or Chapter. A member cannot hold an elected office simultaneously in more than one Chapter or International District.
- Sec. 4. Members on the Member Council must resign any elected position in a Chapter or International District.

ARTICLE 8 - DIRECTOR ELECTION

- Sec. 1. **Installation and Term**. Directors shall be sworn in prior to the start of their terms which begin on January 1. Elected Directors shall hold office for a period of two years. The Past President is a member of the Board of Directors.
- Sec. 2. **Voting**. Official ballots shall be distributed on or before August 1, and must be received by the designated Tellers Committee no later than September 1.
- Sec. 3. **Tellers Committee**. Director election ballots will be counted by a duly appointed Tellers Committee or Agency designated by the President. A plurality shall be sufficient to elect a candidate. Election results are announced prior to the Fall Meeting of the Board of Directors.

In the event of a tie, the winner will be decided by secret ballot of the Board.

- Sec. 4. **Re-election of Directors**. Directors are eligible for re-election in the election immediately preceding the expiration of their existing term.
- Sec. 5. **Vacancies**. Vacancies created on the Board of Directors shall be filled at the next Director election in accordance with established election procedures.

ARTICLE 9 - BOARD OF DIRECTORS

- Sec. 1. **Board Size**. The Board of Directors consists of twelve (12) Directors, nominated and elected by official ballot of the membership in accordance with the provisions of the SME Procedures, and the President, President-Elect, and the immediate Past President.
- Sec. 2. **Eligibility.** To be eligible for election to the Society Board of Directors, a candidate must be a Senior or Regular member in good standing for the year immediately preceding candidacy.
- Sec. 3. **Board Powers**. The Board of Directors establishes, amends or annuls strategies and policies in accordance with the Constitution and Bylaws of the Society.
- Sec. 4. **Board Appointments**. The Board of Directors, through the President, may appoint an individual to represent it at meetings of other Societies or at public functions. The duties of such representatives shall terminate with the occasion for which they were appointed.
- Sec. 5. **Society Property**. The Board of Directors has complete responsibility for the property holdings, property acquisitions and property liquidations of the Society. The Board of Directors has authority to borrow money and to authorize the issuance of such notes and other evidence of indebtedness as may be necessary. The Board of Directors may pledge or mortgage property, whether real or personal, to secure the payment of any such borrowing upon such terms and conditions as it deems necessary.
- Sec. 6. **Board of Directors' Meetings**. The Board of Directors shall meet twice each year.
- Sec. 7. **Vacancies**. The Board of Directors may, by majority vote of the Directors present at a duly called and legal meeting, declare any elective office vacant upon failure of its incumbent, for three months, to perform the duties of office, and shall thereupon appoint a voting member in good standing to fill the vacancy (except in the case of President) until the following January 1. Such appointment shall not render the appointed ineligible for election to any other Society office.
- Sec. 8. **Management**. The Board of Directors may appoint such officers and agents, as it deems necessary for the transaction of Society business. The duties and the authority of such officers and agents shall be limited to those designated by the Board of Directors.
- Sec. 9. **Interim Committee Appointments**. The Board of Directors may remove any or all members of any Committee with the exception of those of the Nominating and Past Presidents Committees. Vacancies arising from removals, or from any other cause, shall be filled by appointment by the President.

- Sec. 10. **Special Meetings**. Special meetings of the Board of Directors may be requested in writing by any Director or International Officer. The reasons for such a special meeting, also the naming of a time and place for the meeting, must be submitted to the Directors for their consideration. If a majority of the Directors concur, a special meeting must be held.
- Sec. 11. **Standard Resolutions.** Standard resolutions are formal procedural motions made by the Board of Directors for the purpose of conducting Society business.

ARTICLE 10 - EXECUTIVE COMMITTEE

- Sec. 1. **Composition**. The Executive Committee, comprised of all International Officers and non-officer Executive Committee members, serves as an extension of the Board of Directors.
- Sec. 2. **Role**. The Executive Committee is authorized to perform those duties legally delegated by the Board of Directors in managing and directing the business affairs of the Society. The Executive Committee acts on behalf of the Board of Directors when the Board is not in session, on matters where specific direction has not been given, with the condition that such action is subject to review by the Board of Directors.
- Sec. 3. **Budget Review**. The Executive Committee functions as the Budget Review Committee on behalf of the Board of Directors.

ARTICLE 11 - ANNUAL REPORT

- Sec. 1. **Contents and Presentation**. The Board of Directors shall present an Annual Report that is verified by the President or the Secretary/Treasurer of the Society at the Annual Business Meeting. The Annual Report shall show the whole amount of real and personal property acquired or disposed of during the year immediately preceding the date of the report, and the manner of acquisition or disposition. Further, it shall show the monies applied, appropriated or expended during the year immediately preceding such date, and it shall specify the purposes and objects for which such applications, appropriations and expenditures have been made.
- Sec. 2. **Filing**. The Annual Report shall be filed with the permanent records of the Society.

ARTICLE 12 - INTERNATIONAL OFFICERS

- Sec. 1. **Term of Office**. International Officer terms of office begin each year on January 1 and continue until they are replaced on the following January 1.
- Sec. 2. **Presidential Vacancy**. In the case of a vacancy in the Office of the President, the President-Elect, shall assume all duties and responsibilities of the Presidency until confirmed by the Board of Directors to fill the unexpired term.

- Sec. 3. **Other Officer Vacancies**. In the case of other officer vacancies, the Board of Directors shall elect the officer(s) from the membership of the Executive Committee or from the Board of Directors to fill the unexpired term(s).
- Sec. 4. **Duties**. International Officers shall perform the duties legally or customarily attached to their respective offices under the laws of the state of Michigan, and such other duties as may be specified by the Board of Directors.

ARTICLE 13 - INTERNATIONAL OFFICER ELECTION

- Sec. 1. **Annual Election**. The Board of Directors shall elect a President-Elect, Vice President and a Secretary/Treasurer. The President-Elect's term shall be for one year with his/her term as President to begin on January 1.
- Sec. 2. **Balloting**. The international officer election must be by secret ballot when there is more than one candidate for an office. There are two choices of balloting:
 - 1. Vote a complete ballot (all offices at once), plus any necessary run-off ballot, or
 - 2. Vote and announce the results in sequence of office.
- Sec. 3. Majority Vote. To be elected, a nominee must receive a majority of votes cast.
- Sec. 4. **Installation**. All International Officers shall be sworn in prior to the start of their terms on January 1.

ARTICLE 14 - PRESIDENT

- Sec. 1. **Chair of the Board**. The President is the Chief Executive Officer and Chairman of the Board of the Society. The President may choose to designate an alternate to preside at such meetings. When no such designation is made, and in the absence of the President, the ranking officer shall preside.
- Sec. 2. **Presidential Directives**. The President issues agendas and directives for the purpose of conveying operating policy and instructions necessary to discharge the duties of office. At all times, these directives are to be in accordance with the Society's Governance Document.
- Sec. 3. **Chapter Administrators**. The President, subject to the approval of the Executive Committee, shall appoint an Administrator for any Chapter where it is necessary to protect the interests of the membership.
- Sec. 4. **Ex-Officio Appointments**. The President may assign Ex Officios to International Standing Committees and Councils as appropriate.
- Sec. 5. **Other Committees**. The President is empowered to name such other committees, subcommittees or divisions thereof as necessary for the proper functioning of the Society.

Subcommittees shall report through their respective full committees. (Reference SME Procedures)

- Sec. 6. **Committee Authority**. All committees appointed by the President-Elect shall be subject to regulation and direction by the Board of Directors and the President, except as otherwise provided by the Constitution and Bylaws.
- Sec. 7. **Appointment of Auditors.** The President shall be authorized by standard resolution from the Board of Directors to engage and employ an independent auditing firm. (Reference Bylaws, Article 9, section 10)

ARTICLE 15 - PRESIDENT-ELECT

Sec. 1. **Duties.** The President-Elect shall be the designated representative of the Executive Committee responsible to work with the staff executive offices to provide guidance and direction in the preparation of an annual business plan to be implemented during the following year. This business plan shall be integrated into the annual budget proposals to be approved by the Board of Directors.

The President-Elect develops the Annual Agenda and goals for the International Standing Committees to maintain alignment with the Society's strategic plan.

The President-Elect shall perform other duties as assigned to him/her by the President and Board of Directors.

Sec. 2. **International Standing Committees.** The President-Elect annually appoints members of the International Standing Committees, except for those whose memberships are dictated by the Constitution or Bylaws. (Reference SME Procedures)

ARTICLE 16 - VICE PRESIDENT

The Vice President performs such duties as assigned by the President and Board of Directors. In the absence of the President and President-Elect, this person shall fulfill the duties of the office as outlined in the SME Procedures.

ARTICLE 17 - SECRETARY/TREASURER

- Sec. 1. **Minutes**. The Secretary/Treasurer shall keep the minutes of all SME Board of Directors business and membership meetings. The minutes shall be signed by the Secretary/Treasurer. Minutes of Society meetings shall be maintained permanently.
- Sec. 2. **Records**. All corporate records and documents are signed by the Secretary/Treasurer as required by law.
- Sec. 3. **Seal of the Society**. The Secretary/Treasurer shall maintain custody of the seal of the Society and shall have the authority to affix it to all instruments on which its use is required.

Sec. 4. **Roster**. The Secretary/Treasurer shall maintain the names of all officers and members, and it shall be the duty of the Secretary/ Treasurer to keep a roster of all new officers, members, dismissals and withdrawals.

Society rosters shall not be used nor released by any SME officer, Board International District, Chapter or other recognized group for any "commercial" purpose whatsoever.

SME International Headquarters is allowed to rent mailing lists, which may include member names, to non-competitive advertisers and/or exhibitors. The member list is not for sale.

- Sec. 5. **Notices**. The Secretary/Treasurer shall give all notices required by statute, Society Bylaw or resolution. Written notices of the time, place and purpose of all general or special meetings of the members or Board of Directors shall be announced by the Secretary/Treasurer at least three months prior to the date of said meeting.
- Sec. 6. **Board-Assigned Duties**. The Secretary/Treasurer shall perform such other duties as delegated by the Board of Directors.
- Sec. 7. **Staff Management**. The Secretary/Treasurer shall participate with staff management and the Budget, Audit, and Finance Committees regarding accounts of money, investment funds, property, and performance of the Society in relation to budget.
- Sec. 8. **Society Bank Account**. The Secretary/Treasurer shall authorize the Society's banking relationships in banks designated by the Board of Directors.
- Sec. 9. **Annual Audit**. The Secretary/Treasurer shall ensure that the Society's financial records and investments are audited annually at the close of the fiscal year by a competent firm of public accountants selected by the President. A copy of the Auditor's Report shall be furnished to the Audit Committee, Finance Committee and the Board of Directors and made available to the membership.

ARTICLE 18 - GENERAL MANAGER

Sec. 1. **Appointment and Remuneration**. The General Manager shall be hired by the Executive Compensation Committee and the term of office and remuneration shall be established by that body.

The General Manager may also serve as Executive Director as defined in Article 19 with combined titles and responsibilities at the discretion of the Executive Compensation Committee.

- Sec. 2. **Duties**. The General Manager shall perform such duties as are delegated to the office by the President and Board of Directors; and shall devote full-time thereto. The duties are enumerated in the SME Procedures.
- Sec. 3. **Budget Control**. The General Manager, under the supervision of the Executive Committee, shall act as the Budget Director of the Society.

- The General Manager shall be charged with the responsibility, and vested with the authority, to prepare an estimate of all receipts and expenditures of the Society. The General Manager shall present this estimate to the Executive Committee 30 days prior to the Fall Meeting of the Board of Directors in each fiscal year.
- Upon adoption of the Budget by the Board of Directors, no expenditures or liabilities in excess of those provided for in the Budget shall be made without prior approval of the Executive Committee.

ARTICLE 19 – EXECUTIVE DIRECTOR

Sec. 1. **Appointment and Remuneration.** The Executive Director shall be hired by the Executive Compensation Committee and the term of office and remuneration shall be established by that body.

The Executive Director may also serve as General Manager as defined in Article 18 with combined titles and responsibilities at the discretion of the Executive Compensation Committee.

Sec. 2. **Duties.** The Executive Director shall perform such duties as are delegated to the office by the President and Board of Directors; and shall devote full-time thereto. The duties are enumerated in the SME Procedures.

ARTICLE 20 - INTERNATIONAL STANDING COMMITTEES

- Sec. 1. **Appointees**. The President-Elect shall appoint members to International Standing Committees as required to conduct Society business. Reference SME Procedures for International Standing Committees.
- Sec. 2. **Duties**. The International Standing Committees perform the duties required of them by the Bylaws or assigned to them by the President or Board of Directors.
- Sec. 3. **Advisory Role**. International Standing Committees shall serve as an advisory group to the President, International Officers and Directors.
- Sec. 4. **Programs and Direction**. International Standing Committees shall have responsibility, within their prescribed areas of operation, for formulating new programs and for recommending general direction for Society activities.
- Sec. 5. **Program Responsibility**. SME Leadership, committees or Headquarters staff will be responsible for implementing and administering programs once established.

ARTICLE 21 - EXECUTIVE COMPENSATION COMMITTEE

- Sec. 1. **Composition**. The Executive Compensation Committee consists of the International Officers and the immediate Past President. The Chair of the committee shall be the President.
- Sec 2. **Responsibilities.** The Executive Compensation Committee shall be responsible for:
 - Establishing Executive Compensation
 - Having Fiduciary Responsibility for the SME Employee Pension Plan
 - Hiring SME Executive Director General Manager positions and staff director positions
 - Approving election of Directors of the SME-Education Foundation in accordance with the SMEEF Bylaws.

Further, it shall serve as a review authority for the Executive Director & General Manager for all salary administration.

ARTICLE 22 - SME EDUCATION FOUNDATION

- Sec. 1. **Purpose**. The purpose of the SME Education Foundation is to stimulate interaction among and between SME, the educational community, industry, and government for the advancement of manufacturing education. This includes promotion and support of youth activities
- Sec. 2. **Operation**. The operation of the Foundation shall be in accord with its Articles of Incorporation and its Bylaws.
- Sec. 3. **Governance.** The Foundation shall be governed by the SME Constitution and Bylaws, and the SMEEF Bylaws.

ARTICLE 23 - INTERNATIONAL OFFICER NOMINATING COMMITTEE

- Sec. 1. **Composition**. This committee shall consist of five members as follows:
 - 1. The immediate Past President is the Chair of the committee.
 - 2. Four additional members shall be elected by the Board of Directors by official ballot in January from nominees submitted by the President from among current members of the Board of Directors and/or Past Presidents.
- Sec. 2. **Nominees**. The International Officer Nominating Committee shall submit to members of the Board of Directors the names and qualifications of at least one, but no more than two nominees for each International Office. Nominations in ranking order for President-Elect, Vice President, and a Secretary/Treasurer shall be submitted to each Director at least 60 days prior to the Fall Meeting of the Board of Directors. Members of the International Officer Nominating Committee are not eligible to run for office even if the member should resign from the committee.

- Sec. 3. **Additional Nominees**. Additional nominations for International Office may be made by a Director no later than 30 days prior to the date of the election. To be valid, such nominations must include the following elements:
 - Nomination, in writing, addressed to Chair of the Board of Directors.
 - Second to the nomination, in writing, from four (4) additional current members of the Board of Directors.
 - Acceptance from nominee, in writing.

The original nomination, and all seconds to the nomination, must be totally unsolicited by the person being nominated. Each Director participating in this write-in nomination process will be asked to sign a sworn statement attesting to that fact.

ARTICLE 24 - MEMBER COUNCIL

Sec. 1. **Role.** The Member Council is a body which recommends and facilitates policies and procedures concerning the administration of member units and Society membership recruitment and retention. Member units include chapters, technical communities and groups and other organizations by which members regularly engage with each other.

Areas of responsibility include: public relations, publications, finances, long range planning, training and others as assigned by the President.

The Member Council plans, formulates and coordinates policies and procedures concerning administration of the sub-committees, the Membership consultants, the Technical Community Network and local member engagement.

The Member Council shall ensure that all policy and program development is communicated and coordinated within SME's Strategic Plan and overall mission(s) or Mission Statement.

The Member Council shall be responsible for communicating strategy to member units and reporting their progress to the SME Board of Directors.

- Sec. 2. **Membership Recruitment and Retention.** An annual review will be made of membership recruitment and retention programs to determine their effectiveness.
- Sec. 3. **Establishment of Chapters and Other Member Units.** An annual review will be made of efforts in developing and chartering Chapters and other member units.
- Sec. 4. **Composition.** The Member Council shall consist of eight members elected and three members appointed by the President-Elect by mid-September. See SME Procedures for details.
- Sec. 5. **Vacancy.** The Member Council may, by majority vote of the Council members present at a duly called and legal meeting, declare any elected or appointed position on the Member Council, vacant upon the death, resignation, discontinuance of membership or the failure of its incumbent, for three months, to perform the duties of office. The

Member Council shall recommend to the SME President a member(s) in good standing to fulfill the remaining term of office on the Member Council. The President shall appoint a member to fulfill the vacancy.

Similarly, the Member Council may, by majority vote of the Council members present at a duly called and legal meeting, declare any appointed position on its Subcommittees or the Membership Consultant roles vacant upon the death, resignation, discontinuance of membership or the failure if its incumbents, for three months, to perform the duties of office. The Member Council shall appoint a member in good standing to fill the vacancy on the Subcommittees or Membership Consultant roles until the following January 1st.

ARTICLE 25 - CONSTITUTION AND BYLAWS COMMITTEE

Responsibility. It shall be the responsibility of the Constitution and Bylaws Committee to consider and report to the Board of Directors on all matters referred to it.

ARTICLE 26 - FINANCE COMMITTEE

Responsibility. The Finance Committee shall be responsible for financial and tax planning for the Society, as requested by the Board of Directors. Additionally, it shall oversee the Society's investment program.

ARTICLE 27 – INTERNATIONAL AWARDS & RECOGNITION COMMITTEE

Responsibility. The International Awards & Recognition Committee shall administer the Society's world-class awards and Fellows programs which recognize individuals and companies for manufacturing excellence.

ARTICLE 28 - INTERNATIONAL DIRECTOR/MEMBER COUNCIL NOMINATING COMMITTEE

- Sec. 1. **Composition**. This committee shall consist of nine members as follows:
 - 1. A Chair and two members appointed by the President-Elect.
 - 2. Two members elected by the Board of Directors by official ballot from nominees submitted by the President-Elect.
 - 3. Four members elected by the Member Council by official ballot prior to the Spring Meeting of the Board of Directors.

Sec. 2. **Report**. The ballot listing the names and qualifications of all nominees for Director and Member Council, shall be distributed to the voting members by August 1st.

Members of the International Director/Member Council Nominating Committee may not be considered for nomination by that committee even if that member should resign from the committee.

Sec. 3. **International Officers**. International Officers (except the President) shall automatically become nominees for Directors at the Director election immediately preceding the expiration of their existing terms as either International Officers or Directors.

Sec. 4. **Member Council.** Duties related to the nomination of the Member Council are contained in SME Procedures section 1.6.

ARTICLE 29 - AUDIT COMMITTEE

Responsibility. The Audit Committee shall monitor SME's financial reporting process and internal control system.

ARTICLE 30 - BUDGET COMMITTEE

Responsibility. The Budget Committee shall ensure the budget reflects effective planning and use of Society resources and is consistent with the Society's strategic plan.

ARTICLE 31 – JOURNALS COMMITTEE

Responsibility. The Journals Committee shall advise on matters pertaining to the collection, publication and distribution of learned papers.

ARTICLE 32 – ACCREDITATION COMMITTEE

Responsibility. The Accreditation Committee shall promote and encourage manufacturing curriculum development for accreditation.

ARTICLE 33 – PAST PRESIDENTS COMMITTEE

Sec. 1. **Composition.** A committee composed of all living Past Presidents shall have the authority to render final decisions regarding interpretation of the Constitution and Bylaws.

Decisions by the Past Presidents Committee may be requested on petition by five members of the Board of Directors or petition by twenty members of the Society.

Sec. 2. **Quorum.** Twenty-five percent, but no fewer that three members of the Past Presidents Committee shall constitute a quorum.

ARTICLE 34 - INTERNATIONAL DISTRICTS

- Sec. 1. **Authorization**. The Board of Directors may organize International Districts.
- Sec. 2. **Organization**. International Districts can be established by a voluntary agreement of one or more Chapters to form such a District or where sufficient interest exists within a group of members to develop Chapters of SME.

International Districts can be established in a country or countries in close proximity outside the 48 states of the continental United States, the District of Columbia and Canada when

members or Chapters are organized for purposes, which are in harmony with the objectives of the Society.

- Sec. 3. **Operation**. International Districts shall be governed by self-developed regulations. Such regulations shall not be in conflict with the Constitution and Bylaws and other procedures of SME.
- Sec. 4 Finances One half of that portion of each new member initiation fee normally returned to the Chapter will be given to the International District. (Reference SME Procedures)

An additional allocation from member dues with the provided based on the formula for International Districts. (Reference SME Procedures)

- Sec. 5 **Membership Dues**. International District member dues shall be determined by the Board.
- Sec. 6. **International Chapter/District Meeting**. To better educate Chapter and District leaders with SME, to further train them as leaders, and to provide interaction among various geographic member units, an International Chapter/District Meeting may be held.

ARTICLE 35 - INTERNATIONAL ALLIED ORGANIZATIONS

Sec. 1. **Authorization**. The Board of Directors may enter into relationships to help establish other autonomous, self-sustaining Societies/ Groups which will function as SME Allied organizations or Franchises operating under the SME mission and logo.

Such relationships may be entered into only where such groups are located outside the 48 states of the continental United States, the District of Columbia and Canada. Such relationships would always be established with an organization and not with individual members.

- Sec. 2. **Operation**. International Allied organizations shall govern themselves by their own regulations, which shall be consistent in purpose and intent with SME's Constitution and Bylaws and Procedures. SME Headquarters will provide global principles for International Franchise organizations.
- Sec. 3. **Cooperative Activities**. SME and the Allied organization will cooperate to create mutually beneficial agreements. Such agreements will be to jointly develop technical workshops, seminars, conferences, expositions, and other activities to support the professional growth of the memberships of their respective organizations to be administered on a local basis. Franchises will jointly develop agreements with SME to determine product and service offerings.

SME and the allied organization will also cooperate to develop technical publications and to promote their dissemination.

Care will be exercised when entering into cooperative agreements to be sure there are no legal conflicts with existing contracts and/or agreements between SME and other organizations.

ARTICLE 36 - CHAPTER ORGANIZATION

- Sec. 1. **Chartering**. The Member Council may charter Chapters for purposes which support the objectives of the Society.
- Sec. 2. Chapter Formation. Chapters can be formed where no existing Chapter is located.
- Sec. 3. **Model Organization Structure**. To assure growth within SME, all Chapters are urged to adopt the model organizational structure, which is located in SME Procedures.
- Sec. 4. **Charter Revocation**. The Member Council may revoke the charter of any Chapter or International District that fails to fulfill its duties and responsibilities in accordance with SME Policy.
- Sec. 5. **Student Chapters**. Student members may request a Student Chapter charter by proper application to the Member Council. The application must be reviewed and approved by the Member Council.
- Sec. 6. **Forming Chapters**. Members may request a Forming Chapter charter by proper application to the Member Council. The application must be reviewed and approved by the Member Council.
- Sec. 7. **Officer Election**. Each Chapter shall elect, from its voting members in good standing, a Chair-elect, Treasurer and Secretary. (Treasurer and Secretary positions may be combined.) (See SME Procedures section 2).

If there is more than one candidate for an office, the election of Chapter Officers shall be by secret ballot.

The Chair-elect will automatically become Chair after serving a term as Chair-elect.

When a candidate or candidates run unopposed for office, and there is no objection, the Chair may direct the Secretary to cast a unanimous ballot. If objections are raised, then a secret ballot must be conducted.

Mail ballots are prohibited for chapter elections.

- Sec. 8. **Time Schedule**. No deviation from the time schedule for nominations and elections is permitted without the express consent of the Member Council.
- Sec. 9. **Date of Office**. Chapter Officers shall take office on January 1. Their terms of office shall be for one year.

- Sec. 10. **Chair Vacancy**. In the case of a vacancy in the office of Chapter Chair, the Chair-elect shall serve as Chair for the unexpired term.
- Sec. 11. **Other Vacancies**. In the case of a vacancy in a Chapter office, other than that of Chair, a special election shall be held, within a reasonable amount of time not to exceed the next three regular Chapter meetings. The procedure covering nomination and election, as covered in these Bylaws is to apply in such cases as to the time at which such nominations and elections shall be held.

Until the election is held, the Chair will immediately appoint a member to carry out the duties of the vacant office. This appointed member will have the same rights as any other member of the Executive Committee. This appointment cannot be extended beyond the next election.

ARTICLE 37 - CHAPTER OFFICERS AND DUTIES

- Sec. 1. Chapter Chair. The Chapter Chair shall:
 - 1. Preside over all meetings of the Chapter membership and the Chapter Executive Committee.
 - 2. Be an ex-officio member of all chapter committees
 - 3. Prepare, present and submit the Chapter Planning and Assessment Guide.
- Sec. 2. Chair-elect. The duties of the Chair-elect are defined in SME Procedures.
- Sec. 3. **Treasurer**. * The duties of the Treasurer shall be in accordance with SME Procedures and instructions received from the International Secretary/Treasurer. The Chapter Treasurer shall prepare and submit the annual Chapter Financial Report. Forms for these reports will be supplied by SME International Headquarters
- Sec. 4. **Secretary**. * The duties of the Secretary shall be in accordance with SME Procedures and instructions received from the International Secretary/Treasurer. The Chapter Secretary shall prepare and submit the chapter officer listing form. The Forms will be supplied by SME International Headquarters.

ARTICLE 38 - QUORUMS

A quorum must be established to conduct business.

- Sec. 1. **Chapters and Forming Chapters.** Either 10% or fifteen voting members, including a majority of the chapter officers, must be present to constitute a quorum.
- Sec. 2. **Student Chapters.** A majority of the elected student officers shall be present at a duly called executive committee meeting to constitute a quorum for the transaction of business.

^{*}These positions can be combined based on Chapter's needs.

- Sec. 3. **Member Council.** A majority of the council members must be present to constitute a quorum.
- Sec. 4. **Executive Committee Meeting for Chapters and International Districts.** At Executive Committee meetings, a majority of the elected officers must be present to constitute a quorum.
- Sec. 5 **North American Manufacturing Research Institution (NAMRI/SME).** All questions (except amendments of the Operating Procedures) at any legally convened NAMRI/SME meeting shall be decided by a simple majority of the votes cast. Two-thirds of the NAMRI/SME Board of Directors must be present at a duly called meeting to constitute a quorum for the transaction of business.
- Sec. 6 International Executive Compensation Committee. A quorum to transact business shall consist of any four members of the committee, providing that two of the four shall be the immediate past president, the president, or the president-elect.
- Sec. 7. **International Standing Committees & Councils.** A majority of the committee or council members must be present at a duly called meeting to constitute a quorum for the transaction of business.

ARTICLE 39 – CHAPTER COMMITTEES

- Sec. 1. **Policies**. Chapter Committees shall follow the guidelines established by the International standing committees. Essential chapter committees are Officer Nominating and Executive committees.
- Sec. 2. **Officer Nominating Committee**. This Committee of three, elected annually by the chapter membership, will nominate candidates for election at a regular scheduled meeting. The committee will also function as required to fill vacancies, which may occur in elected offices during the year. No member of the committee is eligible for nomination by the committee to any office. Guidelines are defined in SME Procedures.
- Sec. 3. **Executive Committee**. The Executive Committee shall have full authority to manage and direct the business affairs of the Chapter. The committee shall include all elected officers, all appointed committee chairs and one or more Past Chairs, with all having equal voting rights.

ARTICLE 40 - MISCELLANEOUS CHAPTER/INTERNATIONAL DISTRICT ACTIVITIES

- Sec. 1. **Meetings**. Chapter & International District meetings shall be held at a time and place as decided by the membership.
- Sec. 2. **Decorum**. All meetings should be conducted in accordance with the Code of Ethics, Canons of Professional Conduct and Leadership Code of Conduct.

- Sec. 3. **Subsidies**. Meetings, dinners or events may be sponsored or their expenses be partially defrayed from outside sources. Chapters or International Districts shall accept only tax-free donations/sponsorships.
- Sec. 4. **Alliances**. No Chapter or International District shall have an alliance with any other engineering, technical, or scientific society or association without the expressed written permission of the SME President. The specific policy is available from SME International Headquarters.
- Sec. 5. **Lobbying**. No member shall take any action in the name of the Society, which might be construed as an attempt to influence legislation.
- Sec. 6. **Alcohol Consumption at SME-Sponsored Events**. The Society of Manufacturing Engineers does not encourage or promote the consumption of alcohol at its sponsored events. This policy does not prohibit the use of alcohol (except at Student events), but it does establish a standard of moderation and is opposed to overindulgence in any form. The policy is available from SME International Headquarters.
- Sec. 7. Liaison With Third Parties. All requests for SME Chapter or International District assistance, cooperation, cosponsorship or other involvement with any third party must be referred to the SME Membership Director for review and direction prior to any action taking place.
- Sec. 8. **Member Unit Donations.** Member units are prohibited from making cash or in kind donations to non-profit associations and/or organizations other than SME without the advanced written permission of SME's Membership Director. A detailed description of the donation must be forwarded to SME and a 90-day time period is required for review and consideration.

Member unit donations permitted without prior permissions:

- Scholarships sponsored by member units to students in manufacturing programs
- Donations to the SME Education Foundation

ARTICLE 41 - CHAPTER/INTERNATIONAL DISTRICT OFFICER REMOVAL

If the Executive Committee of a Chapter or International District finds that an elected officer has failed to properly discharge the duties of office for a period of three months, it may ask that officer to resign.

If the officer refuses to resign, the Executive Committee shall request the respective Officer Nominating Committee to investigate the charges. The committee shall report its finding to a duly called and legal Executive Committee meeting where a majority vote is required to declare the office vacant, until such time as it can be filled by the usual SME procedures for filling vacancies.

ARTICLE 42 - CHAPTER PUBLICATIONS

- Sec. 1. **Chapter Publications**. Chapters may issue publications in which advertising space is sold. (The word "publication" is defined as a bulletin, program, newsletter, meeting announcement, roster or directory often issued annually or periodically through the year.) Advertising space in these publications may only be solicited from companies that maintain a presence in the immediate area. This includes the following that fall within a Chapter's local geographic area: local businesses, distributors, representatives, corporate headquarters, corporate divisions and regional offices. Chapters should seek input from SME Headquarters before accepting advertising from sources that may be considered competitors with SME products.
- Sec. 2. **SME International Headquarters Copies**. Chapters shall furnish copies of all issues of their publications to SME International Headquarters.
- Sec. 3. **Web Site.** Chapter web sites fall under the definition of "publications" and follow the same restrictions in Section 1. Promotion of chapter events (conferences) via approved chapter web sites is permissible. (Reference SME Procedures Section 3.1.3)

ARTICLE 43 - CHAPTER AND INTERNATIONAL DISTRICT EXPOSITIONS

- Sec. 1. **Definition**. The term "Exposition" is defined to mean Chapter or International District sponsored exhibits, tabletop displays, tool shows, advertiser's nights, affiliate nights, or other similar events, where exhibit space is provided for display purposes.
- Sec. 2. **Objective**. In keeping with SME goals, the objective of Chapter or International District expositions must be the education of members and non-members.
- Sec. 3. **Approval**. Approval of the President of the Society is required for each Chapter or International District sponsored exposition six months in advance of the proposed exposition date.

Chapters or International Districts must submit their requests by means of SME Application for sponsoring Chapter Exposition, and are subject to the rules and regulations stated on the application form.

- Sec. 4. **Co-sponsorship with Other Organizations**. Individual or groups of Chapters or International Districts shall not conduct expositions, (including conferences connected with any exhibits) nor shall they cosponsor such activities with any other organizations or third parties without the express written permission of the SME President.
- Sec. 5. **Number and Duration**. Individual or groups of Chapters (except Offshore Chapters) may sponsor one exposition per year and it must be limited to one day. International Districts or Offshore Chapters have the option to sponsor one multi-day exposition per year.
- Sec. 6. **Conflicts**. No Chapter or International District exposition may be approved which conflicts in time or location with an SME-sponsored exposition.

Sec. 7. **Violation Penalty**. Any violation of this policy will be reviewed by the Member Council for consideration of appropriate actions to be approves by the SME Board of Directors.

ARTICLE 44 - SURETY BOND

- Sec. 1. **International Officers and Staff**. The Society shall secure, at its expense, a corporate surety bond or bonds, covering all International Officers and/or other personnel in such form and in such amounts as may be prescribed by the Board of Directors. This includes officers of the SME Education Foundation.
- Sec. 2. **Elected Chapter Officers**. Chapter Elected Officers are bonded by SME International Headquarters for \$15,000 for forgery/alternation and \$50,000 for theft. Chapters shall consider additional bonding of their officers in excess of these amounts, if warranted.

ARTICLE 45 - INDEMNIFICATION

All International Officers, International Directors, International Finance Committee members, SME Education Foundation Directors and officers and employees of the Society shall be indemnified by the Society against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon them in connection with any proceeding to which they may be made a party, or in which they may become involved, by reason of being or having been International Officers, Directors, Finance Committee members, SME Education Foundation Directors and officers, or employees at the time such expenses were incurred, except in such cases wherein the International Officer, Director, Finance Committee member, SME Education Foundation Directors and officers, or employee is adjudged guilty of willful misfeasance or malfeasance by the Board of Directors in performance of his/her duties.

The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which International Officers, Directors, Finance Committee members, SME Education Foundation Directors and officers, or employees may be entitled.

ARTICLE 46 - FINANCIAL YEAR

The financial year of the Society shall be from January 1 through December 31.

ARTICLE 47 - REPORTS, PAPERS AND PUBLICATIONS

- Sec. 1. **Distribution**. The official record of papers, reports and discussions and other literature of interest to the Society shall be published and distributed as the Board of Directors may prescribe.
- Sec. 2. **Society Responsibility**. The Society shall not be responsible for statements or opinions advanced in papers or discussions at its meetings. Matters relating to politics or

purely to trade shall not be discussed at a meeting of the Society or be included in its publications.

ARTICLE 48 - INTERNATIONAL MEETINGS

- Sec. 1. **Annual Business Meeting of the Society**. The Annual Business Meeting of the Society shall be held in the first or second quarter of the calendar year whenever possible.
- Sec. 2. **Fall Board of Directors' Meeting**. A Meeting of the Board of Directors shall be held in the third or fourth quarter of the calendar year whenever possible.
- Sec. 3. **Spring Board of Directors' Meeting**. A meeting of the Board of Directors shall be held in the first or second quarter of the calendar year whenever possible.
- Sec. 4. **Special Meetings of the Society Membership**. A special meeting of the society membership may be called at the discretion of the Board of Directors or whenever 15% of the voting membership requests such a meeting.

ARTICLE 49 - STANDARDS AND SPECIFICATIONS

- Sec. 1. **Society Approval**. The Society may approve or adopt a standard specification or engineering practice, but it shall not originate, develop or endorse it as a commercial enterprise.
- Sec. 2. **Society Name**. The Society shall not permit use of its name or initials in any commercial work or business, except to indicate conformity with its standards, specifications or recommended practices.

ARTICLE 50 - SOCIETY EMBLEM

Sec. 1. **Right to Use**. The right to use the Society emblem shall be granted to members and then only for Society purposes. Members may identify themselves as "SME Member" on letterhead, business cards, web sites and on other business-related material. The Society emblem, which might be construed to imply SME endorsement, shall not be used on any of this business-related material. (Reference SME Logo Standards Manual)

The right to use the Society emblem for Society purposes only may be granted to others with the written permission of the SME President.

- Sec. 2. **Society Stationery**. Use of the SME International stationery shall be restricted solely to matters of official Society business and written and signed by authorized staff personnel or by the Society's elected International Officers and Directors in the execution of SME business. No other use of SME International stationery is permissible.
- Sec. 3. **Society Pins**. All Society pins shall be reviewed and approved by the SME Board of Directors.

ARTICLE 51 - OATH OF OFFICE

All elected officials of SME at all levels including International, Chapter and International District shall take an oath of office. Elected officials failing to do so shall forfeit their right to hold office and any office so affected shall be considered to be vacant.

The official SME oath, which can be self administered before a single witness by officials not present at a group installation ceremony, is as contained in SME Procedures.

ARTICLE 52 - PROCEDURE

All parliamentary procedure not covered by the foregoing shall be conducted under the rules established by Robert's Rules of Order - Revised.

TABLE OF CONTENTS

SME PROCEDURES

SEC	CTION		P.	AGE
	Sum	mary of (Changes	39
		Preface		
		Code of Ethics		
			Professional Conduct	
	SME	Leaders	ship Code of Conduct	43
1	MEN 1.1		NITS COMPOSITION AND DUTIES/RESPONSIBILITIES	
	1.1	Chapte	t Chapters	11
	1.2			
			aphic Regions	
	1.4	Duties of Chapter Officers/Committees		
		1.4.1	Chapter Officers	
			1.4.1.1 Chair	
			1.4.1.2 Chair-elect	
			1.4.1.3 Treasurer	
			1.4.1.4 Secretary	
		1.4.2	Chapter Committees	
			1.4.2.1 Audit Committee	_
			1.4.2.2 Honor Awards Committee	
			1.4.2.3 Constitution and Bylaws Committee	49
			1.4.2.4 Strategic Planning Committee	
			1.4.2.5 Membership Recruitment Committee	
			1.4.2.6 Membership Retention Committee	
			1.4.2.7 Nominating Committee	
			1.4.2.8 Standard Meeting Format Committee	51
			1.4.2.9 Certification and Registration Committee	51
			1.4.2.10 Seminars/Workshops/Tutorials Committee	51
			1.4.2.11 Event Marketing Committee	51
			1.4.2.12 Public Relations Committee	52
			1.4.2.13 Student Chapter Liaison Representative	52
			1.4.2.14 Bulletin Committee	
			1.4.2.15 Historian (Optional)	
			1.4.2.16 Telephone Committee (Optional)	
	1.5	Student	t Chapter Officers	
			Faculty Advisor	
		1.5.2	Student Chapter Officers Duties and Responsibilities	
	1.6		Responsibilities of Member Council, Subcommittees and Membership	• .
	1.0		tants	54
		1.6.1	Member Council	
		1.0.1	1.6.1.1 Responsibilities	
			1.6.1.1.1 Elected and Appointed Members	
			1.6.1.2 Membership Recruitment and Retention	
			1.6.1.3 Establishment of Member Engagement Activities and Chapters.	
			1.6.1.4 Chapter Chartering, Mergers, Name Changes and Revocations	
			1.6.1.5 Reporting	
			I.D. I.D IVIEITIDEL COUNCIL ETECTIONS	ວລ

		1.6.1.6.1. Installation and Term	
		1.6.1.6.2. Voting	
		1.6.1.6.3. Tellers Committee	
		1.6.1.7 Nominating Committee	
		1.6.1.7.1 Composition	
	1.6.2	Student Relations Subcommittee	
		1.6.2.1 Composition	
		1.6.2.2 Role	
	1.6.3	Chapter Enhancement Subcommittee	
		1.6.3.1 Composition	
		1.6.3.2 Role	
	1.6.4	Membership Consultants	
		1.6.4.1 Composition	
		1.6.4.1.1 Senior Chapter	
		1.6.4.1.2 Student Chapter	
		1.6.4.1.3 Special Purpose	
		1.6.4.2 Member Consultant Teams	
1.7		onal Districts	
	1.7.1	Formation/Composition	
	1.7.2	Request for District Status	
1.8		merican Manufacturing Research Institution of SME (NAMRI/SME)	60
	1.8.1	President	
	1.8.2	President-Elect	
	1.8.3	Secretary	
1.9		onal Allied Organization and Franchises	
	1.9.1	SME Obligations to the International Allied Organization & Franchises.	
	1.9.2	Obligations of the International Allied Organization to SME	
	1.9.3	Obligations of the International Franchises to SME	
1.10		onal Board of Directors	
	1.10.1	Agenda Material	
	1.10.2	Letter Ballots	
1.11		onal Executive Committee	
	1.11.1	President	
	1.11.2	President-Elect and Vice President	
	1.11.3	Secretary/Treasurer	
	1.11.4.		
		1.11.4.1 Nomination and Election Process	
		1.11.4.2 Voting Rights and Terms of Office	
		1.11.4.3 Duties	
4 40	l4	1.11.4.4 Limitations	
1.12		onal Committees	
	1.12.1	International Standing Committees	
		.1.1 Committees Reporting Directly to Board of Directors	
		1.2 Committees/Groups Reporting through Executive Committee	
	1.12.2 1.12.3	Special Committees	69
	_	General Instructions for International Standing Committees	69
	1.12.4	Accreditation Committee	
	1.12.5	Audit Committee	
	1.12.6	Budget Committee	
	1.12.7 1.12.8	Building and Facilities (Optional)	
	1.12.8	Certification Oversight and Appeals Committee Constitution and Bylaws Committee	
		· · · · · · · · · · · · · · · · · · ·	
	1.1Z.IU	SME Education Foundation	1 2

		1.12.11	Executive Committee	72
			Executive Compensation Committee	
			Fellows Selection Committee (International Awards & Recognition	
			Committee)	73
		1.12.14	Finance Committee	
		1.12.15	International Honor Awards Committee (International Awards & Red	cognition
			Committee)	74
		1.12.16	Journals Committee	
		1.12.17	Library Advisory Committee (Optional)	76
		1.12.18	Manufacturing Enterprise Council (MEC)	76
		1.12.19	Past Presidents Committee	77
			Member Council	
	1.13		onal Headquarters Staff Responsibilities	
		1.13.1	Member Relations Manager	
			1.13.1.1 Composition	
			1.13.1.2 Purpose and Role	
			1.13.1.3 Policy and Communication	79
0.05	FIOE		TON/A DECINITATENT DECOCO	
2 OF	2.1		ION/APPOINTMENT PROCESS	70
	۷.۱	2.1.1	Official Ballots	
		2.1.1	Mail Ballots	
	2.2		of Officers	
	۷.۷	2.2.1	Chapters	
		2.2.2	Student Chapters	
		2.2.3	Geographic Regions	
		2.2.4	International Districts	
		2.2.5	North American Manufacturing Research Institution of SME	02
		2.2.0	(NAMRI/SME)	84
		2.2.6	International Director/Member Council Nominating Committee	
		2.2.7	International Board of Directors	
		2.2.8	International Officer Nominating Committee	
		2.2.9	International Executive Committee	
	2.3	Balloting		
	2.4	Installation	on Procedures	90
		2.4.1	Oath of Office	90
		2.4.2	Installation of Chapter and International District Officers	90
		2.4.3	Installation of International Officers and Directors	91
	2.5	Vacancie	9S	91
0.145		00/4 OT!	L/ITIEO	
3 ME		GS/ACTI		00
	3.1		S Limited or Prohibited	
		3.1.1	Alliances with Societies (Associations	
		3.1.2	Alliances with Societies/Associations	
		3.1.3	Chapter Conferences	
		3.1.4 3.1.5	Chapter Expositions	
		3.1.5	Charter Trips Cooperation with Other Educational Groups	
		3.1.6	Co-sponsorship with Third Parties	
		3.1.7	Logo Usage	
		3.1.9	SME Member Designation on Printed Materials	
		3.1.10	Membership Directories and Rosters	
	3.2		Reimbursement	

3.3	Liability	Insurance	98
3.4	Member	Training	98
	3.4.1	Professional Development Conference	98
		3.4.1.1 Professional Development Conference Content	99
		3.4.1.2 Professional Development Conference Attendance	99
	3.4.2	Geographic Training	
	3.4.3	Chapter Administrative Training	99
3.5		· · · · · · · · · · · · · · · · · · ·	
3.6	Visitatio	n by International Representative	
3.7	Voting		100
4 FEES/[DUES/FUN	NDING/TAXATION	
4.1	Member	ship Fees and Dues	101
4.2	Chapter	Dues Funding Authorization	102
	4.2.1.	Distribution of Funding	102
4.3		its by International Chapters	
4.4	Tax Law	s and Other Regulations	103
5 AMENI	OMENTS A	AND APPROVALS	
5.1	Governa	ance Document Amendments and Approval	105
5.2		Name Change	
		IS SOCIETY POLICIES FOR CHAPTERS, AND INTERNATION	٩L
DISTRI			
6.1		pportunity	
6.2		ns with Disabilities Act (ADA)	
6.3	•	or Competitor Involvement in or at SME Events	
6.4		List Rental Policy	
6.5		or Designating and Selecting Society Spokesperson	
6.6		nd Accident Insurance	
6.7			107
	ERSHIP C		
7.1		y Membership	
7.2	Fellow N	Membership	107
Appendix	A	Organiza	tional Charts
Appendix	В	Committe	e Definitions

SUMMARY OF CHANGES TO THE SME PROCEDURES

PREFACE

The administration of SME and its members units is a complex and challenging task. During their term of office, all Officers, Directors, committee members, chapter/district officers have an obligation to fulfill the duties of their elected/appointed office to the best of their ability. As Society leaders, they will be approached by members and other interested parties for guidance and counsel. These procedures are designed to assist them in such encounters. These procedures are a further explanation of the Constitution and Bylaws as they relate to the operational procedures for SME member units. Changes to these procedures must be approved by the SME Executive Committee.

Distribution: International Officers and Directors

International Committees

Manufacturing Enterprise Council

Member Council

International District Officers

Chapter Officers Faculty Advisors

CODE OF ETHICS

PREAMBLE

Practitioners of manufacturing engineering recognize that their professional, civic and personal activities have a direct and vital influence on the quality of life and standard of living for all people. Therefore, manufacturing engineers should exhibit high standards of competency, honesty and impartiality; be fair and equitable; and accept a personal responsibility for adherence to applicable laws, the protection of the public health, and maintenance of safety in their professional actions and behavior. These principles govern professional conduct in serving the interest of the public, clients, employers, colleagues and the profession. Honesty, integrity, loyalty, fairness, impartiality, candor, fidelity to trust, and inviolability of confidence are incumbent upon every member as professional obligations. Each member shall be guided by high standards of business ethics, personal honor, and professional conduct. The words "practitioner," "manufacturing engineer," and "member" as used throughout this Code include all classes of membership in the Society of Manufacturing Engineers.

THE FUNDAMENTAL PRINCIPLE

The manufacturing Engineer is dedicated to improving not only the manufacturing processes, but also manufacturing enterprises worldwide. This includes striving to instill a sense of concern and awareness throughout the manufacturing community of public health, safety, conservation, and environmental issues that are related to the practice of manufacturing and through the application of sound engineering and management principles. Engineers realize that in carrying out this responsibility, their individual talent and services can be more effective when funneled through the activities of the Society of Manufacturing Engineers. Therefore, engineers shall strive to support the mission of the Society of Manufacturing Engineers and the activities, products, and events sponsored and produced by them.

CANONS OF PROFESSIONAL CONDUCT

Members offer services in the areas of their competence and experience, affording full disclosure of their qualifications.

Members consider the consequences of their work and societal issues pertinent to it and seek to extend public understanding of those relationships.

Members are honest, truthful, and fair in presenting information an in making public statements reflecting on professional matters and their professional role.

Members engage in professional relationships without bias because of race, religion, sex, age, national origin or impairment.

Members act in professional matters for each employer or client as faithful agents or trustees, disclosing nothing of a proprietary nature concerning the business affairs or technical processes of any present or former client or employer without specific consent.

Members disclose to affected parties known or potential conflicts of interest or other circumstances which might influence -- or appear to influence -- judgment or impair the fairness or quality of their performance.

Members are personally responsible for enhancing their own professional competence throughout their careers and for encouraging similar actions by their colleagues.

Members accept responsibility for their actions; seek and acknowledge constructive criticism of their work; offer honest constructive criticism of the work of others; properly credit the contributions of others; and do not accept credit for work not theirs.

Members perceiving a consequence of their professional duties to adversely affect the present or future public health and safety shall formally advise their employers or clients and, if warranted, consider further disclosure.

Members of the Society of Manufacturing Engineers act in accordance with all applicable laws and the Constitution and Bylaws of the Society of Manufacturing Engineers and lend support to others who strive to do likewise.

Members of the Society of Manufacturing Engineers shall aid in preventing the election to membership of those who are unqualified or do not meet the standards set forth in this Code of Ethics.

SME LEADERSHIP CODE OF CONDUCT

The Society of Manufacturing Engineers places great value on effective and ethical leadership, and the commitment made by individuals who are elected or appointed to hold office at all levels in the organization, serve on SME committees/councils, or serve as a volunteer. For those reasons, SME elected, appointed and volunteer leaders are asked to carefully review this Code of Conduct, and make a personal commitment to abide by its principles when carrying out their SME leadership responsibilities.

- I will keep confidential all privileged and sensitive information that is gained by virtue of my elected, appointed or volunteer position in the Society. My fiduciary duties include maintaining confidentiality; therefore, I will not disclose confidential and/or personal information.
- 2. I will promptly disclose any potential conflicts or questions, and will engage all member and staff stakeholders fully in all deliberations of the Society.
- 3. I will not disclose individual differences and opinions about decisions of the group to which I have been elected/appointed when I am outside of the meeting room.
- 4. I will treat all SME members and employees in a fair and consistent manner, free of favoritism or prejudice.
- 5. I will represent all SME members and constituents in a fair and consistent manner, and refrain from promoting personal interests and biases.
- 6. I will support the SME Strategic Plan and the changes required to execute the Plan.

SECTION 1 - MEMBER UNITS COMPOSITION AND DUTIES/RESPONSIBILITIES (including position descriptions)

Sec. 1.1 - CHAPTERS

Chapter - The Chapter shall be composed as described in Bylaw Article 35. Appendix A includes a typical chapter structure that may be modified to suit specific chapter desires, but it must conform to all SME Bylaws.

Executive Committee - The Chapter Executive Committee shall be composed as described in Bylaw Article 38, Sec. 3.

SEC. 1.2 - STUDENT CHAPTERS

Any university, college, technical institute, or community college offering a curriculum or courses in manufacturing engineering or its related technologies is eligible for consideration by SME for a student chapter charter.

The sponsoring chapter is to provide the institutional representatives with guidance and counsel in the early stages of making application for a charter. To assist the chapter, a booklet entitled, "Establishing A Student Chapter", is available from SME International Headquarters. This publication contains basic information on qualifications, detailed procedures for establishing a student chapter and appropriate application forms.

One individual should be appointed by the chapter chair to serve in a coordinating capacity between the institution and chapter during the formation of the student chapter.

Student Chapter Liaison Representative - Those chapters sponsoring chartered student chapters shall appoint a chapter member to serve as the student chapter liaison representative. The student chapter liaison representative shall be a member of the Society not affiliated with the educational institution and shall be appointed by the chapter chair. A past chapter chair would make an ideal liaison representative.

SEC. 1.3 – GEOGRAPHIC REGIONS

The purpose of the regions is the election of the members of the Member Council and the Regionally Elected positions on the Board of Directors. (Reference Article 32).

SEC. 1.4 - DUTIES OF CHAPTER OFFICERS/COMMITTEES

Chapters must conduct their business affairs through an Executive Committee as defined in Article 38, Sec. 3 of the Bylaws. The Executive Committee has authority to conduct all executive and administrative functions of the chapter, which keeps the regular meetings free from all but elective and referendum matters.

Executive Committee meetings should be conducted in accord with Robert's Rules of Order, Revised.

The following is a summary of routine duties to be performed by elected officers in conjunction with each chapter meeting. Additional resources for conducting meetings and in observing deadlines for particular reports and actions can be found on the Chapter Leaders web site.

Committees - Committees are appointed by the Chapter Chair, except as provided in the Constitution and Bylaws. Committee members/support personnel shall be appointed by the Chapter Chair in charge of the particular activity.

In organizing special committees, the Chapter Chair should strive to attend at least the first committee meeting to help the committees organize with regard to:

- Purpose of the committee the defining of issues and objectives
- Setting a course Who does what, when and how
- Clarifying goals Unless the committee has some conception of what is considered a reasonable achievement, it will have no basis of knowing whether they have succeeded or failed.

The functions of special committees shall be those delegated to them by the Chapter Chair to cover the purpose for which the committee was appointed.

Instructions covering the activities of such committees will come from the Chapter Chair unless the special committee is a subdivision of an international SME committee. In such instances, instructions may also come from the international SME committee.

Committee Meetings - Should the chair of a committee be absent, or neglect or decline to call a meeting, it is the duty of the committee to meet on the call of any two of its members.

Sec. 1.4.1 - Chapter Officers

Sec. 1.4.1.1 - Chair

The chair's duties and responsibilities will be in accordance with the Constitution and Bylaws.

As the chief administrative officer of the chapter, the chair will:

- Ensure that required reports are submitted and job functions executed as called for in SME's governance document.
- Ensure that Nominating Committee functions according to SME Bylaw Article 38, Sec. 2.
- See that chapter administrative committees are provided for and as an ex officio member of all such committees, lend counsel and advice when needed.
- Appoint members of these committees:

- * Certification/Registration
- * Honor Awards
- * Membership Recruitment
- * Audit
- * Nominating

- * Constitution & Bylaws
- * Long Range Planning
- * Membership Retention
 - * Bulletin/Advertising
 - * Event Marketing

Additional committee may be provided for at the Chapter's option:

- * Chapter Formation
- * Telephone
- * Historian
- Preside over all official chapter functions according to the Constitution and Bylaws.
 Any situation not specifically covered in the Constitution and Bylaws shall be handled in accordance with <u>Robert's Rules of Order Revised.</u>
- See that all written material, information and reports received from SME International Headquarters and various member units and fellow chapter members are readily available to all members of the chapter.
- See that reports, information, or replies to inquiries is followed-up and arrangements made to promptly forward the necessary material. It is recommended that other chapter officers, acting as ex officio, be employed to maintain contact with committee representatives so as to expedite this end.
- Prepare present and submit the chapter planning and assessment guide.
- Ensure that all information from SME International Headquarters is being properly utilized by the elected officers, by asking each elected officer, in turn, to report what action is being taken.

Committees - The chair is typically responsible for the following committees:

Audit
Honor Awards
Constitution and Bylaws
Executive (required responsibility)

(Refer to the Chapter Leaders web site and organization chart in Appendix A of this book.)

Sec. 1.4.1.2 - Chair-elect

To assure continuity of chapter leadership from year to year, each chapter nominates and elects a Chair-elect annually. The person, who is elected Chair-elect in one year, automatically becomes the chapter chair the following year, without having to be nominated and elected chair.

The Chair-elect shall preside at meetings in the absence of the chair and carry out the responsibilities of the chair until the chair returns to duty.

Committees - The Chair-elect is typically responsible for the following committees:

Strategic Planning Membership Recruitment/Retention Nominating

Sec. 1.4.1.3 - Treasurer (may be combined with Secretary's position based on chapter need)

The duties of the treasurer shall be performed in accordance with instructions received from the International Secretary/Treasurer.

The treasurer shall be charged with the following duties and obligations:

- Receive, hold and safeguard, in the capacity of trustee and fiscal agent, all chapter and/or Society funds, which shall come into his or her possession or control.
- Disburse funds only for normal and usual uses, unless the Board of Directors of the Society directs otherwise.
- Prepare and submit the chapter annual Financial Report Form C-1 to SME International Headquarters by January 31 which is the end of the reporting period which is January 1-December 31.
- File IRS forms either as part of SME International Headquarters consolidated return or individually.

NOTE: Chapters located outside the U.S. and Canada are responsible for complying with local and country tax laws as appropriate.

Chapter officials contacted by the Internal Revenue Service must contact SME International Headquarters immediately. Specific filing information, as well as all necessary forms, is provided annually by the Secretary/Treasurer from SME International Headquarters in early September. (For additional information, see Sec. 4.4 - TAX LAWS AND OTHER REGULATIONS of this document.)

Bulletin/Advertising

The treasurer, if combined with the secretary, is typically responsible for the following:

Bulletin/Advertising

(Refer to the Bulletin Editor section of the Chapter Leaders web site and organization chart in this book.)

Sec. 1.4.1.4 - Secretary (may be combined with Treasurer's position based on chapter need. Also reference Bylaw Article 36, Sec. 3 and 4)

The secretary shall:

- Submit, to SME International Headquarters by December 15, a complete list of the newly elected officers.
- Record, duplicate and distribute the minutes of all membership meetings and Executive Committee meetings. Failure to take and maintain Executive

Committee meeting minutes is a violation of the IRS code and is punishable by revocation of a chapter's tax-exempt status.

Minutes may be distributed through publication in the chapter bulletin. Doing so eliminates the reading of these minutes at the next session, except for corrections, if any. Highlights of action taken shall be presented at regular meetings, unless the minutes are published in the bulletin.

- Maintain custody of chapter records, except for those records that are specifically a part of the duties of other officers, such as the treasurer's books. Chapter records are open to inspection by any member.
- Keep a register/roll of the members and call roll when required. The secretary shall also check for a quorum at every business meeting. (Bylaw Article 37)
- Notify officers, committees and special representatives of their appointment
- Furnish committees and special representatives with all papers referred to them and any records needed for the proper performance of its duties.
- See that an agenda is prepared for each business meeting and see that notices are sent for all chapter meetings.
- Notify SME International Headquarters and the Executive Committee member who maintains the chapter mailing list (for distribution of the monthly bulletin, etc.) of a change of address of any member.

Bulletin/Advertising - The secretary is typically responsible for the following committees:

Bulletin/Advertising

(Refer to the Bulletin Editor section of the Chapter Leaders web site and organization chart in this book.)

Sec. 1.4.2 - Chapter Committees

Sec. 1.4.2.1 - Audit Committee

A chapter's financial records must be audited at the end of the chapter year to ensure that the chapter's books are in good order, safeguard against the misappropriation of funds and present the incoming treasurer with well maintained financial records. A written report must be presented to the chapter chair.

This function should be performed by a committee of members who have actively served the chapter for a number of years, preferably past chapter treasurers. To avoid conflict of interest, current elected officers should not serve. If a chapter has a substantial treasury balance, an independent auditing firm should be engaged.

Sec. 1.4.2.2 - Honor Awards Committee

This committee is to cooperate and coordinate its activities with the policies and programs of the International Honor Awards Committee, including:

- To make nominations for the SME Award of Merit, and the Outstanding Young Manufacturing Engineer Award, or to reaffirm the merits of a previous nominee who has not yet received either of these awards.
- To secure and present the biographical data and qualifications of nominees being considered for the SME Gold Medal, SME Education Award, Joseph A. Siegel Service Award, SME Frederick W. Taylor Research Medal, Eli Whitney Productivity Award, Albert M. Sargent Progress Award, Donald C. Burnham Manufacturing Management Award and other future approved Society honors.
- To cooperate in arranging appropriate ceremonies for presentation of the Award of Merit.

Members of this committee may also be utilized as historians for the chapter.

This function should be performed by a committee of appointed active long-term members who have knowledge of those members who may merit consideration for SME awards.

The chapter chair shall appoint three past chapter chairs to initially establish this committee. The incumbent chapter chair shall appoint one member as chair to serve for one year; a second will serve for two years and serve as chair in his/her second year; and the third for three years and serve as chair in his/her third year.

Each year the immediate past chapter chair shall become a member of the committee and follow the three-year rotation as noted above.

When a sufficient number of past chairs are not available, other members of the chapter may be appointed.

Sec. 1.4.2.3 - Constitution and Bylaws Committee

The purpose of this committee is to ensure the chapter operates within the guidelines of the SME Constitution and Bylaws and SME Procedures by:

- Thoroughly knowing the Constitution, Bylaws and Procedures of SME
- Being aware of all present and proposed chapter activities
- Calling to the attention of the chapter chair or other officers of the chapter any departures from legal procedure that is observed.
- Acting as required on proposed amendments to the Constitution and Bylaws, as provided therein.

This function may be performed by either the chapter chair or by a committee of appointed members. The chair of the committee shall function as parliamentarian of the chapter.

Sec. 1.4.2.4 - Strategic Planning Committee

The purpose of this committee is to:

- Monitor chapter operations and establish long range plans to guide the chapter, including broad goals for the chapter from which specific committee goals and programs can come.
- Periodically report progress to the chapter's membership at large. This can most effectively be done in the form of an Annual Report.

This function may be performed by either the Chair-elect or by a committee of appointed members. If a committee of appointed members is used, the committee shall consist of at least three members, two of whom, wherever possible, will be recent past chairs. At least one appointed member must be retained each year.

Sec. 1.4.2.5 - Membership Recruitment Committee

The purpose of this committee is to:

- Cooperate and coordinate its activities with the policies and programs of the Member Council.
- Plan and execute yearlong membership recruitment activities. To insure continuity, the outgoing chair will function as an advisor in executing the planned activities during the "overlapping" period.
- Promote the growth of the Society by recruiting qualified applicants for membership.
- Review applications of prospective members, and recommend membership grade.
- Write a letter of acknowledgment to each applicant.

This function may be performed by either the Chair-elect or by a committee of appointed members.

Sec. 1.4.2.6 - Membership Retention Committee

The purpose of this committee is to:

- Cooperate and coordinate its activities with the policies and programs of the Member Council.
- Plan and execute yearlong membership retention activities, including the orientation of newly elected members, membership grade advancement, address changes, recognizing years of service, etc.

To insure continuity, the outgoing chair will function as an advisor in executing the planned activities during the "overlapping" period.

This function may be performed by either the Chair-elect or by a committee of appointed members.

Sec. 1.4.2.7 - Nominating Committee

The duties/responsibilities of this committee can be found in Section 2.2.1 of this document.

Sec. 1.4.2.8 - Standard Meeting Format Committee

The purpose of this committee is to:

- Coordinate activities with the Event Marketing Committee.
- Select, plan and execute technical activities for the chapter, beginning with the chapter year and ending with the last activity of the year. To insure continuity, the outgoing chair will function as an advisor in executing the planned activities during the "overlapping" period.

This function shall be performed by a committee of appointed members.

Sec. 1.4.2.9 - Certification and Registration Committee

The purpose of this committee is to:

- Cooperate and coordinate certification and re-certification activities with the policies and programs of the SME International Certification Committee.
- Assist in the promotion and administration of the semiannual certification examinations and review classes.

Coordination amongst the various chapter committees is essential. Certification programs will touch all areas of chapter involvement.

This function shall be performed by a committee of appointed members.

Sec. 1.4.2.10 - Seminars/Workshops/Tutorials Committee

The purpose of this committee is to:

- Select, plan and execute technical/professional seminars, conferences, etc.
- Issue invitations to speakers, select topics and introduce speakers.

This function shall be performed by a committee of appointed members.

Sec. 1.4.2.11 - Event Marketing Committee

The purpose of this committee is to:

- Manage the on-site activities of chapter programs.
- Handle meeting room reservations, set-up, meals, registration and all activities related to on-site management of chapter programs. The committee should see that each meeting is run in a timely and professional manner.
- Coordinate its activities with the other committees and submit an Advanced Program Planning Schedule to SME International Headquarters.

Committee activities commence with the beginning of the chapter year and end with the last activity of the year. To insure continuity, the outgoing Chair will function as an advisor during the overlapping period.

This function shall be performed by a committee of appointed members.

Sec. 1.4.2.12 - Public Relations Committee

The purpose of this committee is to:

- Assist other chapter committees in creating, projecting, and maintaining a favorable Society image to its membership, to the industrial and technical community, and to the general public.
- Give appropriate publicity about the Society's membership, meetings, speakers and other items of interest to other societies or associations, the public press and other media.
- Provide appropriate news and photos to SME, including meetings that the chapter has planned in advance, recognition of special achievements of chapter members and news/special achievements of student chapters.
- Submit to the Editor of MANUFACTURING ENGINEERING magazine:
 - Copies of technical papers presented before the chapter (if deemed worthy) for consideration for publication in the MANUFACTURING ENGINEERING magazine.
 - Technical developments in your chapter's immediate industrial area, which might warrant direct investigation by the staff of the MANUFACTURING ENGINEERING magazine.
 - Names of recommended authors for articles in Society publications and suggest areas in need of coverage.
- Detect any trend, incident, comment or criticism that may be detrimental to the Society or its members and make an effort to correct such an adverse tendency and report it to SME International Headquarters.
- Maintain a close relationship with local industry and educational institutions.

This function shall be performed by a committee of appointed members.

Sec. 1.4.2.13 - Student Chapter Liaison Representative

The Student Chapter Liaison Representative's principal responsibility is to serve as general counsel, in cooperation with the Faculty Advisor, to the student Chapter. The Student Chapter Liaison Representative does not assume an active role in the administration of the student chapter, but does provide assistance and counsel when needed. He/she must become thoroughly familiar with the student chapter operation, and serve as the link between the student chapter and the sponsoring chapter. Student Chapter Liaison Representatives must coordinate their activities with the appropriate chapter officer (e.g. Academic and Student Development). Detailed duties are outlined in the Student Chapter Liaison Representative Guidelines.

Sec. 1.4.2.14 - Bulletin Committee

The duties/responsibilities of this committee are:

- Include all aspects of bulletin preparation and distribution, except for solicitation and billing of advertising.
- Be responsible for editorial content, advertising placement, printing, distribution, photographs and maintenance of the bulletin mailing list.

This function may be performed by either the chapter secretary or by a committee of appointed members. This committee is usually chaired by the bulletin editor.

Sec. 1.4.2.15 - Historian (Optional)

The historian is responsible for the maintenance of all historical documents and any other documents assigned by the chapter, including the chapter charter, a list of charter members, first set of meeting minutes, photographs, anniversary bulletins and any other items of value to the chapter.

Legal documents such as minutes and financial records must be maintained for a period of seven years by the secretary or treasurer respectively, unless otherwise assigned by the chapter. This function may be performed by the vice chair, an appointed member, or members of the Honor Awards Committee.

Sec. 1.4.2.16 - Telephone Committee (Optional)

The purpose of this committee is to support other chapter committees such as retention and event marketing. The telephone committee may contact delinquent members and remind them to pay their dues or they may make calls to stimulate interest and bolster meeting attendance.

This function shall be performed by a committee of appointed members.

SEC. 1.5 - STUDENT CHAPTER OFFICERS

Sec. 1.5.1 - Faculty Advisor

A faculty member, approved by the school administration, will serve as the Faculty Advisor for the student chapter. The Faculty Advisor must be a member of the Society.

The Faculty Advisor is the official representative of the institution and assumes the administrative responsibility for the Student Chapter. The Advisor sees that the Student Chapter operates within both the extra-curricular activity policies of the institution and the SME Governance Document. The Faculty Advisor, with the general counsel and assistance of the sponsoring Chapter's Student Chapter Liaison Representative, assists the Student Officers and Committee Chairs in planning an effective Chapter program.

The Faculty Advisor assumes the following general responsibilities:

- Informs all the elected student officers of their responsibilities.
- Serves as a non-voting member of all elected and/or appointed committees.
- Reviews all applications for membership in the chapter. The Faculty Advisor's signature on the application verifies that the applicant meets SME's requirements for student member status.
- Reviews all minutes and reports and ensures they have been sent to the appropriate individuals as specified.
- Serves as the custodian of all permanent chapter records.
- Forwards all general correspondence to the appropriate individuals.
- Reviews all correspondence required by the chapter.
- Sees that all arrangements have been made for meeting facilities.
- Attends one student officer-training program annually.
- Develops a close working relationship with the sponsoring chapter and attends executive committee meetings when possible.
- Maintains a close working relationship with the Student Chapter Liaison Representative.
- Encourages Chapter Chair to attend the sponsoring chapter's executive committee meetings.
- Encourage the chapter chair to submit the student chapter annual report to SME International Headquarters.

Sec. 1.5.2 - Student Chapter Officers Duties and Responsibilities

The duties and responsibilities of student chapter officers are comparable to those of SME's chapters. (Reference section 1.4 of this document). Timelines may be modified to correspond with the school schedule.

SEC. 1.6 – DUTIES/RESPONSIBILITIES OF MEMBER COUNCIL, SUBCOMMITTEES AND MEMBERSHIP CONSULTANTS

Sec. 1.6.1 – Member Council – the Member Council is defined under Bylaws Article 24.

Sec. 1.6.1.1 - Responsibilities (Refer to Bylaws) –

Sec. 1.6.1.1.1 – Elected and Appointed Members - Elected members shall serve two-year terms. Elected members may not serve more than two consecutive terms. If the President-Elect needs to appoint an otherwise elected member due to lack of applicants, then that member shall serve a two-year term as defined in the Procedures. If the President-Elect needs to appoint an otherwise elected member due to resignation, replacement or incapacitation, then that member shall serve the remaining term of that otherwise elected member. If the member is appointed in the first year of a two-year term, then the member is considered to have served the entire two-year term.

Appointed members shall serve a one-year term with the option of serving a second one-year term. Appointed members are selected on the basis of their demonstrated knowledge and skills within their profession and the ability to support the Member Council in accomplishing annual SME Initiatives and goals.

- **Sec. 1.6.1.2 Membership Recruitment and Retention** An annual review shall be made of member engagement programs to determine their effectiveness. The subcommittees, Membership Consultants, and Chapters shall give particular attention to those programs requiring improvement and/or implementation.
- **Sec. 1.6.1.3 Establishment of Member Engagement Activities and Chapters -** An annual review will be conducted in an effort to develop new engagement activities and chapters.
- **Sec. 1.6.1.4 Chapter Chartering, Mergers, Name Changes and Revocations -**The Member Council shall review and approve action concerning Chapter charter and merger requests, Chapter name changes, and Chapter revocations. SME International Headquarters staff may request similar actions and forward to the Member Council for review and approval.
- **Sec. 1.6.1.5 Reporting** The Member Council reports to the SME Board of Directors and receives support from the SME International Headquarters staff.
- Sec. 1.6.1.6 Member Council Elections
- **Sec. 1.6.1.6.1 Installation and Term Member Council members shall be sworn in at the Fall Member Council meeting with their terms to begin on January 1.**
- **Sec. 1.6.1.6.2 Voting -** Official Ballots shall be distributed on or before July 15 and must be received by the designated Tellers Committee no later than September 1.
- **Sec. 1.6.1.6.3 Tellers Committee -** Ballots for election of the elected-Member Council shall be counted by a duly appointed Tellers Committee designated by the President. A plurality shall be sufficient to elect a candidate. Election results shall be announced prior to the Fall Meeting of the Member Council. In the event of a tie, the Member Council shall decide the winner by secret ballot.
- **Sec. 1.6.1.7 Nominating Committee -** The Nominating Committee used to nominate the slate of Member Council nominees is the International Director/Member Council Nominating Committee.
- **Sec. 1.6.1.7.1 Composition -** See Bylaws Article 24, Sec. 4 for composition.
- Sec. 1.6.2 Student Relations Subcommittee
- **Sec. 1.6.2.1 Composition -** This subcommittee, composed of three or more members, (one of whom the Member Council selects as chair) shall be appointed for

one-year terms by the Member Council with the assistance of SME International Headquarters staff. Members can be re-appointed for one-year terms but not to exceed four years consecutive service. Composition of this subcommittee shall be made up of students, faculty advisors and student chapter liaison representatives (reference SME Procedures section 1.2). The Member Council shall give special consideration to continuity by giving preference to current subcommittee members so that at least two members will continue serving on this subcommittee the following year. Members shall be selected on the basis of their capability to contribute to the charges as assigned by the Member Council.

The Student Relations Subcommittee shall report to the Member Council and receive support from the SME International Headquarters staff.

Sec. 1.6.2.2 – Role - The Student Relations Subcommittee shall work to develop a more "user-friendly" and productive student network within the Society. The subcommittee shall assist in determining student needs, develop guidelines and best practices to be used and recommend training programs of benefit to student members, faculty advisors and student chapter liaison representatives. The subcommittee shall also discuss, investigate and recommend programs and services to increase participation in events that lead to students upgrading their membership upon graduation. The subcommittee shall provide recommendations for review to the Member Council.

Sec. 1.6.3 - Chapter Enhancement Subcommittee

Sec. 1.6.3.1 – Composition - This subcommittee, composed of three or more members, (one of whom the Member Council selects as chair) shall be appointed for one-year terms by the Member Council with the assistance of SME International Headquarters staff. Members can be re-appointed for one-year terms but not to exceed four years consecutive service. The Member Council shall give special consideration to continuity by giving preference to current subcommittee members so that at least two members will continue serving on this subcommittee the following year. Members who possess chapter leadership experience shall be selected on the basis of their capability to contribute to the charges as assigned by the Member Council.

The Chapter Enhancement Subcommittee shall report to the Member Council and receive support from SME International Headquarters staff.

Sec. 1.6.3.2 – Role - Charges shall be developed annually by the Member Council to guide subcommittee activity. The Chapter Enhancement Subcommittee shall review the chapter requirements and effectiveness, develop new training programs, identify chapter mentoring opportunities, identify ways of strengthening the chapter base for generating grassroots leaders, and provide recommendations for review to the Member Council.

Sec. 1.6.4 - Membership Consultants

Sec. 1.6.4.1 – Composition - Membership Consultants shall be selected and appointed by the Member Council no later than November 15 each year with assistance from SME International Headquarters staff. The Membership Consultants shall be selected on the basis of their demonstrated leadership ability within SME, their interest in specific projects, programs and their work experience. So as not to restrict or limit the services of individuals with "special talents", the Member Council is urged to utilize caution in selecting Membership Consultants which currently serve the society in other functions/positions so as not to over task an individual. Membership Consultants shall be assigned to one of several focused responsibilities:

Sec. 1.6.4.1.1 - Senior Chapter - Membership Consultants focused on senior chapters are charged to establish new senior SME chapters, enhance existing senior chapter(s) effectiveness and mentor ineffective senior chapters. These Membership Consultants shall be assigned to a specific geographic area based on the number of SME members, number of senior chapters, geographic area, and chapter growth potential. Specific duties for the Membership Consultant focused on senior chapters are included in a separate document available from SME International Headquarters.

Membership Consultants focused on senior chapters shall be appointed for one-year terms with an annual re-appointment option. Appointed time shall not exceed five years consecutive service.

Sec. 1.6.4.1.2 - Student Chapter - Membership Consultants focused on student chapters are charged to establish new student SME chapters, enhance student chapter(s) effectiveness and mentor ineffective student chapters. These Membership Consultants shall be assigned to a specific geographic area based on the number of SME student members, number of student chapters, geographic area, and student chapter growth potential. Specific duties for the Membership Consultant focused on student chapters are included in a separate document available from SME International Headquarters.

Membership Consultants focused on student chapters shall be appointed for one-year terms with an annual reappointment option. Appointed time shall not exceed five years consecutive service.

Sec. 1.6.4.1.3 – Special Purpose - Membership Consultants focused on special purpose are charged with specific responsibilities as outlined by the Member Council. These Membership Consultants shall be charged with a specific purpose, scope and mission of the special purpose. Specific duties for the Membership Consultant focused on special purpose are included in a separate document available from SME International Headquarters. Membership Consultants focused on special purpose shall be appointed for the duration of the designated activity if less than one year. If the designated activity exceeds one year, an annual reappointment option may be exercised.

Sec. 1.6.4.2 - Member Consultant Teams - Each Membership Consultant identifies and develops a team suitable to assist them with their specific charge(s).

- Membership Consultants focused on senior chapters select members from the local chapter level.
- Membership Consultants focused on student chapters select members from their Faculty Advisors.
- Membership Consultants focused on special purposes may select members to form a network to meet their specific objectives.

The Member Consultant Team is a primary means to identify and develop future SME leaders. Specific duties for the Member Consultant Teams are included in a separate document available from SME International Headquarters.

SEC. 1.7 - INTERNATIONAL DISTRICTS (Reference Bylaw Article 33 and Sec. 4.3 of this document)

Recognizing that cultural differences, employment practices, geographical distances, and other factors make it difficult in areas outside of the North American continent to conform to the procedure documents for chapter operations, the SME Board of Directors has approved a more flexible configuration for member unit organization and operation.

Sec. 1.7.1 - Formation/Composition (Also reference SME Bylaws, Article 33)

Existing chapters outside of the 48 continental United States, the District of Columbia and Canada may choose to operate as standard SME chapters but must conform to the SME Bylaws and Procedures for chapter operation. These chapters will report directly to SME International Headquarters.

As an option, SME members and/or chapters may join together to form an international district to service local members. To form and operate an international district, members and/or chapters must adhere to the following guidelines as adopted by the SME Executive Committee:

- A. One or more chapters located outside the boundaries of the geographic regions may petition to form a district providing the area in which it operates is capable of developing additional SME chapters in accordance with Article 33 of the SME Bylaws. The practicality of developing additional chapters will be a critical criterion considered when recommending to the SME Board of Directors the organization of an international district.
- B. In areas where no chapters exist, a group of SME members may petition to form a district with the specific intention of forming SME chapters, while at the same time providing a focal point of communication and activity with SME members and SME International Headquarters.

Sec. 1.7.2 - Request for District Status

To form a district, SME members should form a committee composed of a chair, Chairelect, vice chair, treasurer, and secretary. This forming committee should be made up from a representation of active members and should be the coordinating body for the local district formation activities.

SME members should submit a petition (provided from SME International Headquarters), including:

- A brief report on any SME-related activities in the area
- The rationale and justification for granting district status
- A 12-month plan of action for the district
- A self-developed governance document that is not in conflict with SME's Constitution, Bylaws, and other procedures.

All documents prepared for district status should be forwarded to SME's Membership Department for review prior to presentation to the SME International Executive Committee.

International districts will be responsible for:

- Retaining existing SME members.
- Recruiting new SME members.
- Developing new SME chapters (reference SME Bylaws, Articles 34 and 35).
- Supporting SME International Headquarters-sponsored events.
- To provide a vehicle for teaching Chapter management and officer techniques,
- To develop district-wide conferences and other technical programs to facilitate the exchange of technical information among members and the manufacturing community, and
- To act as a central communications vehicle among Chapters within the International District.
- Training chapters in operational and management techniques, using both Headquarters-provided and district-developed training aids.
- Working in conjunction with its members and chapters to sponsor educational events (conferences, seminars, expositions, certification, etc.) provided the district obtains liability and other appropriate insurance (reference Sec. 3.3 -Liability Insurance).

Districts should notify SME International Headquarters six months in advance before sponsoring events. This will allow lead-time for appropriate support such as promotion in the Society publications. Events must be developed for members or the manufacturing community within district boundaries and must be promoted as such.

Districts that want to cosponsor or endorse an event with other organizations must send a written request at least six months in advance, and have the written approval of the SME President before proceeding. The district must also:

 Developing an effective and routine method of correspondence and communications with its members and/or chapter(s). Such methods may include bulletins, newsletters, meeting, etc.

- Registering with its country's government authorities and complying with regulations and tax requirements.
- Providing an annual report to SME International Headquarters by January 31, recapping the previous year's:
 - Membership and chapter growth
 - Activities and services
 - Financial status
 - Organizational status and officer reports.
- Providing SME International Headquarters with a regularly scheduled update of activities for reference and use in SME publications.

District Officers' Duties and Responsibilities - District officers are required to comply with the same duties/responsibilities outlined for chapter officers, with the exception of the treasurer, whose duties include ensuring compliance with local and country tax laws as appropriate.

SEC. 1.8 - NORTH AMERICAN MANUFACTURING RESEARCH INSTITUTION OF SME (NAMRI/SME)

The North American Manufacturing Research Institution of SME shall be an Institution functioning as an integral part of SME, designed to cooperate and coordinate with other organizations for the advancement of knowledge in manufacturing engineering through research and development. This Institution shall also provide the means and methods whereby such knowledge is disseminated and whereby the needs of the manufacturing community are made known. NAMRI/SME shall, among other things, promote and actively stimulate research, writing, publishing, and dissemination of knowledge within this field through cooperative efforts and an annual conference. This annual conference is to provide a forum for the active community of researchers whose work contributes to the furthering of manufacturing technology and productivity and for spokesmen of the industrial community on technological needs. The conference shall be known as the North American Manufacturing Research Conference (NAMRC). It is intended that NAMRI/SME will carry on the tradition and purpose of the NAMRC Conferences, which have been organized annually since 1973 by the Scientific Committee of NAMRI.

Board of Directors – The NAMRI/SME Board of Directors makes policy for the Institution that represents manufacturing research leadership in industry, government and academia in North America and the world. The Board is comprised of the NAMRI/SME Executive Committee (Past President, President, President-elect and Secretary), the Scientific Committee Chairman and six NAMRI/SME At-large Directors. The Past President of the Institution is replaced on the Board of Directors by the retiring President immediately following the Annual Meeting of NAMRI/SME.

Executive Committee – A NAMRI/SME Executive Committee comprised of the NAMRI/SME President, President-Elect, Secretary and immediate Past President of NAMRI/SME shall serve as an extension of the Board of Directors.

Scientific Committee - The NAMRI/SME Scientific Committee is a deliberative body established to oversee the review process for the *Transactions of the NAMRI/SME*, and

to provide the means whereby the specialized professional interests of the membership and industry can be best served. It shall augment and improve the activities and services of the Institution designed to fill the technical needs of its members and industry and provide a liaison to the Society of Manufacturing Engineers to assist in efforts to ensure the consistency and alignment in the delivery future technical/research information. It shall communicate and coordinate with efforts related to other SME journals.

The NAMRI/SME Scientific Committee shall consist of the NAMRI/SME Board of Directors plus up to a number of additional Members as the NAMRI/SME Board shall from time to time approve. The Members of the Scientific Committee shall be NAMRI/SME members appointed by the Scientific Committee Chair with the consent of the President, in such a manner that the Scientific Committee represents appropriate cross-sections of the research areas and interests of the NAMRI/SME membership. Appointed Members of the Scientific Committee will be asked to serve no more than two consecutive three-year terms. Members who are asked but do not perform paper reviews at a timely basis shall be removed from this Scientific Committee based on the recommendation from the Chair of the Scientific Committee and the consent of the NAMRI/SME President.

Organizing Committee - The NAMRI/SME Organizing Committee is responsible for the conducting of the technical program proceedings and organization matters of the Annual Meeting. Appendices E and F of the NAMRI/SME Operating Procedures delineate responsibilities for the Organization Committee of NAMRC and SME, respectively.

Membership Qualifications - Individuals are members of NAMRI/SME. There are two grades: SENIOR MEMBER and STUDENT MEMBER.

- Election to Senior Member Grade requires the following: An application demonstrating active participation in manufacturing or manufacturing research and meeting the SME qualifications for Senior membership or Affiliate member representative.
- **Student Member Grade** requires the following: An application demonstrating the SME qualification for student membership.

Founding Members - NAMRI/SME recognizes the eight people who served on the initial Scientific Committee in 1973 as the Founding Members of NAMRC. The 22 Scientific Committee members who served as the governing body of NAMRC from its inception up to the establishment of NAMRI/SME in 1981 are recognized as the Founding Members of NAMRI/SME.

NAMRI/SME Honors Committee – The NAMRI/SME Honors Committee consists of the following NAMRI/SME members: NAMRI/SME President, President-elect, immediate Past president, one board member elected by the Board, Scientific Committee Chair, plus a staff liaison as a non-voting member.

General responsibilities include: establish criteria and election process, administer awards, facilitate funding, recommend new awards, screen candidates for submission to the

NAMRI/SME Board, report to the NAMRI/SME Board, and suggest and promote nomination of candidates for various SME awards.

Executive Committee Role - The NAMRI/SME Executive Committee shall have the authority to perform those duties legally delegated by the NAMRI/SME Board in managing and directing the business affairs of the Institution. It shall act in behalf of the NAMRI/SME Board when the Board is not in session, on matters where specific direction has not been given with the condition that such action shall be subject to review by the Board of Directors.

Board Powers - The NAMRI/SME Board of Directors shall be the governing body of the Institution. The Board of Directors may establish, amend or set policies, which are subject to the final approval of the SME Board of Directors. The NAMRI/SME Board of Directors is responsible to maintain the tradition and original intent set forth in the purpose of the Institution.

Vacancies - The NAMRI/SME Board of Directors may, by majority vote of the NAMRI/SME Directors, present at a duly called and legal meeting, declare any elective office vacant upon the failure of its incumbent, for three months, to perform the duties of the office, and shall thereupon appoint a member in good standing to fill the vacancy (except in the case of President) until the next regular election. Such appointment shall not render the appointee ineligible for election to any other office of the Institution.

Scientific Committee – <u>Divisions</u> -- The NAMRI/SME Scientific Committee shall recommend to the NAMRI/SME Board of Directors the development of Divisions as the need and circumstances require. It shall define and oversee the activities of each Division.

Advisory Role -- The NAMRI/SME Scientific Committee shall serve as an advisory group to the President, Officers and Directors of NAMRI/SME. It will review plans and policies already established within the prescribed areas of operation of the NAMRI/SME Divisions and Committees and make recommendations for implementing or revising these policies.

<u>Chair</u> -- The Chair of the NAMRI/SME Scientific Committee shall be appointed to a twoyear term by the President of NAMRI/SME, 30 days following his/her acceptance of the Office at the Annual Meeting of the Board of Directors, and shall be a voting Ex-Officio Member of the NAMRI/SME Board of Directors. This appointment shall be subjected to approval by the NAMRI/SME Board of Directors.

Organizing Committee - The Chair of the Organizing Committee shall submit a written report to the NAMRI/SME Board of Directors on NAMRC within 90 days after the close of this conference.

Meetings – The NAMRI/SME Board of Directors shall conduct two meetings. One will be early in the calendar year and the second before the Annual Membership Meeting, at a time consistent with the operation of the Institution and the annual technical conference (NAMRC).

Special Meetings - Special meetings of the NAMRI/SME Board of Directors may be requested in writing by any Director or Officer. The reasons for such a special meeting, also the naming of a time and place for the meeting, must be submitted to the NAMRI/SME Board of Directors for their consideration. If a majority of the Directors concur, a special meeting must be held.

Annual Report - The NAMRI/SME Board Directors shall present an Annual Report at the Annual Meeting of the Institution. This report will summarize the activities of the Institution, as well as report on the expenditure of any funds raised from special membership assessments.

The NAMRI/SME Annual Report shall be filed at SME Headquarters. A copy of the report shall be forwarded to the SME Board of Directors.

Ranking - In the absence of the NAMRI/SME President, the President-Elect shall assume the duties of the President. The Secretary may also be called upon to assume the duties of the President in the absence of both the President and President-Elect.

Sec. 1.8.1 - President

Chair of the Board - The NAMRI/SME President shall be the Chief Elected Officer of the Institution. As such, the President shall preside at all meetings of the NAMRI/SME Board of Directors. The President may designate an alternate to preside at NAMRI/SME Board Meetings. When no such designation is made, and in the absence of the President, the ranking NAMRI/SME Officer in attendance shall preside.

Presidential Directives - The NAMRI/SME President shall be vested with the authority to issue directives for the purpose of conveying operating instructions necessary to discharge the duties of office. At all times, these directives are to be in accordance with the Operating Procedures and the Constitution and Bylaws of SME.

Committees - The NAMRI/SME President shall be empowered to name such committees as may be deemed necessary for the proper functioning of the Institution.

Committee Authority - All committees appointed by the NAMRI/SME President shall be subject to regulation and direction by both the NAMRI/SME Board of Directors and the President, except as otherwise provided by these Operating Procedures.

Sec. 1.8.2 - President-Elect

The NAMRI/SME President-Elect shall perform such duties as assigned by the NAMRI/SME President and the Board of Directors, and shall fulfill the duties of the President in his/her absence.

Sec. 1.8.3 - Secretary

Minutes - The NAMRI/SME Secretary shall keep the minutes of all Institution business and membership meetings. The minutes shall be reviewed and signed by the Institution President and countersigned by the SME Ex-Officio to the Institution.

Notices - Written notices of the time, place and purpose of all general or special Institution meetings of the NAMRI/SME members or Board of Directors shall be given by the Secretary at least three months prior to the date of said meeting.

Communication with SME - The NAMRI/SME Secretary shall work with an SME staff liaison to promote NAMRI/SME activities, especially on SME web site.

Board Assigned Duties - The Secretary shall perform such other duties as may be delegated by the NAMRI/SME Board of Directors.

SEC. 1.9 - INTERNATIONAL ALLIED ORGANIZATION AND FRANCHISES

Sec. 1.9.1 - SME Obligations to the International Allied Organization and Franchises

Operation of an International Allied Organization and Franchises shall be as defined in the Bylaws, Art. 34.

The Board of Directors may enter into relationships to help establish other autonomous, self-sustaining Societies/Associations whereby such groups will function as SME allied organizations operating under the SME mission and logo. SME and the allied organization will cooperate to create mutually beneficial technical workshops, publications, seminars, conferences, expositions, and other activities to support professional growth or each organization's membership on a local basis.

The Board of Directors may enter into relationships to establish Franchises. SME International Headquarters will provide global principles for International Franchise organizations.

Such relationships may be entered into only where such groups are located outside the 48 states of the continental United States, the District of Columbia and Canada. Such relationships are always to be established with an organization, not an individual.

SME obligations to the Allied Organization shall include the following:

- Grant the right to re-publish in any language SME publications, not covered by exclusive contracts, for members of the allied organization only.
- Provide one gratis copy of each new SME publication and videotape when issued.
- Place the Allied Organization on SME's mailing list to receive, by airmail, notices of all SME sponsored or cosponsored technical programs and expositions.
- Offer the opportunity for members of the Allied Organization to become certified. Translations of certification material and provisions for security of examinations shall be the responsibility of the Allied Organization.

- Offer the opportunity for members of the Allied Organization to purchase SME materials and attend SME events at member prices.
- Provide copies of MANUFACTURING ENGINEERING magazine to each Corporate grade member.
- Allow employees of Corporate member companies to purchase SME materials and attend SME events at member price.

Sec. 1.9.2 - Obligations of the International Allied Organization to SME

The allied organization's obligations to SME shall include the following:

- Develop a dues structure and membership grades consistent with the SME Constitution and Bylaws.
- Provide accurate membership rosters to SME on a regular basis.
- Collect dues and forward the following amounts with a current roster to SME on an annual basis:

Corporate Member U.S.D. \$100.00 Individual Member U.S.D. \$ 12.00

 Utilize the expertise and services of SME International Headquarters in such areas as member mailings, dues billing, new chapter development, member recruitment, conferences, expositions and other educational programs.

Sec. 1.9.3 - Obligations of the International Franchises to SME

The obligations of the Franchises shall be as described in the International Franchise Guidelines.

SEC. 1.10 - INTERNATIONAL BOARD OF DIRECTORS

The Board of Directors, elected by the membership, is the governing body of the Society (Bylaws, Art. 8 and 9). Its structure is as defined in the Constitution, Art. 7.

The Board of Directors is ultimately responsible for the general management of the Society. All actions of and by the Board of Directors legally voted are binding on the Society and are a definite commitment of the Society to such action. General duties of the Board of Directors are as listed in the Bylaws, Art. 9.

Sec. 1.10.1 - Agenda Material

Any proposed item offered by a member for formal consideration by the Board of Directors must first be presented to the Society President for consideration and recommendation by the Executive Committee, no later than 30 days prior to the scheduled Board of Directors Meeting.

The President and/or Executive Committee have the prerogative of rejecting any such item.

Sec. 1.10.2 - Letter Ballots

Letter ballots must be approved by the SME President prior to mailing. Letter ballots initiated by a Director must be sent to the General Manager's office at SME International Headquarters to ensure conformance with official ballot format. Ballots will be distributed by the General Manager's office to the Board of Directors. Ballots must be returned to the General Manager's office at SME International Headquarters for tallying.

SEC. 1.11 - INTERNATIONAL EXECUTIVE COMMITTEE

The International Executive Committee is comprised of all international officers and non-officer Executive Committee members and serves as an extension of the Board of Directors.

The SME Executive Committee has authority to perform duties legally delegated by the Board of Directors, acts on behalf of the Board of Directors when the Board is not in session, and functions as the Budget Review Committee. The Executive Committee also acts on matters where specific direction has not been given, with the condition that such action is subject to review by the International Board of Directors. (Also reference Bylaws, Art. 10).

Sec. 1.11.1 - President

A detailed description of the major responsibilities of the President are as contained in the Bylaws, Art.14, Art. 20 and 21.

The SME President shall be the Ex Officio to these committees:

International Officer Nominating Committee
International Nominating Committee for Regionally-Elected SME Directors
International Nominating Committee for At-Large Elected SME Directors.

Additional Ex Officio responsibilities of the President are contained in a Presidential Directive issued annually.

Sec. 1.11.2 - President-Elect and Vice President

The President-Elect and the Vice President are elected by the Board of Directors in accordance with the Constitution, Art. 8 and Bylaws, Art. 13. As ex officio members of designated committees, the President-Elect and Vice President shall coordinate work, lend such assistance as necessary, and see that the responsibilities of respective committees are fulfilled. Specific ex officio responsibilities are contained in a Presidential Directive

issued annually. The President-Elect and the Vice President are members of the Executive Compensation Committee (Bylaws, Art. 21).

Sec. 1.11.3 - Secretary/Treasurer

The Secretary/Treasurer is elected by the Board of Directors in accordance with the Constitution, Art. 8 and Bylaws, Art. 13. A detailed description of the major responsibilities of the Secretary/Treasurer are as contained in the Bylaws, Art. 17. Ex Officio responsibilities of the Secretary/Treasurer are contained in a Presidential Directive issued annually. The Secretary/Treasurer is a member of the Executive Compensation Committee (Bylaws, Art. 21).

Additional specific references to other duties and responsibilities of the Secretary/Treasurer are as follows:

Annual and Semiannual Reports - Among other things, the Secretary/Treasurer's reports shall include the following: (Bylaws, Art. 11 Sec. 1.)

- A functional organization chart showing key staff personnel and the number of employees for the previous five years
- A record of Board of Director mail ballots by date, title and disposition
- A listing of newly-elected members of the Board of Directors
- The number of active chapters and student chapters.

Annual Audit - Annual audit procedures are as contained in Bylaws, Art. 17, Sec. 9.

Chapter Secretary and Treasurer - The international Secretary/Treasurer shall provide instructions to the chapter secretary and treasurer as contained in Bylaws, Art. 35, Sec. 5.

Dismissal of Members - Dismissal procedures are as contained in Bylaws, Art. 6, Sec. 1 and 2.

Recording Officer - The Secretary/Treasurer is the recording officer of the Society and the custodian of its records except as specifically assigned to others.

These records are open to inspection by any member at reasonable times, and where an International Committee needs any records of the Society for the proper performance of its duties, they should be made available to its chair.

In addition to keeping the records of the Society and the minutes of the meetings, the Secretary/Treasurer shall notify the membership of all changes to the Constitution.

Records Maintenance - One copy of the minutes of meetings and Annual and Semiannual Reports of all international committees will be maintained in the Library at SME International Headquarters.

Reports Distribution - Distribution of Financial Reports is to International Officers, Directors, Directors-Elect, Finance Committee, Executive Director, General Manager, Division Directors and other key staff.

Sec. 1.11.4 – Non-officer Executive Committee Members

Sec. 1.11.4.1 - Nomination and Election Process

The President-Elect nominates five members of the Board of Directors to fill the non-officer positions on the Executive Committee. These candidates must be voting members of the Board of Directors in the year in which they will serve on the Executive Committee. Three Non-officer Executive Committee members are elected via official ballot by the Board of Directors at the Fall Board Meeting. (Reference Bylaws, Art. 7 & 10.)

Sec. 1.11.4.2 – Voting Rights and Terms of Office

Non-officer Executive Committee members will serve with full voting rights for a term of one year, but are not considered officers of the Society. Non-officer Executive Committee members can be re-nominated and re-elected to serve consecutive years.

Sec. 1.11.4.3 – Duties

Non-officer Executive Committee members shall attend all Executive Committee meetings and perform the duties as directed by the President.

Sec. 1.11.4.4 - Limitations

Non-officer Executive Committee members are not officers of the Society nor are they members of the Executive Compensation Committee.

SEC. 1.12 - INTERNATIONAL COMMITTEES

Sec. 1.12.1 - International Standing Committees

International Standing Committees are annually appointed by the President-Elect, except for those whose memberships are dictated by the Constitution or Bylaws.

Sec. 1.12.1.1 - Committees Reporting Directly to the Board of Directors

Executive Committee
International Awards & Recognition Committee
International Director/Member Council Nominating Committee
International Officer Nominating Committee
Member Council
Past Presidents

Sec. 1.12.1.2 - Committees/Groups Reporting through the Executive Committee

Accreditation

Audit

Budget

Building and Facilities (optional)

Certification Oversight & Appeals

Constitution and Bylaws

Executive Compensation

Finance

Journals

Library Advisory (optional)

Manufacturing Enterprise Council (MEC)

SME Education Foundation Board

Sec. 1.12.2 - Special Committees

The functions of special committees shall be those delegated to them by the President to cover the purpose for which the committee was appointed. Instructions covering the activities of such committees will come from the President.

Reference Appendix B of this document for committee definitions.

Sec. 1.12.3 - General Instructions for International Standing Committees

Area of Support - Committees should concentrate on activities that apply to the majority of the membership. Committee activities should not be aimed at supporting an individual geographic region or chapter.

Budgets - Each committee will receive an operating budget in accord with assigned responsibilities. Committee meetings shall be financed from the SME International Headquarters operating budget.

Meetings - Committees shall meet twice per year. Any Society member or invited guest may attend committee meetings as an observer, except when meetings are in executive (closed) session. The Society is not responsible for expense reimbursement for such observers.

Ex Officio representation shall be provided from among the Executive Committee.

Meeting Participation and Expense Reimbursement - See expense reimbursement section of this document.

Reports - Committees shall submit minutes of all meetings and an Annual Report to the Board of Directors via the Executive Committee. These reports should follow the standard form of presentation so that there is a distinct and apparent difference between matters of information and matters requiring Board action. All recommendations shall include any financial considerations. Special reports may also be required.

Presidential Directives - Issued by the SME President, these directives address procedural issues or provide a concise description and statement of policy for matters not typically included in the policy manuals and governance document of the Society. Presidential Directives will supersede any procedural document, (excluding Constitution

and Bylaws and SME Procedures - reference Bylaws, Art. 14, Sec. 2).

Sec. 1.12.4 - Accreditation Committee

This committee, composed of three or more members, is to promote and encourage manufacturing curriculum development for accreditation.

Curriculum development should be in the field of engineering and technology and focused on colleges, universities and technical institutes with manufacturing programs or options.

Sec. 1.12.5 – Audit Committee

The Mission of the Audit Committee is to:

- 1) monitor SME's financial reporting process and internal control system
- 2) monitor the audit processes of SME's independent accountants
- 3) provide an open avenue of communication among SME's independent accountants, financial and senior management and the Board of Directors.

Composition: This committee shall ordinarily be composed of three members of the Board of Directors (one of whom shall be chair), plus the Secretary/Treasurer and one member from the Finance Committee.

Sec. 1.12.6 – Budget Committee

The Budget Committee is a standing committee of the Board of Directors that reports through the Executive Committee. The Mission of the Budget Committee is to contribute to development of the Annual Budget by:

- 1) assisting in developing budget and program priorities
- ensuring the Budget reflects effective planning and use of Society resources, and is consistent with the SME Strategic Plan
- 3) being the primary communications channel for budget development information between the Executive Committee and the senior staff.

Composition: This committee shall ordinarily be composed of the President-Elect (chair), the Secretary/Treasurer, one at-large member of the Executive Committee and the Executive Director.

Sec. 1.12.7 - Building and Facilities Committee (Optional)

This is an optional international committee reporting through the Executive Committee as outlined in the Bylaws, Art. 14, Sec. 6.

This committee is to advise on matters pertaining to SME International Headquarters capital equipment needs, information systems needs, other major SME International Headquarters purchases, SME International Headquarters office rental contracts and building maintenance.

Sec. 1.12.8 - Certification Oversight and Appeals Committee

This committee, consisting of four or more members, oversees the development and maintenance of certification exams and provides guidance to staff regarding re-certification policies and appeals as needed.

Specific functions of the committee are to:

- Review the Exam bodies of knowledge and make revisions to ensure they accurately reflect the manufacturing profession.
- Determine what educational activities are applicable to the re-certification program.
- Develop new areas of certification and determine the technical areas covered in all areas of certification.
- Review and recommend an appropriate reply to appeals submitted to MECI/SME by exam candidates.

Sec. 1.12.9 - Constitution and Bylaws Committee

This committee, comprised of three or more members is responsible for:

- Receiving and processing petition amendments to the Constitution as specified in the Constitution, Art. 13. In this regard, the committee will also verify the validity and number of signatures on the petition.
- Studying proposed legislation and its effect on the existing Constitution and Bylaws and recommend ways to eliminate any apparent conflict. The committee will also notify the petitioners in the event of disapproval by the Chapter Constitution and Bylaws Committee Chairs.
- Preparing the wording for all proposed amendments to the Constitution and Bylaws and this document.
- Giving its opinion on all questions pertaining to the Constitution, Bylaws, or Procedures when such questions are submitted by the President, Board of Directors or the Executive Committee. The President or Executive Committee shall have authority to interpret the Constitution, Bylaws and Procedures. All interpretations of the Constitution and Bylaws may be appealed to the Past Presidents Committee to render a final decision in accordance with Article 10 of the Constitution.
- Bringing to the attention of the Executive Committee, any violations of the Constitution or Bylaws.
- Re-issuing Society governance document on an annual basis.

The Constitution and Bylaws Committee itself does not initiate any changes to the Constitution, Bylaws, or Procedures. The Committee may, however, forward recommendations for change to the SME Executive Committee for their action.

In order to assure that a backlog is not developed on policy changes in the above documents, the committee should, at each meeting, review all minutes of Board of Directors Meetings and Executive Committee Meetings held since the committee last met.

Sec. 1.12.10 - SME Education Foundation

The purpose of the SME Education Foundation is to facilitate educational community-industry-government-Society interaction for the advancement of manufacturing education. The Education Foundation's purpose is implemented by raising funds and dispersing them in the following areas:

- 1. Capital Equipment,
- 2. Student Development,
- 3. Faculty Development,
- 4. Curriculum Development,
- 5. Research Initiation,
- 6. Youth (K-12) Development,
- 7. Other related areas.

This is accomplished through the grant Proposal Review Committees Project Council in conjunction with the approval of the SME Education Foundation Board of Directors.

Sec. 1.12.11 - Executive Committee

This is a constitutional committee whose composition and area of responsibility are defined in the Bylaws, Art. 10.

The General Manager shall be a nonvoting participant of this committee unless excused by the President.

Sec. 1.12.12 - Executive Compensation Committee

This is a constitutional committee whose composition and function are as defined in the Bylaws, Art. 21. Detailed duties and methods of operation for this committee are as follows:

Chair - The President serves as Chair of the Executive Compensation Committee and is responsible for calling meetings, preparing agendas and presiding at meetings. If the President is unable to participate, the President-Elect shall act as Chair.

Secretary - The General Manager shall be the Secretary of the Executive Compensation Committee. The secretary will record the minutes and prepare contracts and reports as directed by the committee.

If the General Manager is unable to serve, the chair shall appoint a secretary from the membership of the committee.

Actions of the Committee - All committee actions must be agreed to by no less than four members of the committee, not including the secretary. Contracts with the General Manager will be signed on behalf of the Society by the President, having been authorized first to do so by action of the committee. (Also see Bylaws, Art. 18)

Changes in Rules - When rules are adopted by the committee, changes in the rules require a two-thirds vote of the entire committee. Changes in the composition of the committee shall only be made by action of the Board of Directors.

Confidential Nature - All actions of the committee shall be in closed meeting and all deliberations treated as confidential matter. Each member of the committee shall receive a confidential copy of the minutes of each meeting.

Sec. 1.12.13 - Fellows Selection Committee (International Awards & Recognition Committee)

Committee Structure – This committee shall be comprised of three to five Fellow members appointed by the President who are selected from fields of education, manufacturing management or manufacturing engineering.

Committee Functions - The Fellows Selection Committee shall take steps to obtain an adequate number of nominations for Fellow grade of membership. From the nominations received, the Fellows Selection Committee shall recommend those individuals they consider deserving of being recognized as Fellows of the Society, according to the criteria outlined in Bylaws Article 1. Section 2. The committee's recommendations for Fellow status will be given to the SME Board of Directors where a two-thirds majority vote is required for election as a Fellow.

Fellow Grade Nomination Procedure - All Fellow nominations must be sent to the Fellows Selection Committee before December 1. The committee will send its recommendations to the SME Board of Directors for consideration at its Spring Meeting.

Sec. 1.12.14 - Finance Committee

As financial planning advisor to the Board of Directors, this committee should consist of five qualified, financially oriented members to guide and map the Society's financial course. The members of this committee are appointed by the President.

The committee shall report periodically to the Board of Directors on all matters concerning the Society financial and tax trends, and provide guidance on long-term allocations and use of Society funds.

The committee shall develop investment policies for the Society for consideration by the Board of Directors, and shall oversee the Society's investment program.

Sec. 1.12.15 - International Honor Awards Committee (International Awards & Recognition Committee)

The fundamental purpose of the Awards Program is to inspire a high level of achievement in manufacturing engineering and in related fields by suitable recognition of outstanding accomplishments. All proposed awards of an international nature shall be submitted to this committee for approval.

This committee is to be comprised of a maximum of five members representing a broad cross section of the membership? When pers are appointed by the President.

The committee is responsible for:

- Obtaining an adequate number of nominations for International Honor Awards, including the Award of Merit and the Outstanding Young Manufacturing Engineer Award.
- Selecting from the nominations received and from its own files, those individuals who are fully deserving of being honored by SME.
- Arranging for the proper presentation of International Honor Awards, Awards of Merit and Outstanding Young Manufacturing Engineer Awards.
- Considering anniversary awards or commemorations to honor the Society's achievements, growth and accomplishments, which could be expressed by special resolutions, coins, plaques or other suitable means.

Funding of Awards - Society established awards shall be perpetuated and financed by SME funds. Awards established by individuals or by manufacturing organizations to commemorate an organization or living or deceased individuals will require the cost of dies, engravings, patterns, forms, tools, etc., and shall be accompanied by a suitable fund from which the annual interest will compensate for the preparation of the medal, plaque, trophy, pin, certificate or cash award.

Separate trust funds set up for individual awards, not maintained by the Society, will be deposited in a special bank account and will be administered by the Society.

Types of Honor Awards - There shall be four types of annual awards:

- Outstanding service to the Society
- Meritorious achievement or engineering contribution
- Written or oral technical paper or lecture
- Unusual skill in the development of manufacturing engineering

Awards shall be made in the following forms:

- Medals, plaques, pins or trophies
- Citations, testimonials or certificates

Among the fields to be considered for the presentation of honor awards are:

- Designing (tools & machinery)
- Manufacturing techniques
- Relations (public & industrial)
- Standards

- Production (planning control & execution)
- Research (methods & materials)
- Education (curricula & methods)
- Other fields of manufacturing engineering

(products, materials & elements)

Physical Presence of Recipients - The physical presence at the Annual Awards Banquet of award recipients shall be a criterion for granting the award, unless specifically waived by the Honor Awards Committee.

If an awardee dies prior to the Awards Banquet, the award shall be presented to the next of kin or other appropriate individual representing the awardee.

If, in the opinion of the Honor Awards Committee, a recipient of an international Honor award may be unable to be present because of financial reasons, the committee, on behalf of the Society, may offer to pay necessary travel expenses. No geographical limitations shall be placed on travel expenses.

Honor award recipients are to be invited to be the Society's guests at Society functions held during that portion of the Annual Meeting during which they will be present. Tickets to Society activities will be provided to the recipient and spouse at no charge.

Complimentary SME Membership - Recipients of these awards receive a one-year complimentary SME membership.

SME Gold Medal
SME Education Award
Joseph A. Siegel Service Award
Albert M. Sargent Progress Award
Donald C. Burnham Manufacturing Management Award
SME Frederick W. Taylor Research Medal
Eli Whitney Productivity Award

Award of Merit - The time and place of presentation of the Award of Merit plaques is to be at the discretion of the nominating group. Presentation will be made by a past president, past chair or any selected SME official where possible.

Outstanding Young Manufacturing Engineer Award - The time and place of presentation of the Outstanding Young Manufacturing Engineer Award is to be at the discretion of the award recipient. This will usually be at a major Society event.

Establishment of New Awards - No unit, activity or individual member of SME may establish any award which is in conflict with or which may diminish the importance of any established SME award. To avoid conflict with existing honor awards, it is the responsibility of the International Honor Awards Committee to review all recommendations for new awards by SME committees, groups and international districts and to advise the SME Executive Committee (A) Does a conflict exist with an existing award (B) Does an appropriate award already exist covering the suggested area for the new award (C) Is the suggested new award appropriate.

The findings of the International Honor Awards Committee will be forwarded to the SME Executive Committee with the Recommendation for Action.

Once approved by the Executive Committee, the originating body, and appropriate staff, should follow up to complete the award process, e.g., select recipient and make award for one-time awards or budget and set process in motion for on-going awards.

A listing of such awards shall be shown annually in the SME Secretary/Treasurer Report and published in the SME NEWS.

The above procedure is not applicable for activity awards such as at conferences or contests, e.g., Best Paper Award or student contest awards. For these examples, the award should be given in the name of the event and not named after specific persons.

Sec. 1.12.16 - Journals Committee (Optional)

This is an optional international committee reporting through the Executive Committee as outlined in the Bylaws, Art. 14, Sec. 6.

This committee is responsible to advise on matters pertaining to the collection and publication of learned papers.

Sec. 1.12.17 - Library Advisory Committee (Optional)

This is an optional international committee reporting through the Executive Committee as outlined in the Bylaws, Art. 14, Sec. 6.

This committee is to advise on matters pertaining to the Society's library facility and operations, including the use of computerized information systems.

Sec. 1.12.18 – Manufacturing Enterprise Council (MEC)

Council Mission – The mission of the MEC is to serve as advisor on strategy and processes by which the SME becomes the desired resource for worldwide manufacturing knowledge solutions and professional networking.

Council Structure – The Manufacturing Enterprise Council provides oversight to the technical volunteer network of the Society, specifically its manufacturing communities and technical groups. The Council makes recommendations to the Society on which manufacturing processes and technologies should be further developed to provide member benefits and market-driven services for both members and potential member customers.

Chair and Council Members - The Chair is appointed by the SME President to serve a twoyear term. Council Members are appointed by the SME President to serve a three-year term.

MEC Operating Procedures are available from SME Headquarters.

Sec. 1.12.19 - Past Presidents Committee

This is a constitutional committee whose basic composition and function are as defined in the Constitution, Art. 10. In addition to these duties, members of this committee attend the Society's Spring Meeting with expense coverage as follows:

- Transportation for past presidents and their spouses will be reimbursed.
- Expenses, which adhere to the current Presidential Directive No. 3, will be reimbursed for the day prior to and the day of the SME Annual Banquet.
- A standard room will be provided with the understanding that any housing accommodation exceeding this will be at their own expense.
- Complimentary tickets will be provided for the SME Annual Banquet.
- The Society will provide a public room for use as a Past Presidents' Hospitality Center.

Sec. 1.12.20 - Member Council

Details for the Member Council are contained in Sec. 1.6.

SEC. 1.13 - INTERNATIONAL HEADQUARTERS STAFF RESPONSIBILITIES

Specific duties and responsibilities of the General Manager as they relate to these procedures are as follows: (A detailed description of the major responsibilities of the General Manager are as contained in the Bylaws, Art. 18.)

- Annual Report The General Manager shall prepare the Annual Report to be presented at the Annual Membership Meeting.
- Capital Reserve The General Manager is authorized to draw from the accumulated capital reserve as needed.
- Contracts Routine business arrangements may be executed by the General Manager or Division Directors as appropriate. All other contracts must also carry the signature of the SME President.
- **Policy Interpretation** In all matters requiring policy interpretation and/or explanation on a broad basis, the General Manager will develop an information sheet to assist Society officials in making a uniform presentation.
- **Executive Committee** Unless excused by the President, the General Manager shall be a nonvoting participant of this committee.
- Miscellaneous The General Manager shall be charged with the management of
 the affairs of the Society and perform such duties as delegated by the President,
 the Executive Committee, or the Board of Directors. The General Manager shall
 prepare for the Executive Committee all business that has not been assigned to
 others and see that all instructions are carried out. The General Manager is
 expected to recommend plans of work and conduct the business following the
 directives of the Executive Committee.

Specific duties and responsibilities of the Executive Director as they relate to these procedures are as follows:

- The Executive Director is appointed by the Executive Compensation Committee.
 This person has been charged with specific duties and responsibilities including but not limited to:
 - Strategic alliances and business development activities

Specific duties and responsibilities of the Division Directors as they relate to these procedures are as follows:

- Division Directors are appointed by the Executive Compensation Committee. Staff has been charged with specific duties and responsibilities including:
 - Preparation of the International SME Directory
 - Preparation of the Society's budget
 - Pricing of services

A detailed description of the major responsibilities is contained in staff Standard Operating Procedures.

1.13.1 - Member Relations Manager

- **1.13.1.1 Composition -** The Member Relations Manager(s) is part of SME International Headquarters staff. The Member Relations Manager(s) shall have the necessary skill set acquired through experiences in industry, education, and leadership roles held in SME (example: Chairing a Chapter and/or a Region).
- **1.13.1.2 Purpose and Role -** The purpose and role of the Member Relations Manager(s) is to act as the primary link between the Membership Consultants and SME International Headquarters staff. The Member Relations Manager(s) shall facilitate the success of the Membership Consultants in the development, planning, and execution of member engagement activities.
 - 1.13.1.3 Policy and Communication The Member Relations Manager(s) may work from field (home) offices to eliminate geographic obstacles and barriers, which may impede the Membership Consultants progress. The Member Relations Manager(s) shall be available to travel and work in the field on matters related to member engagement issues and other SME business.

SECTION 2 - OFFICER ELECTION/APPOINTMENT PROCESS

SEC. 2.1 - ELECTIONS

Society officials, as well as all members of SME, should be guided by the following with respect to any SME election:

Campaign Practices - A member shall not, by commercial pressure or by campaigning or other form of political activity, seek to influence the nomination or election to any office of the Society of either himself/herself or any other member.

Nominating Committees - All nominating committees are to thoroughly examine the qualifications and past performance of all potential candidates for a particular office. Such study should be carried out in the privacy of the committee's official session. When not in session, members of nominating committees are bound by all regulations relating to election campaign practices.

Dissemination of Candidates Backgrounds - It is permissible to present the backgrounds of candidates and potential candidates for any SME office. Such presentations should be in the form of printed resumes of similar length. Where time does not permit advance printing of resumes, verbal resumes are permissible. Such verbal presentations should always be made in open public gatherings and, where possible, in the presence of the candidates. The presentations may be made by the candidates themselves or, in their absence by a knowledgeable second party.

When a biography is published for any nominee, it must be accompanied by a biography of similar length for all other nominees for the same specific office. It is not permissible to comment favorably or unfavorably in chapter bulletins regarding the nominee's qualifications or to urge members to vote for any specific nominee. It is permissible to specify the manner in which candidates were nominated.

Fair Election Practices Committee - A Fair Election Practices Committee may be appointed when deemed necessary by the President. If appointed, the committee shall be responsible for establishing and distributing election ethics prior to an election. It may recommend that the Board of Directors disqualify a candidate in extreme cases. To disqualify a candidate requires a two-thirds vote of incumbent members of the Board of Directors.

Ballots - Election ballots must be composed of biographical information and, when authorized, pictures of candidates. The inclusion of candidates' personal statements, visions or objectives in seeking office are not permitted, nor is this allowed when disseminating background of candidates (verbal or written) in preparation of election.

Unopposed Voting

When a candidate or candidates run unopposed for office, and there is no objection, the Chair may direct the Secretary to cast a unanimous ballot. If objections are raised, then a secret ballot must be conducted.

Multiple Candidates

If there are multiple candidates for a given office and one candidate receives a majority of all votes cast on the first ballot, that person will be declared elected. If a majority is not obtained on the first ballot, the candidate receiving the smallest number

of votes shall be eliminated. This process shall be repeated until one candidate receives a majority.

Sec. 2.1.1 Official Ballots – An official ballot is defined as any binding method used to conduct business that has been approved by the appropriate administrative body of the member unit and distributed, collected, tallied and reported to the active voting membership.

Any issue decided by ballot shall be reconfirmed by the member unit at the next duly called meeting.

Sec. 2.1.2 Mail Ballots – A mail ballot is defined as any official ballot which may be distributed by a member unit to transact business outside of a regular meeting. Distribution, collection, tallying and reporting is at the discretion of the member unit.

Mail ballots are prohibited for chapter elections.

SEC. 2.2 - ELECTION OF OFFICERS

Sec. 2.2.1 - Chapters

Nominating Committee - At the first meeting following the installation of new chapter officers, it is the Chair-elect's responsibility to offer a slate of three nominees, with their prior consent, for election to the Nominating Committee. In the event an alternate slate is offered from the floor, election shall be by secret ballot.

The Nominating Committee must consist of three members in good standing. Two members (whenever possible) should be Past Chairs. No members may be present chapter officers.

The chapter Chair-elect will appoint the Nominating Committee Chair from the elected committee and immediately transmit the Committee Chair's name and address to SME International Headquarters.

No member of the Nominating Committee is eligible for nomination by the committee to any chapter office.

Duties and Responsibilities of the Nominating Committee - The chapter Chair-elect should instruct the newly elected Nominating Committee in its responsibilities:

- To nominate candidates to fill vacancies in elected offices between annual Officer elections.
- To inform each nominee of the duties and responsibilities of the office.
- To present, at a regular meeting and/or in its announcement bulletin, a slate of candidates for each of the following offices:

Chair-elect Treasurer** Secretary**

**Treasurer and secretary positions can be combined based on chapter's need.

NOTE: The candidate for elected office in a chapter must be a voting member in good standing and must clearly have accepted to serve if elected.

 To prepare and bring before the membership prior to election a short personal history of each candidate giving: a) position and company affiliation, b) services to the chapter and to the Society.

Chapters have, at times, elected individuals to the Nominating Committee whose names they have later wished to present for officer nomination. Under such circumstances these individuals could be placed in nomination during the meeting at which nominations for chapter officers are made from the floor.

Additional nominations may also be made from the floor not later than the meeting at which the Nominating Committee report is given. These nominees, also, must have indicated clear acceptance to serve if elected.

 To submit the names of qualified chapter members to the SME President-Elect as nominees for SME International Committees. Such recommendations should be based on outstanding service to the chapter and the highest qualifications for service at the International level. Recommendations will be made on Form C-15B and shall be forwarded to the President-Elect prior to October 1.

Election - Prior to October 1, the Chapter Chair-elect should:

- Request the presentation of the report of the chair of the Nominating Committee.
- Open the floor to nominations.
- At the next meeting, request another report from the chair of the Nominating Committee. This report shall include any nominations made from the floor at the previous meeting.
- Conduct the election. When there is more than one candidate for any office, the chapter chair shall conduct the election by secret ballot.

It is the duty of the chapter chair to make sure that all persons voting are members and duly qualified to vote.

- The chapter chair will appoint three tellers, who shall work under the direction of the secretary.
- When the voting is completed, the chapter chair should introduce the new officers, and invite them to the next Executive Committee meeting.

Sec. 2.2.2 - Student Chapters

Nominating Committee - The Chair calls for nominations from the floor for members of the Nominating Committee. To be assured of successful results, this Nominating Committee should be comprised of people who know the membership especially well.

Experience has shown that former chapter officers or more senior classmen are equipped to do the best job. The Nominating Committee shall consist of three voting members in good standing and work under the guidance of the Faculty Advisor.

The names of the nominees, as they are made, should be placed before the meeting and voted upon.

The Chair of the Nominating Committee should be the candidate receiving the highest number of votes. If a tie, the Student Chair may appoint one of the individuals who tied for the highest votes.

Duties/Responsibilities - The duties/responsibilities of the Student Chapter Officer Nominating Committee are the same as those outlined for the Chapter Officer Nominating Committee (reference section 2.2.1 of this document).

The Committee must ensure that all nominees also meet any requirements established by their institution as prerequisites to holding a student office. The Chair of the Nominating Committee is to check with the Faculty advisor to determine if the nominee meets all requirements.

Student Officer Election - The student chapter should conduct its election according to the guidelines outlined in section 2.2.1

Sec. 2.2.3 - Geographic Regions

The purpose of the geographic regions is the election of the elected members of the Member Council. The purpose of the fourteen Regions is the election of the Regionally Elected positions on the Board of Directors.

Sec. 2.2.4 - International Districts

After a full year of operation as an International District, the chair will appoint an Officer Nominating Committee, composed of three active members, who will perform duties comparable to those outlined below. Officers shall be nominated and elected in the manner below.

The International District shall elect from the voting members of its region the following officers:

- A. Chair-elect
- B. Additional Vice Chairs (Optional)
- C. Treasurer
- D. Secretary

No more than two members from any chapter may be elected as International District officers at any time including the office of chair. Members from the same chapter cannot serve as chair in consecutive terms.

To be eligible as an International District officer, a member must live or work within the International District or no more than one hundred miles outside of the boundaries of the International District and maintain primary membership in a chapter within the International District.

International District officers have no vote at International District annual meetings unless they are serving as the designated representatives of their respective chapters. However, the International District chair, or presiding officer, shall break all tie votes.

International District officers shall serve as the primary communications link with members and chapters. They shall be reimbursed for travel to international activities where attendance is requested or other activities when directed by the President.

Duties of the International District Officer Nominating Committee - This committee shall:

- Submit, through the International District secretary, the names and qualifications of not less than one or more than two International District officer nominees for each district office.
- Submit nominations for International District officers to the members (chapters) 60 days prior to the International District Annual Meeting at which the election shall be held.

Additional nominations by the members (chapters) may be made in writing, and accompanied by both a written second (from another chapter) and an agreement to serve, if elected, from each nominee. However, an additional candidate cannot be nominated if it results in more than two members from the same chapter. Such additional nominations must be received by the Nominating Committee 30 days prior to the election meeting.

• Submit to the members (chapters), through the region secretary, names of additional nominees prior to the International District Annual Meeting.

Nominations for International District officers from the floor at the election meeting are not permitted.

Election - When there is more than one candidate for an office, the election is to be held according to the guidelines established in Section 2.3, Secret Balloting.

Sec. 2.2.5 - North American Manufacturing Research Institution of SME (NAMRI/SME)

Board of Directors – Refer to section 1.8 for information on the Board of Directors.

Installation Terms – The NAMRI/SME At-Large Director's terms will be staggered so that at least three At-Large Directors will be elected annually for two year terms. Unexpired terms that arise due to a Board member being elected to the Executive Committee or Scientific Chair, or vacancy as in Article 6-Section 5, may be filled for a three year term to insure that at least half the At-Large Director positions become open

each year. At-Large Directors shall take office immediately after the NAMRI/SME Annual Meeting in which they were elected, and shall hold office for a period of at least two years.

Director Nominating Committee - The NAMRI/SME Director Nominating Committee shall consist of the three immediate Past Presidents, with the most immediate being the Chair, and shall be appointed by the President 30 days following the President's acceptance of Office at the Annual Meeting of the Board of Directors of NAMRI/SME.

Report - The Committee's report, listing the names and qualifications of all nominees for Director, shall be submitted to the NAMRI/SME Officers 30 days prior to the Annual Meeting.

Director Election - The Committee's report listing the names and qualifications of all nominees for Director, shall be submitted to the voting membership 30 days prior to the Annual Meeting.

Board Appointments - The NAMRI/SME Board of Directors, through the NAMRI/SME President, may appoint a member of the Institution, or other person or persons, to represent it at meetings of other societies or associations or at public functions. The duties of such representatives shall terminate with the occasion for which they were appointed.

Balloting - If there is more than one candidate for an Office, the Election must be by secret ballot of the NAMRI/SME Board of Directors. To be elected, a nominee must receive a majority of the votes cast.

Officer Nominating Committee - The NAMRI/SME Director Nominating Committee shall consist of the three immediate Past Presidents, with the most immediate being the Chair, and shall be appointed by the President 30 days following the President's acceptance of Office at the Annual Meeting of the Board of Directors of NAMRI/SME.

Officer Nomination - The NAMRI/SME Officer Nominating Committee shall submit to each Director, 30 days prior to the Annual Meeting, the names and qualifications of not less than one nor more than two nominees for each office.

Officer Election - The NAMRI/SME Board of Directors shall elect a President, a President-Elect and Secretary for the term of one year.

Chair of Scientific Committee - The Chair of the NAMRI/SME Scientific Committee shall be appointed to a two-year term by the President of NAMRI/SME, 30 days following his/her acceptance of the Office at the Annual Meeting of the Board of Directors, and shall be a voting Ex-Officio Member of the NAMRI/SME Board of Directors. This appointment shall be subjected to approval by the NAMRI/SME Board of Directors.

Sec. 2.2.6 - International Director/Member Council Nominating Committee

This committee is an International Standing Committee whose general composition and responsibilities are as defined in the Bylaws, Art. 28.

Traditionally, the president-elect appoints the SME Past President (second year as a past president) as chair of this committee.

Duties of this committee are:

- To give serious consideration to suggestions of possible candidates received from chapters or any other Society source, which has interest in the Society's prestige, success and welfare.
- To nominate qualified candidates for both regionally-elected and at-large elected Director positions.
- To nominate qualified candidates for Member Council positions.
- To submit their final report to SME International Headquarters at the conclusion of the Nominating Committee's meeting to permit scheduling into one of the Society's publications for advance distribution to the voting membership on or about July 15 as required in the Bylaws, Art. 28, Sec. 3.

Selection Process – Regional Members of Nominating Committee

Prior to the year in which the geographic region will have candidates for the Member Council, interested members from those geographic regions will submit their required background information, prior to the Fall Member Council meeting, to the Member Council. (Reference Bylaws, Art. 28.)

Prior to the Spring Meeting of the Board of Directors, the Member Council shall elect four members to serve on the International Director/Member Council Nominating Committee from the submitted nominations.

Selection Process – At-Large Members of Nominating Committee

Prior to the Spring Meeting of the SME Board of Directors, the President-Elect shall appoint a chair and two at-large members of the International Director/Member Council Nominating Committee.

The President-Elect shall nominate a slate of four additional at-large members to the Board of Directors and the Board shall elect two to serve on the International Director/Member Council Nominating Committee.

Committee Vacancies – If any member cannot actively participate on the International Director/Member Council Nominating Committee during his/her term, the President-Elect shall appoint an at-large or regional replacement as appropriate.

Committee Member Terms – Members of the International Director/Member Council Nominating Committee may serve a maximum of two consecutive terms on this committee.

Responsibilities of the Committee – The International Director/Member Council Nominating Committee must ensure that a sufficient number of Director applications are received by February 15 from prospective regional and at-large director candidates.

The Member Council with assistance from SME International Headquarters staff, must ensure that a sufficient number of Member Council applications are received by February 15 from prospective candidates. A minimum of four prospective candidates per geographic region conducting an election must be submitted to SME Headquarters by the February 15 deadline.

The International Director/Member Council Nominating Committee must nominate at least two, but not more than three, Director and Member Council candidates from each geographic region having an election.

A Director candidate must be a senior or regular member in good standing and must reside within the boundaries of the geographic region and be a member of a chapter within the geographic region placing the candidate's name in nomination.

A Member Council candidate must be a senior or regular member in good standing for the year immediately preceding candidacy, must reside within the boundary of that geographic region at the time of nomination and have primary chapter affiliation within that geographic region conducting an election.

The ballot shall include a slate of four candidates. A brief description showing the date of joining SME, with professional status and qualifications for each candidate nominated for the committee, shall be included with the ballot information.

No member of the Nominating Committee can be considered for nomination by this committee, even if the member should resign from the committee.

Election Time Schedule for Member Council -

- July through January International Director/Member Council Nominating Committee meets via conference call to review status of applications received todate.
- February 15 All Director and Member Council candidate applications must be received from prospective candidates at SME International Headquarters by this date. Applications received after the deadline will not be eligible for consideration.
- Late April/May International Director/ Member Council Nominating Committee holds final meeting to select all Director and Member Council candidates.
- Mid-July SME voting members receive list of all Director and Member Council candidates via SME NEWS.
- August 1 Director and Member Council election ballots distributed to voting members. (Bylaws, Art. 8, Sec. 2).
- September 1 Director and Member Council election ballots returned.
- Mid-September- Director and Member Council election results made public.
- **Mid-September** The President-Elect appoints three additional Member Council members from the membership at-large.

- Fall New Directors take Oath of Office during SME Fall Board Meeting.
- Fall New Member Council members take Oath of Office during SME Fall Member Council Meeting.
- **December/January** Membership notified via current issue of SME NEWS.
- January 1 Director and Member Council terms begin.

Timeline for Implementation Phase -

By February 2007, interested candidates for election At-Large to the Member Council will have submitted applications to the International Nominating Committee.

The International Nominating Committee will present an adequate number of candidates for election to the Member Council to fill four two-year terms in 2008-2009. This election will be by ballot of the entire membership and will be held concurrent with election of International Director.

By October 2007, the President-Elect will appoint three members to serve on the Member Council in 2008.

By January 1, 2008 the Member Council will be populated according to the Bylaws.

Sec. 2.2.7 - International Board of Directors

The Board of Directors is elected by official ballot in accordance with the Constitution, Art. 7, and Bylaws, Art. 8. The election process is governed by the following:

Board Composition - The composition of the Board of Directors shall be as defined in the Constitution, Art. 7, Sec. 2.

Director Eligibility Requirements - Minimum eligibility for election to the Board of Directors is as contained in the Constitution, Art. 7, Sec. 3.

Eligibility for Director shall also be contingent upon having a current application on file at SME International Headquarters. (Reference Bylaws, Article 7, Sec. 1)

Term of Office - Directors' terms of office shall be as contained in the Bylaws, Art. 8, Sec. 1.

Tellers - A Tellers Committee, agency, or staff designated by the President will count ballots as provided in the Bylaws, Art. 8, Sec. 3. Following completion of the tabulation of returns, the tellers must destroy the ballots. The total number of votes cast or other tabular data will not be made public. The names of members elected to the Board of Directors will be made public in conformance with the Constitution and Bylaws.

Ballots - Each voting member of the Society shall receive a ballot package encompassing an official ballot containing voting instructions and biographical information of each candidate. Ballots may specify the manner in which candidates were nominated.

Voting Members - Membership grades, which carry voting rights, are as enumerated in the Constitution, Art. 6. Members who reside within the geographical limits of a region, or who are members of chapters located therein, shall have the right to vote in elections for Directors elected regionally.

Sec. 2.2.8 - International Officer Nominating Committee

This is a committee chaired by the immediate past president and elected by official ballot of the Board of Directors in January. Its basic composition and function are as defined in the Bylaws, Art. 23.

The official ballot shall include a list of candidates which is, at least, one third (33%) greater than the number of vacancies which are to be filled by the ballot. A two or three sentence description showing the date of joining SME, with professional status and qualifications for each candidate for the position/committee shall also be included with the ballot information.

Sec. 2.2.9 - International Executive Committee

The international officers are nominated by the International Officer Nominating Committee (Bylaws, Art. 23). They are elected by the Board of Directors and sworn in at the Fall Meeting of the Board of Directors with their terms to begin on January 1. They serve until replaced on the following January 1. (Constitution, Art. 8 and Bylaws, Art. 12 & 13 and Sec. 2.3 of this document, Balloting.) Their terms of office and general duties are as contained in Bylaws, Art. 12.

Non-officer Executive Committee members are nominated by the President-Elect and elected by the Board of Directors. (Reference section 1.11.4.)

SEC. 2.3 - BALLOTING

Tellers - Before balloting, the chair will appoint three tellers and direct them to distribute ballots (blank or printed) as the occasion requires. When the ballots are completed, the chair directs the tellers to collect the ballots. The chair then inquires if all have voted who wish to, to be sure that the tellers have not missed any members. The chair then announces "the polls are closed", and directs the tellers to count the ballots. The first teller appointed reports the vote to the chair.

Election of Officers - A complete ballot will be voted (all offices at once) plus any necessary runoff ballot.

Voting Procedure - Completed ballots are collected by the tellers, either by being dropped into a suitable container by the members, who remain in their seats; or by the members coming to the ballot box and handing their folded ballot to a teller, who deposits it in the ballot box, depending on the rule of the majority voting. The Tellers shall have the responsibility of validating the results of the vote and to ensure that no member votes twice.

A blank piece of paper is not counted as a ballot and does not cause the rejection of the ballot with which it was folded. All blanks are not reported. Members who do not wish to vote should adopt this method of concealing the fact.

The chair should vote when ballots are used. Should the chair fail to do so before the polls are closed, he/she cannot vote without permission of the assembly. When the tellers report, they should hand the ballots to the Secretary, who should retain them until it is certain that the assembly will not order a recount, which is within its power to do by a majority vote.

In the event of procedures not covered by this section, Robert's Rules of Order Revised shall be binding.

NOTE: Mail Ballots for chapter elections are prohibited.

Errors in Balloting - In the event of a technical error in balloting, such as the misspelling of a name, the Tellers shall report it to the chair. Small technical errors, like the misspelling of a word, should not be noticed.

In all cases, where the name on the ballot sounds like the name of one of the candidates, it should be so credited. If there are two candidates with similar names, or the name of an ineligible member appears on the ballot, it must be rejected as illegal <u>or</u> reported to the chair, who will at once submit the question to the assembly as to whom the ballot should be credited. (If these doubtful ballots will not affect the result, the tellers may make their full report without asking for instructions in regard to them, placing these doubtful votes opposite the exact name as written on the ballot.)

Illegal Votes - Votes for ineligible persons and fraudulent votes should be reported under the heading of "illegal votes," after the legal votes. When two or three completed ballots are folded together they are counted as one fraudulent vote.

The names of the candidates should be arranged in order, the one receiving the highest number of legal votes being first. In recording the number of votes cast and the number necessary for election, all votes except blanks must be counted.

Majority Vote Required for Election - A majority of all the votes cast is necessary for election. Procedure will be as provided in the Bylaws, Article 35, Sec. 12.

If there are more than two nominees for a given office, and one nominee receives a majority of all the votes cast on the first ballot, that person will be declared elected. If a majority is not obtained on the first ballot, the nominee receiving the smallest number of votes shall be eliminated and this process repeated until a nominee receives a majority.

Ballot Results - When the tellers report, they should hand the ballots to the secretary, who should retain them until it is certain that the assembly will not order a recount. A recount may be demanded upon a majority vote of those voting.

In communicating the report of the tellers to the assembly, the chair will make no mention of the number of votes each candidate received. The chair should simply state, "The tellers report that you have elected so-and-so to the office of ...". A similar precaution should be observed in announcing the elimination of a nominee.

Upon completion of the election, the secretary should destroy the ballots.

SEC. 2.4 - INSTALLATION PROCEDURES

Sec. 2.4.1 - Oath of Office (Bylaws, Art. 50)

Elected or appointed SME officials or staff can administer the Oath of Office. The installing official shall advise the member(s) taking the Oath of Office that "so help me God" is an optional response.

"I, (name of person) . . . do solemnly swear to abide by . . . the Constitution, Bylaws and Procedures . . . of the Society of Manufacturing Engineers . . . and to discharge the duties of the office . . . to which I have been elected . . . to the best of my ability . . . so help me God."

Sec. 2.4.2 - Installation of Chapter and International District Officers

Prior to January 1, the new officers are installed.

The officer installation ceremony shall be impressive, with the rites of installation and oath of office being performed in a dignified manner. Such a ceremony should include a charge to the new officers as to their obligations and responsibilities. It should also include a presentation of the charter to the new chair. It is further suggested that a past chair, elected or appointed SME officials, staff, or a leading member of the community be asked to perform the installation rites and/or give the principal address.

At the termination of their term of office, officers and chairs of committees shall deliver all funds, properties and documents of the chapter in their possession to the respective incoming officers and chairs of committees.

Sec. 2.4.3 - Installation of International Officers and Directors

International Officers and Directors are sworn in during the Fall Meeting of the Board of Directors. They take the "Oath of Office" at that meeting and assume their duties on January 1.

It is customary for the retiring president to administer the oath of office. The group should be sworn in as a body facing the assembly. Elected officials at other levels of the Society may be installed at a ceremony to be held at a time and place to be determined by the particular unit.

SEC. 2.5 - VACANCIES

Chapters/Student Chapters

Chair Vacancy - In the event the office of chair becomes vacant, the Chair-elect shall vacate his/her office and shall advance to the office of chair.

Other Officer Vacancy - In the event of an officer vacancy other than chair, the chair shall appoint a voting member in the chapter, with the concurrence of the chapter officers, to fill the vacancy until a successor is elected.

If the vacancy occurs within the first six months after installation, the Nominating Committee shall immediately do one of the following:

- A. Prepare a slate which has all officers below the vacancy moving up. The committee shall then select at least one but not more than two nominees for the new vacancy created at the bottom of the officer structure or,
- B. Select at least one but not more than two nominees for the original vacated office.

The election should be conducted as soon as practical after the vacancy occurs. Mail ballots are prohibited for chapter elections.

If the vacancy occurs beyond the six months after installation, the appointed successor shall remain in office until the next election.

NAMRI/SME Board Vacancy - The NAMRI/SME Board of Directors may, by majority vote of the NAMRI/SME Directors, present at a duly called and legal meeting, declare any elective office vacant upon the failure of its incumbent, for three months, to perform the duties of the office, and shall thereupon appoint a member in good standing to fill the vacancy (except in the case of President) until the next regular election. Such appointment shall not render the appointee ineligible for election to any other office of the Institution.

NAMRI/SME Presidential Vacancy - In the case of a vacancy in the Office of the NAMRI/SME President, the President-Elect, or in the absence of the President-Elect, the next ranking Officer shall assume all duties and responsibilities of the NAMRI/SME Presidency until the NAMRI/SME Board of Directors elects a President from the membership of the Executive Committee or from the Board to fill the unexpired term.

SME President/President-Elect Vacancy - In the case of a vacancy in the office of the President, the President-Elect shall assume the duties of the President (Bylaws, Art. 12, Sec. 2). Under certain circumstances, the President-Elect may serve as the presiding officer at meetings of the Board of Directors (Bylaws, Art. 14, Sec. 1). Duties of the President-Elect are found in Bylaws, Article 15. Duties of the Vice President are found in Bylaws, Article 16.

The ranking officer may also be called upon to assume the duties of President in his absence and in the absence of the President-Elect. (Bylaws, Art. 14, Sec. 1)

SME Board Vacancy - Vacancies on the Board shall be filled at the next Director election, as indicated in the Bylaws, Art. 8, Sec. 5.

In the event of a vacancy created by death, resignation or other reason, the appropriate International Nominating Committee for SME Director will add an additional candidate(s) to its regular annual slate. The elected candidate with the fewest number of votes shall serve the unexpired term of the Director. The new Director will take office no later than January 1, following the election.

An exception to this procedure shall be permitted if a vacancy occurs when the incumbent has only one remaining Board meeting to attend before the expiration of his/her Director term. In that instance the appropriate International Nominating Committee for SME Director will nominate its regular annual slate. The candidate who is elected from that slate with the highest number of votes shall serve not only his/her regular two-year Director term, but shall serve the unexpired term of the Director who has just left the Board.

Removal from Office - Reference SME Bylaws, Article 40.

SECTION 3 - MEETINGS/ACTIVITIES

Chapters and international districts are encouraged to conduct activities that contribute to the continuing education and networking opportunities of the membership and advancement of the manufacturing profession. Activities undertaken should support the purpose of the member unit as stated in Section 1 of this document.

SEC. 3.1 - ACTIVITIES LIMITED OR PROHIBITED

In order to protect the Society's legal interests various activities are limited or prohibited by virtue of the Constitution, Bylaws and Procedures of the Society.

These include, but are not limited to:

- 1. Non-education, profit-making activity, Art. 2 & Art. 3, Sec. 3, SME Constitution.
- 2. Approval of commercial enterprise or granting outside use of Society name, Art. 46, Sec. 2, SME Bylaws.
- 3. Use of Society emblems, names and logos, Art. 49, SME Bylaws, Sec. 3.1.8 and 3.1.9 of this document.
- 4. Conflict of interest, Art. 39, Sec. 2, SME Bylaws.
- 5. Sponsorship of chapter meetings by commercial organization, Art. 39. Sec. 3, SME Bylaws.
- 6. Alliances with other societies or associations, Art. 39, Sec. 4, SME Bylaws, Sec. 3.1.2 this book.
- 7. Political activity to influence legislation, Art. 39, Sec. 5, SME Bylaws.
- 8. Sale of advertising in chapter publications, Art. 41, Sec. 1 and 2, SME Bylaws.
- 9. Sponsorship or participation in exhibits or expositions, Art. 42, Sec. 1-4, SME Bylaws, Sec. 3.1.3 and 3.1.4 of this book.

- 10. Use of Society membership list for commercial purposes, Art. 17, Sec. 4, SME Bylaws.
- 11. Offices and/or paid staff, Art. 3, Sec. 4, SME Constitution.
- 12. Alcohol Consumption at SME Sponsored Events, Art. 39, Sec. 6, SME Bylaws, Sec. 3.1.1 of this book
- 13. Co-sponsorship and Liaison with Third Parties, Art. 39, Sec. 7, SME Bylaws, Sec. 3.1.3, 3.1.6 and 3.1.7 of this book.
- 14. Membership Rosters and Directories, Sec. 3.1.10 of this book.
- 15. Election Campaign Practices, Sec. 2.1 of this book.
- 16. Charter trips, Sec. 3.1.5 of this book.

Chapters/international districts should refer to Constitution and Bylaws or Procedures manuals before engaging in any of these types of activities. If any questions arise concerning the legality of an activity, the Member Services Department should be contacted for a ruling before proceeding with the activity.

Sec. 3.1.1 - Alcohol Consumption at SME-Sponsored Events

SME has long advocated moderation and responsibility in consumption of alcohol at all times, and particularly at SME-sponsored events. It is recognized that the social interaction at SME-sponsored events is a benefit for both members and non-members and is in keeping with SME's mission of promoting professional growth. Therefore, the decision on whether to include alcohol consumption, as part of an SME-sponsored event must be made solely on whether it contributes to the objective of the event. Under no circumstances, should alcohol be made available or consumed at SME student chapter events. Under no circumstances shall alcohol be consumed by individuals under the legal minimum drinking age.

If it is decided that serving alcohol will contribute to the objective, then it is the responsibility of the senior SME staff member, if an International Headquarters event, or the senior elected SME member of the hosting group, if it is a chapter event, assigned to ensure that the consumption of alcohol is in moderation, and prompt action is taken to avoid any personal trauma to anyone and/or financial liability to members or guests of the Society. At every event where alcohol is served, food in the form of light snacks should also be available.

Alcohol consumption, as with all other aspects of personal responsibility, must be in moderation. Excessiveness must not be tolerated. The highest standards of personal conduct and good judgment must be observed in order to maintain the professional image of the Society of Manufacturing Engineers. The policy is available from SME International Headquarters.

Sec. 3.1.2 - Alliances with Societies/Associations

No member unit shall have an alliance with any other engineering, technical, or scientific society or association without the express written permission of the SME President. Requests must be submitted in writing to the SME President, and should include information on the purpose of the organization, benefit for affiliation, dues or fees, and a

statement that the executive committee of the member unit wishes to take this action. The specific policy is available from SME International Headquarters.

Sec. 3.1.3 – Chapter Conferences

To serve the interests of both members and industry in a specific area, a chapter, a group of chapters, may schedule an educational event, defined as a conference, clinic, seminar, session, video/teleconference, tabletop display, exposition, symposia, plant tours or any other similar educational activity. The sponsoring group may also schedule spouse's activities, a banquet, or special functions of a similar nature in support of the total activity. Such programs are usually of one day's duration.

Printed promotion for these programs should be restricted to the geographic area of the chapter(s) sponsoring the event. Due to the global nature of the Internet, promotion via an approved web site may exceed the geographic boundaries of the area.

To assure coordination with international programs, a chapter must obtain approval from the Director of Membership at SME International Headquarters at least four months in advance of the proposed program date.

The sponsoring group may obtain materials from the SME International Headquarters' Member Services Department to assist in the planning and execution of the program.

All financial responsibility of such a program will remain with the sponsor. Surpluses generated from such activities should be used for current operating expenses or designated for scholarship to the Society of Manufacturing Engineers Education Foundation or other such educational funds. They should not be accumulated.

Chapters are permitted to participate in educational events provided Society policy and these procedures are followed:

Co-sponsorship - All cosponsored educational programs must be reviewed and approved by the Director of Membership four months in advance of the event. Chapters may cosponsor monthly meetings with any group whose activities and interests parallel SME's. These may be conducted without advance notification or approval of the Society.

No unit within the Society may cosponsor an educational event with one of SME's competitors. Contact the Director of Membership for assistance in determining whether an organization/event is competitive to SME.

Expositions - Educational events in conjunction with expositions may only be conducted alongside an SME exposition. This could be a Chapter one-day exposition or an SME International Headquarters sponsored exposition. Upon approval of the SME President, international districts and chapters not assigned to a geographic region may cosponsor educational events alongside a non-SME exposition. (Also Reference Article 42 of SME Bylaws and Section 3.1.4 of this document).

Geographic Area - Educational events shall be confined to the boundaries of the sponsoring member unit. These boundaries are defined as follows:

International District - The approximate area covered by the district Chapters - 100 mile radius of the chapter

The event must be conducted within the sponsoring member unit's geographic area. Promotion of the event shall not go beyond this area except for promotions via the Internet.

Mailing Lists/Labels - The member unit co-sponsoring an approved event may receive member mailing labels from the Member Services Department following established procedures. Member units wishing to obtain special lists (e.g., selected by area of interest, job title, company size, etc.) may purchase them from SME's List Manager following established procedures and fees. Any exceptions to the above require the written permission of the SME President.

Sec. 3.1.4 - Chapter Expositions

A Chapter or groups of chapters shall not conduct expositions (defined to mean exhibits, tabletop displays, tool shows, advertiser's nights, affiliate nights, or other similar events, where exhibit space is provided for display purposes) nor cosponsor such activities (including conferences connected with any exhibits) with any other organizations or third parties without the express written permission of the SME President. Area or regional expositions shall be conducted only by the international body of the Society. (Reference Bylaws, Article 42)

Requests must be submitted six months in advance by means of the SME Exposition Application Form Ex-66 and are subject to the rules and regulations stated on the application form. (Reference Bylaws, Article 42.)

Sec. 3.1.5 - Charter Trips

The term "Charter Trip" is defined as any group travel utilizing either a scheduled or non-scheduled commercial carrier, including air travel.

If a chapter sponsors or cosponsors a charter trip, it must provide SME International Headquarters with details of the specific plan and the procedures being used in promotion of the trip. After initial communication about the plan and procedures, and several weeks prior to the trip, the chapter must provide SME International Headquarters with a sample application form. The SME International Headquarters will neither approve nor disapprove the event, but will require that an appropriate "responsibility disclaimer" be developed and included on the application form. The SME International Headquarters must be notified immediately when a charter trip is canceled.

Sec. 3.1.6 - Cooperation with Other Educational Groups

Chapters are permitted to participate in educational programs other than those sponsored or endorsed by SME so long as there is no conflict with overall Society policy.

Policies concerning Alliances and Liaison with Third Parties are available from SME International Headquarters.

Sec. 3.1.7 – Co-sponsorship with Third Parties

All requests for SME assistance, cooperation, co-sponsorship or other involvement with any third party must be referred to SME International Headquarters for review and direction prior to any action taking place.

Sec. 3.1.8 - Logo Usage

Use of the SME logos and typography must conform to the policies contained in the SME Style Manual and Logo Usage document and to Bylaws, Art. 48, Sec. 1.

Sec. 3.1.9 - SME Member Designation on Printed Materials

Members may identify themselves on printed materials in one of the following ways:

- 1. SME Member
- 2. Member of SME
- 3. Society of Manufacturing Engineers Member
- 4. Member of The Society of Manufacturing Engineers

Identification cannot be placed on the same line as the member's name, or company name.

Honorary, Life and Fellow Members are permitted to add a recognition designation after their name on the same line as the member's name. The designations are as follows:

- 1. SME Honorary Members may use the designation "HSME"
- 2. SME Life Members may use the designation "LSME"
- 3. SME Fellow Members may use the designation "FSME"

Sec. 3.1.10 - Membership Directories and Rosters

Chapters and international districts are permitted to publish directories. These directories may or may not contain advertising. Distribution shall be limited to members for their personal and professional use only. The use or release for use of these directories, or any part of them, for commercial purposes, is contrary to Society policy and is prohibited. Member's names will be removed from the directories upon request.

Chapter Membership Directory - Each chapter has the option to publish a directory of its members. The directory shall be limited to the member's name, title, company name, preferred address, telephone, fax and e-mail address.

Directory of Elected and/or Appointed Officials - Each chapter, international district or SME International Headquarters has the option to publish a directory of its elected and/or

appointed officials. The directory shall be limited to the member's name, title, company name, preferred address, telephone, fax and e-mail address.

Membership Rosters - SME International Headquarters will provide the chapter chairs with a complete computer-printed roster each month. International districts will be sent membership rosters on a periodic basis. A roster schedule will be established between the district and SME International Headquarters. The use or release for use of the chapter membership list/roster, or any part of it, for commercial purposes is contrary to Society policy and is prohibited.

SEC. 3.2 - EXPENSE REIMBURSEMENT

Expenses incurred by officers, directors, members of official boards and members of committees, to attend approved meetings, shall be reimbursed in accordance with a Presidential Directive issued annually.

If committee members know in advance that they will be unable to participate in 90% or more of the time of scheduled activities of a committee meeting, the members will be encouraged to decline attendance. If members choose to attend under the above circumstances, expense reimbursement from SME International Headquarters will be reduced to travel costs, one-way only. No lodging, meals or other costs will be reimbursed.

Any additional travel or expense reimbursement must be approved in advance by the SME President.

Extraordinary organizational expenses, such as translations, etc., shall be borne by those members and chapters involved. Certain organization and promotional pieces may be translated into the common language of the area where they are to be used. These translations will be done at the expense of the chapters, members or district using the materials.

SEC. 3.3 - LIABILITY INSURANCE

Since SME has personal injury liability insurance to cover most chapter or student chapter situations, chapters do not need liability coverage of their own, except under special circumstances, e.g. when a chapter holds an approved "Exposition", as outlined in the Chapter Exposition Regulations. Chapters may also require insurance of their own to cover circumstances that might be questionable as "regular" chapter activities.

SME provides liability insurance coverage for SME chapters in the U.S. and Canada, to cover specific sponsored events which include:

- 1. Regularly scheduled meetings
- 2. Picnics
- 3. Golf outings
- 4. Plant tours
- 5. Dinner parties
- 6. One-day shows (Chapters only)

Any other chapter-sponsored activities should be submitted in advance to the International Member Services Department to determine if special or additional insurance coverage is required.

The liability insurance coverage protects SME members and their families against liability when they are held legally negligent for bodily injury or property damage to another person.

Member Units outside of the U.S. and Canada must provide their own insurance coverage for sponsored events.

Liability insurance coverage becomes active only when SME is negligent. Injuries/claims that arise from incidents at facilities usually result in the facility's management/owner being the responsible party. SME is also covered if enjoined in the action.

Individual chapter officers are protected in carrying out their duties. However, acts outside the scope of defined chapter responsibilities could be classified as personal and may not be included under the policy.

SEC. 3.4 MEMBER TRAINING

Sec. 3.4.1. - Professional Development Conference

Leadership training and/or programs of specific interest shall be offered to members on an annual basis through Professional Development Conference. Professional Development Conference (meetings – typically 1-2 days in duration) shall be held in various geographic regions and may coincide with Society events such as WESTEC, EASTEC and the SME Annual Meeting.

The Member Relations Manager(s) and the Membership Consultants along with support from SME International Headquarters staff shall be responsible for coordinating the Professional Development Conference.

Sec. 3.4.1.1 - Professional Development Conference Content

The training provided at Professional Development Conference shall focus on but will not be limited to leadership skills, effective communication, marketing, and personal development. The training shall be designed to benefit the student member as well as the regular and senior member. In addition, this training shall provide networking opportunities and facilitate the effective communication of SME strategies, SME activities and the interchange of ideas and information.

Sec. 3.4.1.2 - Professional Development Conference Attendance

Attendance at these events is open to all members and is not limited to a particular geographic region or persons holding particular leadership positions within SME.

Sec. 3.4.2 - Geographic Training

Smaller local training sessions may be scheduled throughout the geographic regions. The number and timing of these training sessions is open to the needs of the members. Training sessions may be coordinated either by a Membership Consultant, Student or Senior Chapter, or a combination of these groups.

Sec. 3.4.3 – Chapter Administrative Training

Chapter administrative training shall take place through e-learning, review of written materials, and mentoring by previous chapter officers. Membership Consultants shall assist in this process on an as needed basis.

SEC. 3.5 - NAMRC

The NAMRI/SME Annual Meeting provides a research forum for the exchange of information and cooperation between researchers in the field of manufacturing engineering. In addition, the business of the Institution shall be conducted at the Annual Meeting.

The NAMRI/SME Conference shall be held during the Annual Meeting. It shall be known as the North American Manufacturing Research Conference (NAMRC) and is to be free of commercialism. Discussion time is to be maximized. The NAMRI/SME Transactions must be available at the opening of the Conference.

NAMRC shall be held at or in conjunction with a university with a recognized effort in manufacturing engineering. Appendix D delineates the hosting site selection criteria, liability, and guidelines for proposals to host NAMRC.

The format and fees for NAMRC shall be determined by the NAMRI/SME Organizing Committee with the approval of the NAMRI/SME Board of Directors.

SEC. 3.6 - VISITATION BY INTERNATIONAL REPRESENTATIVE

Chapters that wish international officers, Directors or other representatives to speak at chapter meetings must submit an official request using the SME Visitation Request Form. This form must be received at SME International Headquarters at least 90 days prior to the event for processing. Visitations are limited to a single international representative.

The visitation policy and form are available from SME International Headquarters.

Background information will be supplied to the international representative by SME International Headquarters in advance of chapter or international district visitations. This information may contain background data as to the group's officers, financial status, strong and weak points of operations, etc.

NOTE: This procedure applies only when the speaker officially represents the Society and travels at Society expense.

International Officer Role in Chapter and International District Activities - When an international officer, Director or other international representative attends a business

meeting of a chapter or international district, the representative attends such a meeting as a guest and observer. He/she may offer advice and counsel--but, unless asked, has no authority to become involved in the proceedings. International officials, including Directors elected regionally, have no ex officio status at these meetings.

International Officers and Directors retain the prerogative of direct communications with chapters and members. However, they shall strive to keep the Member Council or international district officers informed in such cases, since these officers serve as a primary communications link with chapters and members.

SEC. 3.7 – VOTING

A quorum is required for any voting to be official.

(Reference Bylaws, Article 37 for quorums.)

SECTION 4 - FEES/DUES/FUNDING/TAXATION

SEC. 4.1 - MEMBERSHIP FEES AND DUES

Fees and dues are established by the Board of Directors. (Constitution, Article 5.)

Annual Dues and Fees – Fees and annual dues in each membership category are as follows:

	Fees	Annual Dues
Honorary, Fellow, Life Members	None	None
New Senior, Regular, Associate	None	\$125.00
Member Initiation Fee		
Affiliate Members		
Plant Size 1-49	None	\$400.00
Plant Size 50-499	None	\$600.00
Plant Size 500-999	None	\$800.00
Plant Size 1,000+	None	\$1,000.00
Student Member	None	\$20.00
Student Upgrade	None	\$45.00
Retired	None	\$30.00
Unemployed	None	\$30.00
Two-Year Discount	None	10%
Three-Year Discount	None	15%
Endowment Member Designation*	\$1,000.00	None
Multi-Chapter		
Corporate Sales Package 25-100	None	\$8.00
memberships (negotiated, not	Option to	Up to 30%
advertised)	Waive	
Corporate Sales Package More		
than 100 memberships	Option to	Up to 50%
(negotiated, not advertised)	Waive	
Membership Dues in conjunction		
with SME events	Option to	See Rates
	Waive	Above

^{* \$500.00} to be allocated to the SME Education Foundation and \$500.00 to be allocated to SME.

SEC. 4.2 - CHAPTER DUES FUNDING AUTHORIZATION

Senior Chapter Funding Requirements - Chapters are required to fulfill the following obligations in order to receive funding from SME International Headquarters (Reference Bylaws, Article 5):

- A. Submit Chapter Officer Listing forms by December 15th.
- B. Submit Annual Chapter Financial Report by January 31.
- C. Submit Chapter Planning and Assessment Guide by January 31.

Chapter funding will be distributed semi-annually and will be based on retention of members during the proceeding 6 month timeframe. Timeframes to be used are October through March and April through September. The member numbers used for payout will be the ending number of members recorded in the SME database during the said period.

Semi-annual payout to chapters

Retention rate for chapter	95% +	90-94.9%	85-89.9%	80-84.9%	<80%
Payout per member	\$4.00	\$3.00	\$2.00	\$1.00	\$0.00

Student Chapter Funding Requirements - Student chapters are required to fulfill the following obligations in order to receive funding from SME International Headquarters:

- A. Submit the Student Chapter Officer Report by October 15.
- B. Submit Student Planning & Assessment Guide by April 15.
- C. Submit Annual Student Chapter Financial Report by January 31.
- D. Maintain a minimum membership of 15, unless a leniency request has been approved.

Student Chapters not meeting these requirements will have their funding withheld until such time that these obligations are met. Once funding requirements are met, funds withheld will be released to the student chapter in accordance with the next funding release cycle. Withheld funds are forfeited after one year.

Annual funding for student chapters is established by the Member Council in accordance with the SME budget.

Sec. 4.2.1 – Distribution of Funding

Senior chapter funding is distributed semi-annually. Student chapter funding is distributed annually.

SEC. 4.3 - PAYMENTS BY INTERNATIONAL CHAPTERS

SME International Headquarters has a working relationship with the Chase Manhattan Bank, 1 Chase Manhattan Plaza, New York, NY 10015, USA, for the handling of currency exchanges.

Members and chapters located outside of the United States and Canada who desire to execute bank drafts for payment to SME International Headquarters in U.S. dollars will find it convenient and expeditious to have their local bank execute such documents through Chase Manhattan.

Details on this option will be supplied by SME International Headquarters prior to selection by the chapter.

SEC. 4.4 - TAX LAWS AND OTHER REGULATIONS

The International Secretary/Treasurer will be responsible for advising the chapter of all current tax laws and regulations that may apply to the operation of the chapter. This should include, but not be limited to, information regarding Federal Income Tax on chapter income, state taxes, federal tax laws regarding deductibility of business expenses, and bulk rate third-class postage rates and regulations.

As rules and regulations on all of these items are subject to change from year to year, the necessary forms for filing, detailed instructions, and any other pertinent or required material will be distributed from SME International Headquarters to the treasurer of each chapter on an annual basis. Any questions regarding these matters should be addressed to the International Secretary/Treasurer at SME International Headquarters.

Federal Income Tax - SME International Headquarters files a Consolidated Federal Income Tax Return for all U. S. chapters. Chapters that elect not to be included in the consolidated return must file IRS Form 990 before May 15. Those chapters that have taxable advertising income will also need to file IRS Form 990-T. (See below.)

Federal Tax Laws Regarding Chapter Bulletin Advertising Income - Most chapters will not have taxable advertising income from bulletins. Advertising income is not taxable if substantially all the work is performed for the organization by volunteers. Generally, advertising income is taxable only if the individual who solicits that advertising is compensated by the chapter. If your chapter has taxable advertising income which will result in a Federal Income Tax liability, contact SME International Headquarters prior to filing Form 990-T.

All chapters must keep separate records of advertising income and bulletin expense for reporting to the IRS.

Federal Tax Laws Regarding Meal Expenses - Effective with the 1994 tax year, the IRS has limited the deductibility for business meals and entertainment expenses to 50% of such reasonable expenses. Accordingly, chapters must account for meal and entertainment expenses separately and adjust their annual tax returns to reflect the limited deductions.

In general, a chapter accounts for the limited deduction for meal expenses incurred at business functions if the meals are not itemized in its registration fees. If the meal portion of the registration fee is separately stated, then the participant accounts for the 50% limited deduction. In all cases, a chapter must report all expenses incurred for meals on its tax returns and apply the limited deduction to the non-itemized portion of total meal expense. Because of SME's tax-exempt status, there should not be any additional IRS liability.

It is recommended that chapters not itemize the meal portion of their program fees and account for the limited deduction when completing their tax returns. This way, participants at SME events will not be responsible for reporting the limited deduction on meals provided to them.

Withholding on Wages of Employees - The current Internal Revenue Code provides that every employer making payment of wages shall deduct and withhold upon such wages a tax.

There is no exception or exemption from this rule, which would apply, to the Society and its Chapters. Any chapter which employs a paid secretary or other paid personnel, must comply with the law. The local Internal Revenue Office will supply forms and instructions upon request.

Social Security - The Society has filed a certificate with the Bureau of Internal Revenue, which brings all of its employees into the Social Security system. Accordingly, any chapter which has an employee (or employees), must comply with the law, which requires deduction of certain percentages from wages of employees and the payment of a like sum by the employer. Specific instructions should be obtained from the Internal Revenue Bureau or from tax counsel.

State Tax - As entities of a non-profit organization, SME chapters may appeal for exemption from payment of state taxes. Since taxes vary in each state, chapters must approach their state treasury officials on an individual basis for a ruling on this issue. Sales tax exemptions have been secured from several states for the benefit of SME chapters. Contact SME International Headquarters for a complete listing of these states.

Bulk Rate Third Class Postage Rates - As an educational association not organized for profit, SME and all its chapters may apply for permission to mail at special third-class bulk rates. Applications for the permit should be made with the Postmaster at the local office of mailing. Usually, proof of the Society's income tax exemption (copies of which are available from SME International Headquarters) must accompany the application.

SECTION 5 - AMENDMENTS AND APPROVALS

These documents are amended and approved as follows:

Constitutional Amendments - Amendments to the Constitution are as contained in the Constitution, Article 13.

Bylaw Amendments - The Bylaws are amended by approval of three-fourths of the members of the Board of Directors. (Constitution, Article 14)

Procedure Amendments - The SME Procedures are amended by approval of the Executive Committee.

A chapter wishing to change Society policy or make some other general recommendation should do this through a formal resolution, legally passed by the chapter executive committee. Such resolutions shall be submitted to the Member Council for its deliberation and sent to the Board of Directors, through the Society's Executive Committee.

NAMRI/SME Operating Procedures - The operating procedures of NAMRI/SME may be amended by approval of three-fourths of the Institution Board of Directors. All amendments to operating procedures of NAMRI/SME are subject to final approval by the SME Board of Directors.

SEC. 5.2 - CHAPTER NAME CHANGE

If a chapter wants to change its name, it shall present the rationale to its members and conduct a vote to determine their wishes in regard to the proposed change. Following an affirmative vote, the Chapter shall make a written request for change, including the rationale and results of the membership vote to the Member Services Department at SME International Headquarters.

Upon receipt of this request, the Member Services Department will canvass nearby Chapter Executive Committees to determine if there are any valid objections to the proposed change.

Final approval for the change must come from the Society's Executive Committee.

SECTION 6 - MISCELLANEOUS SOCIETY POLICIES FOR CHAPTERS, AND INTERNATIONAL DISTRICTS

SEC. 6.1 - EQUAL OPPORTUNITY

SME is in full compliance with the Civil Rights Act of 1964 which states that employers and public services shall not discriminate against potential employees or members because of religion, race, sex, color, national origin, physical handicap, height, weight, veteran status or age etc. Requirements for membership are only based on education and experience in the field of manufacturing. Provisions are also made for people who are on the periphery of the field through the associate membership grade.

SEC. 6.2 - AMERICANS WITH DISABILITIES ACT (ADA)

The purpose of the Americans with Disabilities Act is to bring those who have disabilities into the economic and social mainstream of American life.

SME and its member units are committed to providing reasonable accommodations to persons with disabilities who require such accommodation in order to fully participate in SME sponsored events. Please contact the Member Services Department at SME International Headquarters if accommodations are required.

SEC. 6.3 - POLICY FOR COMPETITOR INVOLVEMENT IN OR AT SME EVENTS

SME Division Directors will determine whether or not a competitor may participate in SME's events. The specific procedures for this policy are available from SME International Headquarters.

SEC. 6.4 - MAILING LIST RENTAL POLICY

SME's mailing lists are not to be given away, exchanged, rented, or sold, except as spelled out in the policy, available from SME International Headquarters.

SEC. 6.5 - POLICY FOR DESIGNATING AND SELECTING SOCIETY SPOKESPERSON

SME will answer all requests for information in a prompt, factual, and consistent manner in accordance with the SME Constitution, Bylaws and Procedures. Designated spokespersons are authorized to release only information that is in their designated area of expertise and has not been designated as sensitive or confidential. Specific procedures are available from SME International Headquarters.

SEC. 6.6 - TRAVEL AND ACCIDENT INSURANCE

Current policy covers all active, full-time employees of SME, as well as the following:

SME Officers and Directors

SME Past Presidents

SME Committee Members

SME Education Foundation Directors

Others who may travel on special assignments authorized by the SME President or the General Manager are also covered. Spouses or guests of the above mentioned parties are covered when travel is authorized by the SME President and/or the General Manager.

Coverage for guests/spouses is limited to \$150,000 and does not include medical coverage. The principal sum of coverage for all others listed above is \$250,000, with medical expense benefits not to exceed \$10,000. Total liability that may be incurred under this policy is limited to \$1 million per accident.

The policy covers an insured person for injuries sustained while on a business trip made on behalf of SME. The definition of coverage states that the trip shall begin when the insured person leaves his/her residence or regular place of employment and ends when:

- 1. When the insured person returns to his/her residence; or
- 2. When the insured person returns to his/her regular place of employment, whichever occurs first.

Participants at chapter meetings are not covered by the SME Travel and Accident Insurance.

The use of any major credit card (including any SME sponsored credit card) to charge an airline or other common carrier ticket will usually provide an additional amount of travel insurance.

SEC. 6.7 - BONDING

Elected chapter officers are bonded by SME International Headquarters for \$15,000 for forgery/alteration and \$50,000 for theft. Chapters shall consider the bonding of their officers in excess of this amount if warranted.

SECTION 7- MEMBERSHIP CRITERIA

SEC. 7.1 – HONORARY MEMBERSHIP

Any group of five or more voting members of the Society many nominate a candidate for Honorary membership by presenting, in writing, the reasons for such nomination to the President of the Society.

SEC. 7.2 - FELLOW MEMBERSHIP

To be nominated for Fellow membership, the candidate must:

- 1. Be a member of the Society in good standing.
- Have an initiator submit a completed nomination and letter of support by the due date. This initiator must be an Honorary, Fellow, Life or Senior member of the Society.
- 3. Have three sponsors and a letter of recommendation from each one. Two of the three sponsors must be Honorary, Fellow, Life, or Senior members of the Society.
- 4. Possess a bachelor's degree or its equivalent in terms of engineering experience.
- 5. Have 20 years of professional experience in a manufacturing related area.
- 6. Have made outstanding contributions to the manufacturing profession.

COMMITTEE TERMINOLOGY/DEFINITIONS

COMMITTEE TITLE	ROLE	TENURE	SELECTION PROCESS	REFERENCE
International Standing Committee	Complete assigned Annual Agenda items, or tasks/activity as indicated by Constitution/Bylaws	Ongoing	Staff and member suggest, President appoints unless specified otherwise (e.g. elected) in Constitution or Bylaws	Various sections of SME Constitution and Bylaws
Subcommittee	Provide action response to specific task related to the Annual Agenda items pertaining to an International Committee	Temporary	Chair of Committee or Board Appoints	None
Ad Hoc Committee	Established to complete a project of significance to SME	To project completion	President appoints	None
Advisory Committee	Provide technical assistance in the development of major publication, educational, and expositions projects/events	To end of project/event	Staff and members suggests, President appoints	Standing Operating Procedures on Appointment or Advisory Committees
Programming Committee	Established to advise on the content, speakers selection, etc. of smaller educational events such as clinics	To end of project/event	Staff selected	None
Task Force	Same as Ad Hoc Committee, except composition consists of both members and staff	To project completion	President appoints	None
Focus Group	Established to collect information from customers. Through discussion, uncover perceptions, ideas for improvement or new product suggestions	Not applicable	Not applicable	None
Board Work Group	Established to complete a project of expressed interest/expertise of current Directors in the task to be addressed	Limited to fiscal year of appointment; extension at the discretion of the President-Elect	President Appoints, based on significance to SME and/or the SME	Board Work Group Procedures

Appendix B

Board of Directors

INDEX

	Constitution	Bylaws	Procedures
ACCIDENT INSURANCE			106
ACCREDITATION COMMITTEE			70
ACTIVITIES			
Limited or Prohibited			93
ADA			
- See Americans with Disabilities Act			106
ALCOHOL CONSUMPTION POLICY		30	93
ALLIANCES WITH SOCIETIES/ASSOCIATIONS		30	94
ALLIED ORGANIZATION - See International Allied Organization			64
ALLOCATIONS - See Funding			102
AMENDMENTS AND APPROVALS Bylaws Chapter Name Change Constitution Procedures			104 105 105 105 105
AMERICANS WITH DISABILITIES ACT			106
ANNUAL REPORT		17	77
Contents and Presentations Filing International/District/Chapter Chair Society - See International Committees - See NAMRI/SME		17 17 18	102
APPLICATION FOR MEMBERSHIP Board Approval Initial Payment Qualifications Re-application References		10 10 10 10 10 10	
ARTICLES OF INCORPORATION	3		

	Constitution	Bylaws	Procedures
AUDITS AND AUDIT COMMITTEES Chapter Board		25 19	48 70
International		19, 20, 25	67, 70
BALLOTING Errors in Balloting Illegal Votes Majority Vote Tellers Voting Procedures - See NAMRI/SME			80,89 89 90 90 89 89
BOARD OF DIRECTORS Agenda Material Audit Committee Ballots Board Appointments Board Powers	4	16 25 16 16	65 65 70 89
Budget Committee Composition Duties/Responsibilities Eligibility Requirements Interim Committee Appointments		16 16	70 87 65 87
Letter Ballots Management Society Property Special Meetings Spring and Fall Board of Directors Meetings Standard Resolutions Term of Office Vacancies		16 16 16 16 16 16	66 87
BONDING Chapter Officers International Officers and Staff		32 32 32	107
BUDGET COMMITTEE		25	70
BUDGETS - See International Committees - See Board Committee			69 70
BUILDING AND FACILITIES COMMITTEE - See International Committees			70
BULLETIN/ADVERTISING COMMITTEE - See Chapter Committees			53

	Constitution	Bylaws	Procedures
BUSINESS MEETING - See International Meetings - See Quorums	Concuration	33 28	. 1000041.00
BYLAWS AMENDMENTS	18		
CANONS OF PROFESSIONAL CONDUCT CERTIFICATION - See Chapter Committee - See International Committee			42 71
CHAPTERS		29	44
CHAPTER CHARTERING		27	
CHAPTER COMMITTEES Audit Bulletin/Advertising Certification Constitution and Bylaws Event Marketing Historian Honor Awards Membership Recruitment Membership Retention Nominating Committee Public Relations Seminars/Workshops/Tutorials Standard Meeting Format Strategic Planning Committee Student Chapter Liaison Representative Telephone			48 48 53 51 49 51 53 49 50 50 51 52 51 50 52 53
CHAPTER EXPOSITIONS		31	95
CHAPTER PLANNING & ASSESSMENT GUIDE - See Annual Report			
CHAPTER FUNDING - See Funding		14	102
CHAPTER MEETINGS Quorums		27 28	
CHAPTER NAME CHANGE			105
CHAPTER OFFICER REMOVAL - See Officer Removal		30	

CHAPTER OFFICERS AND DUTIES 28 44 Chair 28 45 Chair-elect 28 47 Secretary 28 47 Treasurer 28 47 CHAPTER OFFICIALS' CONFERENCE 28 47 CHAPTER OFFICIALS' CONFERENCE 99 28 CHAPTER OFFICIALS' CONFERENCE 28 47 CHAPTER OFFICIALS' CONFERENCE 28 47 CHAPTER OFFICIALS' CONFERENCE 28 47 CHAPTER OFFICIALS' CONFERENCE 28 27 Charter Revocation 27 27 Chapters 27 27 Charter Revocation 27 27 Date of Office 27 27 Date of Office 27 27 Porming Chapters 27 27 Historian 53 53 Model Organization Structure 27 27 Officer Election 27 27 Other Vacancies 28 28 Student Chapter		Constitution	Bylaws	Procedures
Chair-elect 28 46 Secretary 28 47 Treasurer 28 47 CHAPTER OFFICIALS' CONFERENCE - See Professional Development Conference 99 CHAPTER ORGANIZATION 27 27 Chair Vacancy 28 28 Chapters 27 27 Chapter Formation 27 27 Chartering 27 27 Charter Revocation 27 27 Date of Office 27 27 Posture of Office of Office 27 27 Posture of Office of Office 27 27 Officer Illection 27 27 Officer Chapters 27 27 Time Schedule	CHAPTER OFFICERS AND DUTIES		28	44
Secretary 28 47 17 17 18 18 18 18 18 1	Chair		28	45
Treasurer 28 47 CHAPTER OFFICIALS' CONFERENCE 99 C See Professional Development Conference 99 CHAPTER ORGANIZATION 27 Chapters 27 Chapters 27 Chapter Formation 27 Chartering 27 Charter Revocation 27 Date of Office 27 Disbursement of Funds 27 Forming Chapters 27 Historian 53 53 Model Organization Structure 27 Officer Election 27 80 Other Vacancies 28 Student Chapters 27 27 Time Schedule 27 27 CHAPTER REVOCATION 27 96 CHARTERING, CHAPTER 27 27 - See Chapter Chartering 27 42 CODE OF CONDUCT 42 42 COMMITTEES, CHAPTER 29 29 Cofficer Nominating Committee 29				
CHAPTER OFFICIALS' CONFERENCE 99 C See Professional Development Conference 99 CHAPTER ORGANIZATION 27 Chair Vacancy 28 Chapters 27 Chapter Formation 27 Chartering 27 Charter Revocation 27 Date of Office 27 Disbursement of Funds 27 Forming Chapters 27 Historian 53 Model Organization Structure 27 Officer Election 27 Other Vacancies 28 Student Chapters 27 Time Schedule 27 CHAPTER REVOCATION 27 CHARTERING, CHAPTER 96 CHARTERING, CHAPTER 27 - See Chapter Chartering 42 CODE OF CONDUCT 42 CODE OF ETHICS 41 COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29				
- See Professional Development Conference 99 CHAPTER ORGANIZATION 27 Chair Vacancy 28 Chapters 27 Chapter Formation 27 Chartering 27 Charter Revocation 27 Date of Office 27 Disbursement of Funds 27 Forming Chapters 27 Historian 53 Model Organization Structure 27 Officer Election 27 Other Vacancies 28 Student Chapters 27 Time Schedule 27 CHAPTER REVOCATION 27 CHARTER TRIPS, CHAPTER 96 CHARTERING, CHAPTER 27 - See Chapter Chartering 27 CODE OF CONDUCT 42 CODE OF ETHICS 41 COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29			28	47
CHAPTER ORGANIZATION 27 Chair Vacancy 28 Chapters 27 Chapter Formation 27 Chartering 27 Charter Revocation 27 Date of Office 27 Disbursement of Funds 27 Forming Chapters 27 Historian 53 Model Organization Structure 27 Officer Election 27 Other Vacancies 28 Student Chapters 27 Time Schedule 27 CHAPTER REVOCATION 27 CHARTER TRIPS, CHAPTER 96 CHARTERING, CHAPTER 27 - See Chapter Chartering 27 CODE OF CONDUCT 42 CODE OF ETHICS 41 COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29				00
Chair Vacancy 28 Chapters 27 Chapter Formation 27 Chartering 27 Charter Revocation 27 Date of Office 27 Disbursement of Funds 27 Forming Chapters 27 Historian 53 53 Model Organization Structure 27 80 Officer Election 27 80 Other Vacancies 28 8 Student Chapters 27 27 Time Schedule 27 27 CHAPTER REVOCATION 27 27 CHARTERING, CHAPTER 96 CHARTERING, CHAPTER 27 - See Chapter Chartering 27 CODE OF CONDUCT 42 CODE OF ETHICS 41 COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29	- See Professional Development Conference			99
Chair Vacancy 28 Chapters 27 Chapter Formation 27 Chartering 27 Charter Revocation 27 Date of Office 27 Disbursement of Funds 27 Forming Chapters 27 Historian 53 Model Organization Structure 27 Officer Election 27 Other Vacancies 28 Student Chapters 27 Time Schedule 27 CHAPTER REVOCATION 27 CHARTERING, CHAPTER 96 CHARTERING, CHAPTER 27 - See Chapter Chartering 42 CODE OF CONDUCT 42 CODE OF ETHICS 41 COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29	CHAPTER ORGANIZATION		27	
Chapters 27 Chapter Formation 27 Chartering 27 Charter Revocation 27 Date of Office 27 Disbursement of Funds 27 Forming Chapters 27 Historian 53 53 Model Organization Structure 27 80 Officer Election 27 80 Other Vacancies 28 28 Student Chapters 27 27 Time Schedule 27 27 CHAPTER REVOCATION 27 27 CHARTERING, CHAPTER 96 CHARTERING, CHAPTER 27 - See Chapter Chartering 42 CODE OF CONDUCT 42 CODE OF ETHICS 41 COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29			28	
Chartering 27 Charter Revocation 27 Date of Office 27 Disbursement of Funds 27 Forming Chapters 27 Historian 53 53 Model Organization Structure 27 80 Officer Election 27 80 Other Vacancies 28 28 Student Chapters 27 27 Time Schedule 27 27 CHAPTER REVOCATION 27 96 CHARTERING, CHAPTER 96 CHARTERING, CHAPTER 27 27 - See Chapter Chartering 42 CODE OF CONDUCT 42 CODE OF ETHICS 41 COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29				
Charter Revocation 27 Date of Office 27 Disbursement of Funds 27 Forming Chapters 27 Historian 53 Model Organization Structure 27 Officer Election 27 Officer Election 27 Other Vacancies 28 Student Chapters 27 Time Schedule 27 CHAPTER REVOCATION 27 CHARTER TRIPS, CHAPTER 96 CHARTERING, CHAPTER 27 - See Chapter Chartering 42 CODE OF CONDUCT 42 CODE OF ETHICS 41 COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29	Chapter Formation			
Date of Office 27 Disbursement of Funds 27 Forming Chapters 27 Historian 53 Model Organization Structure 27 Officer Election 27 Other Vacancies 28 Student Chapters 27 Time Schedule 27 CHAPTER REVOCATION 27 CHARTER TRIPS, CHAPTER 96 CHARTERING, CHAPTER 27 - See Chapter Chartering 42 CODE OF CONDUCT 42 CODE OF ETHICS 41 COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29	Chartering			
Disbursement of Funds 27 Forming Chapters 27 Historian 53 53 Model Organization Structure 27 80 Officer Election 27 80 Other Vacancies 28 28 Student Chapters 27 27 Time Schedule 27 27 CHAPTER REVOCATION 27 27 CHARTER TRIPS, CHAPTER 96 27 CHARTERING, CHAPTER 27 27 - See Chapter Chartering 27 42 CODE OF CONDUCT 42 42 COMMITTEES, CHAPTER 29 29 Executive Committee 29 29 Officer Nominating Committee 29				
Forming Chapters 27 Historian 53 53 Model Organization Structure 27 80 Officer Election 27 80 Other Vacancies 28 28 Student Chapters 27 27 Time Schedule 27 27 CHAPTER REVOCATION 27 27 CHARTER TRIPS, CHAPTER 27 96 CHARTERING, CHAPTER 27 27 - See Chapter Chartering 42 42 CODE OF CONDUCT 42 42 CODE OF ETHICS 41 41 COMMITTEES, CHAPTER 29 29 Executive Committee 29 0fficer Nominating Committee 29				
Historian 53 53 Model Organization Structure 27 80 Officer Election 27 80 Other Vacancies 28 28 Student Chapters 27 27 Time Schedule 27 27 CHAPTER REVOCATION 27 96 CHARTERING, CHAPTER 27 27 - See Chapter Chartering 27 42 CODE OF CONDUCT 42 41 COMMITTEES, CHAPTER 29 41 Executive Committee 29 0fficer Nominating Committee 29				
Model Organization Structure 27 80 Officer Election 27 80 Other Vacancies 28 28 Student Chapters 27 27 Time Schedule 27 27 CHAPTER REVOCATION 27 27 CHARTER TRIPS, CHAPTER 27 96 CHARTERING, CHAPTER 27 27 See Chapter Chartering 42 42 CODE OF CONDUCT 42 41 COMMITTEES, CHAPTER 29 41 Executive Committee 29 29 Officer Nominating Committee 29	•			53
Officer Election Other Vacancies Student Chapters Time Schedule CHAPTER REVOCATION CHARTER TRIPS, CHAPTER CODE OF CONDUCT CODE OF ETHICS COMMITTEES, CHAPTER Executive Committee Officer Nominating Committee 27 80 28 28 28 28 27 27 27 27 27 27 27 27 27 27 28 27 27 27 28 27 27 28 29 29 29 20 20 21 22 23 24 24 25 29 29 29 20 20 21 22 23 24 24 25 29 29 20 20 21 22 23 24 24 25 26 27 27 27 28 29 29 20 20 20 20 20 20 20 20 20 20 20 20 20				33
Student Chapters Time Schedule CHAPTER REVOCATION CHARTER TRIPS, CHAPTER CHARTERING, CHAPTER See Chapter Chartering CODE OF CONDUCT CODE OF ETHICS COMMITTEES, CHAPTER Executive Committee Officer Nominating Committee 27 27 42 27 42 27 42 29 29 29				80
Time Schedule 27 CHAPTER REVOCATION 27 CHARTER TRIPS, CHAPTER 96 CHARTERING, CHAPTER 27 - See Chapter Chartering 42 CODE OF CONDUCT 42 CODE OF ETHICS 41 COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29	Other Vacancies		28	
CHAPTER REVOCATION CHARTER TRIPS, CHAPTER CHARTERING, CHAPTER - See Chapter Chartering CODE OF CONDUCT CODE OF ETHICS COMMITTEES, CHAPTER Executive Committee Officer Nominating Committee 27 42 27 42 29 29				
CHARTER TRIPS, CHAPTER CHARTERING, CHAPTER - See Chapter Chartering CODE OF CONDUCT CODE OF ETHICS COMMITTEES, CHAPTER Executive Committee Officer Nominating Committee 27 42 27 42 29 29 29	Time Schedule		27	
CHARTERING, CHAPTER - See Chapter Chartering CODE OF CONDUCT CODE OF ETHICS COMMITTEES, CHAPTER Executive Committee Officer Nominating Committee	CHAPTER REVOCATION		27	
- See Chapter Chartering CODE OF CONDUCT CODE OF ETHICS COMMITTEES, CHAPTER Executive Committee Officer Nominating Committee 29	CHARTER TRIPS, CHAPTER			96
- See Chapter Chartering CODE OF CONDUCT CODE OF ETHICS COMMITTEES, CHAPTER Executive Committee Officer Nominating Committee 29 29 29 29 29 29 29 20 20 20 20 20 20 20 20 20 20 20 20 20	CHARTERING CHARTER		07	
CODE OF CONDUCT CODE OF ETHICS COMMITTEES, CHAPTER Executive Committee Officer Nominating Committee 29 29 29 29 29	•		21	
CODE OF ETHICS COMMITTEES, CHAPTER Executive Committee Officer Nominating Committee 29 29 29 29	coo chapter chartening			
COMMITTEES, CHAPTER 29 Executive Committee 29 Officer Nominating Committee 29	CODE OF CONDUCT			42
Executive Committee 29 Officer Nominating Committee 29	CODE OF ETHICS			41
Executive Committee 29 Officer Nominating Committee 29	COMMITTEES, CHAPTER		29	
			29	
COMMITTEE DEFINITIONS Appendix B	Officer Nominating Committee		29	
	COMMITTEE DEFINITIONS			Appendix B

	Constitution	Bylaws	Procedures
COMMITTEES, INTERNATIONAL STANDING Advisory Role Appointees Duties Programs and Direction Program Responsibility		21 21 21 21 21 21	68
COMPETITOR INVOLVEMENT IN SME EVENTS			106
CONFERENCES Chapter			94
CONSTITUTIONAL AMENDMENTS	5		
CONSTITUTION AND BYLAWS COMMITTEE Responsibility - See Chapter Committees - See International Committees		24 24	71
COOPERATION WITH OTHER GROUPS			96
CO-SPONSORSHIP			94, 96
DIRECTORS - See Board of Directors - See NAMRI			
DIRECTORS ELECTION Installation and Term Re-election of Directors Tellers Committee Vacancies Voting		15 16 15 16 15	
DIRECTOR NOMINATING COMMITTEE - See NAMRI - See Member Council		24	85
DIRECTORIES - See Membership Directories			97
DISCRIMINATION - See Americans With Disabilities Act - See Equal Opportunity			106 105
DISCONTINUANCE	5		

_	Constitution	Bylaws	Procedures
DISMISSALS Offense by a Member Payment of Dues	4	14 14	
DUAL SERVICE BY ELECTED OFFICIALS		15	
DUES AND FEES - See Membership Dues and Fees		13	101, 102
EDUCATION FOUNDATION		22	72
ELECTIONS - See Balloting Ballots Board of Directors Campaign Practices Candidates Background Chapter Officers Chapter Officer Nominating Committee For Directors Member Council Time Schedule Installation International Districts International Officer Student Chapter Officers - See NAMRI/SME EQUAL OPPORTUNITY EVENT MARKETING COMMITTEE, CHAPTER		18	79 89 79 87 79 79 80 80 85 54 87 90 82 82 84
- See Chapter Committees EXECUTIVE COMMITTEE Budget Review Composition Duties/Responsibilities Elections President President President-Elect Role Secretary/Treasurer Vice-President - See International Committees - See NAMRI/SME - See Nominating Committee - See Quorum - See Vacancy		17 17 17 17 19 22 28 28 28	66, 72 66 88 66 66 67 66 68 60

	Constitution	Bylaws	Procedures
EXECUTIVE COMPENSATION COMMITTEE Composition Responsibilities Quorum - See International Committees		22 22 22 28	72
EXECUTIVE DIRECTOR Appointments and Remuneration Duties		21 20 20	77
EXPENSE REIMBURSEMENT FOR COMMITTEES			97
EXPOSITIONS Activities Limited or Prohibited Approval Conflicts Co-sponsoring Definition Number and Duration Objective Violation Penalty		31 31 31 31 31 31 31 32	93 95 95 95 95 95 95
FACULTY ADVISOR			53
FEES AND DUES - See Membership Fees and Dues		3	101
FEES DISTRIBUTION - See Membership Fees and Dues			101
FINANCE COMMITTEE Responsibility - See International Committees		24 24	73
FINANCIAL YEAR		32	
FUNDING Chapter Funding Dues Funding Authorization Fees Distribution Funding Payments		14 14 14	102 102 102 102

	Constitution	Bylaws	Procedures
GENERAL MANAGER Appointment and Remuneration Duties Budget Control		20 20 21	77
GEOGRAPHIC REGIONS			44
HEADQUARTERS Building and Facilities Committee - See International Committees - See International Headquarters Staff			70 68 77
HISTORIAN			53
HONOR AWARDS COMMITTEE - See Chapter Committee		49	74
INDEMNIFICATION		32	
INSTALLATION Chapter International Officers and Directors Oath of Office		34	90 90 91 90
INSURANCE - See Liability - See Travel and Accident			98
INTERNATIONAL ALLIED ORGANIZATION Authorization Cooperative Activities Operation		26 26 26 26	64
Responsibilities to/of SME INTERNATIONAL AWARDS & RECOGNITION COMMITTEE		24	64
INTERNATIONAL CHAPTERS		25	44
INTERNATIONAL COMMITTEES Accreditation Committee Annual Report Audit Committee Awards & Recognition		24	68 70 69 70
Budgets Budget Committee Building and Facilities Committee Certification Oversight and Appeals Committee		24	69 70 70 71
Constitution and Bylaws Committee Executive Committee		24	71 72
Executive Compensation Committee		22	72

	Constitution	Bylaws	Procedure
Expense Reimbursement			69, 9
Fellows Selection Committee (See Awards &		24	7:
Recognition) Finance Committee		24	7:
General Instructions		24	69
Honor Awards Committee (See Awards &			74
Recognition)			
International Nominating Committee for SME		24	
Directors/Member Council		00	
International Officer Nominating Committee Journals Committee		22	7
Library Advisory Committee			7(7(
Manufacturing Enterprise Council (MEC)			69, 7
Meetings			6
Member Council			
Past Presidents Committee	4		71, 7
Presidential Directives			6
Professional Licensure Committee Reporting Through Board of Directors			6
Reporting Through Executive Committee			6
Reports			6
SME Education Foundation		22	7
Special Committees			6
Standing Committees		21	6
INTERNATIONAL DIRECTOR/MEMBER COUNCIL	Ϊ	24	8
NOMINATING COMMITTEE			
INTERNATIONAL DISTRICTS		25	5
Activities and Purpose			
Authorization		25	
Dues Payment Options			
Elections Finances			8
Formation/Composition			5
Funding			
International Chapter/District Meeting		26	
Membership Dues		26	
Officer Duties			6
Officer Nomination Committee			8
Operation		25	
Organization		25	_
INTERNATIONAL HEADQUARTERS STAFF			7
Division Directors Executive Director and General Manager		21	7 7
	1	Z 1 1	,

	Constitution	Bylaws	Procedures
INTERNATIONAL OFFICERS Duties Other Officers Vacancy Presidential Vacancy Term of Office	4	17 18 18 18 17	
INTERNATIONAL OFFICER ELECTION Annual Election Balloting Installation Majority Vote		18 18 18 18 18	79
INTERNET		31	94
JOURNALS COMMITTEE - See International Committees			76
PROFESSIONAL DEVELOPMENT CONFERENCE			98
LIABILITY INSURANCE			98
LIAISON WITH THIRD PARTIES		30	
LIBRARY ADVISORY COMMITTEE - See International Committees			76
LOBBYING		30	
LOGO Usage - See Society Emblem		33 33	96
MAILING LISTS/LABELS			106
MEETINGS/ACTIVITIES		29	92
MEETINGS, INTERNATIONAL Annual Business Meeting Fall Board of Directors' Meeting Special Meetings Spring Board of Directors' Meeting		33 33 33 33 33	
MEMBER DESIGNATION ON PRINTED MATERIALS			96
- See Logo - See Society Emblem		33 33	96

	Constitution	Bylaws	Procedures
MEMBER COUNCIL Subcommittee Membership Consultants Member Engagement Teams		23	54 57 55
MEMBER RELATIONS MANAGERS MEMBERSHIP Affiliate Membership Applications – See Application for Membership Associate Membership Certificate of Membership	3	10 11 11 12	78 101, 102
Directories Fees/Dues Fellow Membership Honorary Membership Life Membership Membership Grading Membership Pins Multi-Chapter Membership		13 10 10 10 12 12 12	97 101, 102 107 107
Recruitment Regular Membership Retention Rosters Senior Membership Student Membership Voting Rights		11 10 11 12	50 50 97
MEMBERSHIP FEES AND DUES Affiliate Member Representative Annual Dues and Fees Endowment Member Designation Multi-Chapter Membership Surcharge Payment Recruitment Award Reduced Dues For Retirees Reduced Fees and Dues Refunds Student Upgrade Transferability Unemployed Members	3	13 13 14 13 13 14 13 13 13 14	101, 102
MINUTES - See NAMRI/SME MISCELLANEOUS CHAPTER, INTERNATIONAL DISTRICT ACTIVITIES Alcohol Consumption Alliances Decorum Liaison With Third Parties Lobbying Meetings Subsidies		29 30 30 29 30 30 29 30	

	Constitution	Bylaws	Procedures
NAME	3		
NAME CHANGE - See Chapter Name Change			
NAMRC MEETING			99
NAMRI/SME Annual Report Board of Directors Defined Elections Executive Committee Honors Committee Meetings Membership Qualifications Minutes Officers Directors Organizing Committee President/Chair of Board President-elect Presidential Vacancy Ranking Removal From Office Scientific Committee Secretary Term of Office Vacancies - See Quorum - See Voting		28	60 63 60 60 84 60 61 63 61 63 63 63 60 63 62 61 64 91 91
NOMINATING COMMITTEE Director Composition International Officers Report		24 24 24 25 24	85
Chapter Offices		27	80
- See International Officers International Officer Additional Nominees Composition		22 23 22	88
Nominees Member Council		22	54

	Constitution	Bylaws	Procedures
Student Chapter Officers - See NAMRI/SME Directors - See NAMRI/SME Officers			82
OATH OF OFFICE		34	90
OFFICER NOMINATING COMMITTEE - See Nominating Committee			
OFFICER REMOVAL - See NAMRI/SME		30	
ORGANIZATIONAL CHARTS			Appendix A
PAST PRESIDENTS COMMITTEE - See International Committees	4	25	68, 77
PRESIDENT		18	66
Appointment of Auditors Chair of the Board Chapter Administrators Committee Authority Ex Officio Appointments International International Standing Committees		18 18 19 18 18	68
Other Committees Presidential Directives SME Education Foundation Directors - See NAMRI/SME		18	69 72
PRESIDENT-ELECT International - See NAMRI-SME		19	66
PRESIDENTIAL DIRECTIVES - See NAMRI/SME			69
PROCEDURE		34	
PROFESSIONAL DEVELOPMENT CONFERENCE PROFESSIONAL LICENSURE COMMITTEE - See International Committees			98
PUBLIC RELATIONS COMMITTEE, CHAPTER - See Chapter Committees			52
PUBLICATIONS, CHAPTER Chapter Publications Headquarters Copies PURPOSE	3	31 31	

,	Constitution	Bylaws	Procedures
QUORUMS Chapter Business Meetings Executive Committee Meetings International Executive Compensation Committee International Standing Committees Member Council		28 29 29 29 29	
RECRUITMENT - See Membership			
REGISTRATION			71
- See Certification			
REMOVAL FROM OFFICE		30	
- See Officer Removal			
REPORTS, PAPERS AND PUBLICATIONS		32	
Distribution		32	
Society Responsibility		32	
RESTRICTED ACTIVITIES - See Activities Limited			93
RETENTION - See Membership			50
REVOCATION - See Chapter		27	
ROSTERS - See Membership			97
SECRETARY/TREASURER Annual Audit Board-Assigned Duties Minutes Notices		19 20 20 19	67 67
Records Roster Seal of the Society Society Bank Account Staff Management - See International Executive Committee		20 19 20 20 20 20	67
SEMINARS/WORKSHOPS/TUTORIALS,CHAPTER			51

	Constitution	Bylaws	Procedures
SME EDUCATION FOUNDATION Government Operation Purpose - See International Committee		22 22 22 22 22	72
SOCIETY EMBLEM Right to Use Society Pins Society Stationery - See Logo		33 33 33 33	
SOCIETY SPOKESPERSON			106
STANDARDS AND SPECIFICATION Society Approval Society Name		33 33 33	
STUDENT CHAPTERS Elections			44 82
STUDENT CHAPTER LIAISON REPRESENTATIVE			44, 52
STUDENT CHAPTER OFFICERS			53
TAX LAWS Bulletin Advertising Income Bulk Rate third-class Postage Federal Income Tax Meal Expense Social Security State Tax Withholding on Employees Wages			103 103 104 103 103 104 104 104
TERM OF OFFICE - See Board of Directors - See NAMRI/SME			
TRAVEL AND ACCIDENT INSURANCE - See Accident Insurance			106
TREASURER International – See Secretary/Treasurer		19	67

	Constitution	Bylaws	Procedures
VACANCIES Chair (Chapter) International Board of Directors International Officers Other Officers Removal from Office - See NAMRI/SME			91 91 92 92 91
VICE PRESIDENT		19	
VISITATIONS Officer Role In			100 100
VOTING (also See Balloting and Quorum) Chapters, Business Meetings, and Executive Committee International Board of Directors International Executive Compensation Committee Procedure - See Balloting Procedures at Meetings	4	12	100
Quorum Rights Student Chapters Technical Associations/Groups	4		
WEB SITES			94