



## BYLAWS OF THE SEATTLE POST

### Article I

#### Seal, Insignia and Logo

1. The seal, insignia and logo of the Post shall be the same as established by The Society of American Military Engineers (SAME) National Board of Direction and published on the SAME web site.
2. Customized logos may be used only for special events in addition to the seal, insignia and logo established by SAME.

### Article II

#### Governance

1. The name of the Post shall be the Seattle Post, Society of American Military Engineers, hereafter referred to as the "Post."
2. The Post shall be governed by these Bylaws, consistent with the Constitution and Bylaws of SAME. In the event that these Bylaws are in conflict with SAME's Constitution or Bylaws, those of SAME shall govern except that Post Bylaws may differ from SAME Bylaws in matters of Post administration, provided further, that such differences do not compromise SAME's Non-Profit status nor violate SAME national policies.
3. The Post fully supports the policy of equal opportunity and will not discriminate or knowingly participate in any activity that discriminates on the basis of race, creed, ethnicity, color, religion, gender, sexual orientation, age, physical or mental ability, political affiliation, marital status, national origin or other non-merit factor. Likewise, the Post will take no official action that is or appears to be detrimental or discriminatory to any class or group of persons.
4. It is the policy of this Post to adhere to the highest standards of ethical conduct in all its activities including adherence to the DOD Joint Ethics Regulations. The Post fully supports and expects strict compliance by every member with all applicable laws and regulations in the conduct of business and professions. The Post recognizes that members who represent

the government in matters affecting the economic interests of others hold special positions of public trust requiring them to observe the highest ethical standards. Accordingly, the Post supports the principle that strict impartiality must prevail in all business relationships involving the government.

5. Conflict of Interest. It is Post policy that members avoid conflicts of interest between themselves and SAME through full and open disclosure with the appropriate Post or National Board of Direction.
  - a. Definition. A conflict of interest is defined as an event or activity from which a member, a member's company or a member's family may gain direct financial benefit from SAME. Such a conflict or potential conflict must be reported by that member to the Post Board of Direction if at the Post level and to the SAME Executive Director if at the Regional or National level.
  - b. Investigation. The Post Board of Direction will investigate and consider any conflict or potential conflict of interest at the Post level and make determinations as appropriate, and the National Board of Direction will do so with regard to any conflict or potential conflict at the Regional or National level.
  - c. Outcome. The Post shall declare in advance and submit to SAME National as part of its yearly financial report, the results of any such investigation, the contract which governs the agreement if any, and the total compensation provided to the member, member's company, or member's family.
6. The Seattle Post will, on an annual basis, develop and adopt Post Objectives, goals and issues that supplement and elaborate on those established by the National Society.
7. Each Post officer and committee chairperson: should maintain a working file consisting of ongoing functions, guidelines, procedures and other pertinent material to (a) maintain Post function continuity and (b) provide an accomplishment report to the Post Secretary in December of each year including accomplishments and the needed documentation for National Streamers and other awards.

### Article III Membership

1. SAME Membership will be attained through application for National SAME membership and payment of National dues to SAME Headquarters. Transfer to this Post from another Post is accomplished through notification to SAME Headquarters. SAME Headquarters maintains the official Post roster of members.
2. Post Membership is achieved by paying dues to SAME National. Life Members achieve Post membership by selecting a base Post and may belong to additional Posts. Students do not pay dues but select a Post affiliation when joining SAME.

3. Any member of the Post will be automatically dropped from the Post roster maintained by SAME Headquarters for failure to pay National dues to SAME Headquarters as prescribed by SAME By-laws.
4. Companies and Public Agencies may become Sustaining Members at the Post by paying the appropriate dues to SAME Headquarters. Sustaining Member and Public Agency representatives become members of the Post by being nominated by their company or public agency and submitting a completed application to SAME Headquarters. The Company or Public Agency determines who shall be the representatives to the Post. Sustaining Member and Public Agency representatives have full voting rights in the Post.
5. The Seattle Post shall include Society members with addresses within the counties of San Juan, Whatcom, Skagit, Island, Snohomish, King, Kitsap, Jefferson and Clallam in the State of Washington.
6. A Regional Vice President represents the Society Posts that are located within the states of Idaho, Oregon, and Washington on the National Board of Directors. At periodic intervals, the Seattle Post will volunteer to host the Northwest Regional Education and Training Conference.
7. The Seattle Post is established under the authorities contained in Article X of the National Bylaws.

Article IV  
Board of Directors

1. The Board of Directors shall be comprised of the Post Officers as noted in Article V # 1, six Elected Directors, a Past President and if appointed by the President two Appointed Directors, to provide an opportunity for all segments of the Post to be represented and to link the Post to National Committees, as appropriate. One Director shall be designated as having prime responsibility for each of the following areas of responsibility: Young Members, Fellows and Small Business. The term of office for an Elected Director shall be a 3-year term with a staggered turnover to provide continuity in the governance of the Post. The outgoing Post President, upon installation of the elected President, will assume the office of Past President and shall have a one-year term. In the event the outgoing Post President is unable to serve then the position of Past President shall be filled with a Past President able to serve. This position will help continuity of Post leadership in a mentoring capacity. The term of office for Appointed Directors shall be one year. The incoming President may recommend individuals to be Appointed Directors, subject to the approval of the Board of Directors. Directors may be re-elected or re-appointed for additional terms.
2. The Post shall hold elections annually such that the new and continuing Officers and Directors are installed in June.
3. Directors shall be charged to support the mission and goals of SAME by serving as a Post Committee Chair or champion of a special interest or element of SAME's Strategic Plan. One Director position shall be established for a Young Member and one Director for a Fellow,

or senior member if the Post has no Fellows. Elected and Appointed Directors when appointed will serve with the Officers of the Post under the supervision of the President or ranking officer, and shall have a vote on matters of Post business in the same manner as the officers. Directors shall be considered a primary source for selection as representatives of the Post to other organizations

4. An office shall be declared vacant whenever a letter of resignation is received or whenever the Board of Directors by a two-thirds vote declares the office vacant because of death, disability, continual absence or other causes. The Board of Directors shall have power to fill vacancies of the Officers and Elected Director positions provided that Officers and Elected Directors so selected shall serve until the next annual election only, at which time the vacancy shall be filled in the manner herein prescribed for other vacancies occurring in the regular course. At the option of the Board the following vacancies may be filled by succession for the remainder of the unexpired term as follows:
  - a) President by the First Vice President
  - b) First Vice President by the Second Vice President
  - c) Secretary and Treasurer by their respective assistants.
  - d) Past President by a former Post President

When a vacancy is to be filled the Nominations Committee will provide a list of nominee(s) to the Board ten (10) days in advance of the scheduled meeting of the Board at which the designation will take place. The new officer(s) will take office when installed at the next Post meeting or sooner if so designated by the Board.

5. The Board of Directors shall meet regularly for the transaction of business and members thereof shall constitute a quorum. (See Voting & Quorum, Article XI) The President on his/her own initiative may call special meetings of the Board of Directors. Conduct of business utilizing teleconferencing is permitted. A reasonable notice of time and place and purpose of a special meeting shall be given to all Board members and only the business stated in the notice shall be transacted at the special meeting.
6. The Board of Directors approves the establishment, disestablishment or continuance of Committees that may be recommended by the President. (See Committees, Article VI).
7. At the first meeting of the Board in June, a calendar of events shall be established that can be utilized as both a planning tool and “check off list” of required and desired activities. Included should be Post and Board meetings, other Post-sponsored activities and the following administrative items:
  - A. Annual Audit
  - B. General Fund Budget
  - C. Scholarship/Student Activities Fund Budget and fund raising plan

D. Annual Officer and Committee Reports

E. Annual Goals and Objectives

F. Other items specified by the board

This calendar should be reviewed monthly and updated as needed.

Article V  
Officers

1. The Officers of the Post shall consist of a President, a 1<sup>st</sup> Vice President, a 2<sup>nd</sup> Vice President, a Young Member Vice President who shall be 35 years old or younger, a Secretary, and a Treasurer. These Officers shall be elected by the Post membership for a one-year term. Officers may succeed themselves in office if duly elected by the membership for additional terms. Officers are voting members of the Board of Directors.
2. The President shall be responsible for general supervision of the affairs of the Post and shall preside at the meetings of the Post. The President may recommend the establishment, disestablishment, restructuring or continuance of Post Committees to the Board of Directors for approval. The President shall: appoint Committee Chairs; have general supervision over all Post Committees; be the principal Post contact with the National Office and the Regional Vice President; execute all policies and procedures approved by the Post and/or Board; act as the official representative of the Post; and maintain custody of the Post's gavel. In the absence of the President, or in the case where the President cannot complete his/her term, the duties shall devolve to the 1<sup>st</sup> Vice President, or as voted upon by the Board of Directors. The President shall provide the First and Second Vice Presidents with the responsibility and experience that would enhance their progression to President and First Vice President respectively.
3. The President shall establish the agenda, preside at all meetings and shall sign all written contracts and obligations of the Post, with the concurrence of the Treasurer on financial obligations. The President shall obtain a legal review of all major contracts for which the Post could incur significant liability.
4. The Post President shall report to the Post membership at the annual Post meeting the status of affairs of the Post at a minimum addressing: (a) the financial and membership status of the Post; (b) a review of the Post's activities for the current year; and (c) the Post's progress in achieving the goals and objectives of the SAME Strategic Plan. (See Meetings and Activities, Article VIII)
5. The Secretary shall have charge of, ensure the safekeeping of and maintain the correspondence and records of the Post. Records include: past and present versions of the Post by-laws; Post and Board meeting minutes; and historical files. Files shall be reviewed annually items over three years identified. These items will then be either updated, discarded or if significant transferred to the historical files. The Secretary shall: (a) give timely notices (at least one week in advance) to Board members for Board meetings and the membership for all Post meetings; (b) record the proceedings of all

Board and membership meetings, including motions and the disposition thereof, in chronological order; and (c) submit the annual report to the Board of Directors during the last calendar quarter. Board meeting notices shall include the preparation and distribution of agendas. The Secretary shall coordinate and submit the documentation required for the National Streamer Awards and prepare an annual accomplishments report. The President may appoint an Assistant Secretary to assist the Secretary with the duties of the office and to act as the Secretary (including voting rights) during the Secretary's absence.

6. The Treasurer shall be comptroller of the accounts of the Post under the direction of the President. Records, including proper documentation, will be retained in accordance with IRS requirements and good accounting practices. The Treasurer shall: (a) make collections, disbursements (referenced to the appropriate expenditure authorization) and issue necessary receipts under the supervision of the President as directed by the Post; (b) render written monthly reports to include the balances in the Post accounts and annual and such other reports as may be called for by the President and SAME; (c) file Federal, state, and local income tax returns with a copy to be sent to SAME Headquarters to ensure the retention of SAME's tax exempt status; (d) be the designated cashier for Board and Post functions; (e) and, with Board approval, submit the annual contribution to the Post scholarship fund of the Puget Sound Engineering and Science Scholarship Fund (PSE&SSF). The accounts shall be audited annually by an audit committee of three members appointed by the President or an outside auditor prior to the submission of the annual financial report to the SAME Headquarters. The incoming and outgoing (if available) Treasurers will be present for the annual audit, effect the transfer of Post funds on a mutually agreeable date and shall inform the Board of that action in writing. The committee shall report to the President the results of the audit in February. When a new Treasurer assumes office or in the event the office of Treasurer is vacated prior to the expiration of the term of office, the Board will consider ordering a transition audit or taking whatever steps are appropriate to ensure the fiscal integrity of the Post prior to the appointment of the new Treasurer. (See also Finances, Article VII) The President may appoint an Assistant Treasurer to assist the Treasurer with the duties of the office and to act as the Treasurer (including voting rights) during the Treasurer's absence.
7. The First Vice President shall in the absence of or when designated by the Post President exercise the duties of Post President. As the primary candidate as the next Post President the First Vice President shall assume commensurate responsibility including: (a) presiding at one Post meeting during the year; (b) being the focal point for the membership affairs of the Post by interfacing with the Membership, Sustaining Membership and Program Committees; and (c) implement and administer any Memorials established by the Board. The First Vice President may serve as a Committee Chairperson or as a Post representative to other organizations.
8. The Second Vice President shall in the absence of the First Vice President or when designated by the Post President exercise the duties of First Vice President. The Second Vice President shall: (a) be the focal point for the administrative affairs of the Post by interfacing with the Secretary and Treasurer and assisting the President in the staffing of committees; (b) preside at one Post meeting during the year; (c) in the event of a temporary absence of the Young Member Vice President, perform the duties of that office; and (d) manage procedures used for Post activity announcements, reservations and

provision of door prizes if given. The Second Vice President may serve as a Committee Chairperson or as a Post representative to other organizations

9. The Young Member Vice President shall: (a) be the focal point for promoting young member participation in the Post; (b) advise the Board and Post Committees of young members interests and desires; and (c) be the focal point for the Post's interaction with and development of Student Chapters within the geographic area of the Post. The Young Member Vice President shall be considered as a primary candidate for chairman of the Young Member, Education and Mentoring committee.

## Article VI

### Committees, Task Forces and Special Advisors

1. The Post may establish Post Operations and Post Mission Committees. (See Society By-Laws, Article VIII) The Board of Directors, supplemented by other members of the Post, shall constitute the various committees. It shall be understood that as requirements change, the need to create new committees and eliminate existing ones should be kept in mind.
2. Operations committees are those that support the President and Board of Directors in administration of the Post. The size, chairperson and membership of these committees shall be determined by the President unless otherwise noted. Standing operations committees include:
  - a) By-Laws: Reviews annually the Post's Bylaws for possible amendments. Advises Post officers as to applicability of the Bylaws in conducting the affairs of the Post. Monitors changes in the National Constitution and Bylaws for their possible effect on the Post.
  - b) House: Makes all arrangements for Post and Board meetings and associated activities, including menu selection, table and seating arrangements, visual and sound support systems and any other service required. Provides for storage of Post owned and leased equipment. Maintains and displays the Post's flags.
  - c) Scholarship: Develops and administers the annual program of scholarship fund raising. Provides recommendations to the board for student nominations for scholarships to the PSE&SSF. Working in conjunction with the PSE&SSF, the committee establishes the number of scholarships and their amounts not to exceed the amount available for distribution as per the annual report of the PSE&SSF and as supplemented by Post fund raising efforts. Develops and recommends fund raising events to the Board of Directors. The Chairperson will be the principal point of contact with the PSE&SSF for Post input for the scholarship selection process. Works with the Young Member Vice President to develop programs and activities for young members and Student Chapters.
  - d) Audit: Membership is subject to Board approval and consists of three (3) members, preferably one being a Director- and one that is a hold over member from the previous year's committee. The committee will meet in January of each year to conduct an audit of the financial affairs of the Post, and also upon transfer of office to a new

Treasurer. The latter audit should be conducted with both the outgoing (if available) and new Treasurer present. The audit shall be conducted to ascertain that Art. VII and Art. V # 6 as well as standard accounting practices are being followed. A report shall be submitted in writing to the Board for their review and action. As directed by the Board, the committee shall perform audits whenever there is a need to examine the Post's funds.

e) Nominations: Provides the nominees for the annual election to be held in May of each year. Provides nominees to the Board whenever there is a vacancy in accordance with Art. IV # 4.

3. Mission Committees are those that support SAME's Strategic Plan and assist the Post in accomplishing its goals and objectives. The size, chairperson and membership of these committees shall be determined by the President unless otherwise noted. Standing Mission Committees include:

a) Membership: Promotes the membership activities of the Post by recruiting new members, implementing recruiting campaigns, monitoring membership lists, maintaining member name tags and providing a forum for member's input. Periodically solicits membership to ascertain if their desires are being fulfilled. Subcommittees include:

(1) Sustainer Membership: Promotes sustaining membership by recruiting new members, implementing recruiting campaigns, monitoring sustaining membership lists, promoting the firms through Post activities and publicity, maintaining promotional displays at Post meetings, arranging for presentations at Post meetings and providing a forum for members' input to the Board.

(2) Reception: Works in conjunction with the House, Membership and Sustaining Membership committees in greeting new members and guests at Post meetings to foster their welcoming. Introduces them to other members and Post Officers and forwards to the Board their comments of interest. Assists the President in planning seating arrangements for the head table

b) Professional Development: Promotes the professional development of the individual Post and student Chapter members through activities designed specifically for this purpose. Such activities include workshops, seminars and other like activities but do not include social events or events historically funded from the general post operating budget such as membership, PSEC, Fast Start, Science Fairs, etc. Activities for professional development must be approved by the Board on a case-by-case basis. Activities shall be financially self sustaining and priced to cover costs plus a moderate amount to be used as seed money for future activities. Five (5%) percent of the gross proceeds for each activity shall be paid to the Post Operating fund to cover the indirect costs expended by the Post on behalf of the professional development events such as advertising and general administration.



c) Awards: Provide recommendations for Board approval for National and regional awards as well as nominations for the SAME Academy of Fellows and other Post Awards and recognition as appropriate.

d) Industry Affairs/Outreach: Identifies concerns and issues that impact the conduct of civilian and military endeavors in the engineering/design/construction area. Advises the sustaining members and the military departments of these concerns.

e) Programs: Arranges for Post meeting programs and engages speakers and presenters by considering topics of interest to the membership. Facilitates planning and execution of field trips. Coordinates activities with: the Young Member Vice President to address the interests of young members; the Communications committee for publicizing topics and with the House Committee for necessary audio-visual support.

f) Communication: Publishes the Post's quarterly newsletter. Ensures that required notices are included and that it is delivered to the members in a timely manner. Publicizes the activities and programs of the Post through newspaper, the POST website, and journal notices. Obtains photography of noteworthy events and provides the Secretary with representative copies for the historical files. Responsible for maintaining the POST website.

g) Young Member, Education and Mentoring: Develops and administers Post Mentoring and Young Member activities including; Student Chapter support and development, educational pursuits for Young Members, merit awards to area students, the Techno Bowl and SAME Engineering or Construction camps. Acts as liaison with existing Student Chapters within the geographic area of the Post. Develops a working relationship with the Student Chapter Reserve Officer Training Candidate (ROTC) units, and the Seattle Post to foster communications and provide mutual assistance as needed. Encourages participation in each others' programs and endeavors. Recommends and participates in the development of new student chapters and with the Young Member Vice President encourages young member participation.

h) Readiness and Homeland Defense Security: Maintain and updates the Operation Fast Start Plan for the purpose of promoting SAME readiness to respond to a range of natural disasters and national emergencies including Homeland Defense Security issues.

i) Strategic Planning: Provides the Post leadership with advice, assistance, and continuity to ensure that the direction and overall health and welfare of the post remains strong, vibrant, and relevant to the needs of the membership and the surrounding community. Develops strategic direction to provide a focus with strategic intentions and actions recommendations for the Post President and Board of Directors. This will be accomplished annually by establishing and/or reviewing the Seattle Post Mission, Vision, Strategic Intentions and Actions; all of which will be based on both the Seattle Post requirements and the SAME National Annual Plan.

4. Ad hoc or temporary Committees may be established to achieve Post goals and implement objectives set forth in SAME's Strategic Plan at the recommendation of the President and with

the approval of the Board of Directors. These committees should have specific missions. Examples of such committees include:

- a) Special Events: To organize special events such as dances, anniversary celebrations, etc
  - b) Award Selection: Meets as needed to select recipients of the awards.
  - c) Conference: To organize and run National and Regional education and training conferences.
5. In addition to the above Post Committees, the President may establish other special task forces and advisors and assign representatives (for liaison with government entities and local engineering and professional organizations) deemed necessary to accomplish the Post's mission, with a specified term of office.

#### Article VII Finances

1. The fiscal year of the Post shall begin on the first day of January.
2. A budget shall be submitted by the Post Treasurer annually prior to the beginning of the calendar year for review and approval by the Post Board of Directors. All invoices and bills shall be sent directly without delay to the Treasurer Payment of funds for approved purposes in excess of \$500 require the authorization of both the Treasurer and the Post President who may delegate this duty to the First or Second Vice President. The Post President may also issue a blanket authorization to the Treasurer for payments in excess of \$500 for scheduled recurring functions such as luncheons. Any fund expenditures that exceed or are not included in budget authorizations require prior approval by the Board.
3. There shall be three Post Funds: the General (operating) Fund; the Young Member, Education and Mentoring Fund; and the Scholarship Fund. These funds shall be accounted for and kept separate. Funds raised for specific named purposes shall be used for those purposes only. Funds raised for scholarships may be transferred to the Puget Sound Engineering and Science Scholarship Fund, Inc. for the purpose of awarding Post scholarships in accordance with established criteria and applicable state and local laws and regulations.
4. Upon dissolution of this Post, all assets will be forwarded to SAME Headquarters for inclusion into SAME's general fund.
5. If required by the Board of Directors, any officer having fiscal fiduciary duties and responsibilities shall post bonds in such amounts as may be deemed sufficient for the faithful performance of their duties and the security of the funds and investments in their possession and control. The Post will pay the costs of such bonds.

#### Article VIII Meetings and Activities

1. Regular meetings and technical, professional and social activities of the Post shall be developed and implemented to meet the goals and objectives set forth in SAME's Strategic Plan. Such activities shall be planned to achieve participation of all segments of the Post membership. Post meetings shall be held on the third Tuesday of each month or on such other day as designated by the Board. Each meeting should include a featured presentation of interest, announcement of pertinent information, and if required and a quorum is present, a business meeting. Meeting announcements shall be sent to each member.
2. The Post shall conduct an annual meeting that will include awards to recognize outstanding individuals, committees and sustaining members. The Post's annual meeting shall be held each year on the third Tuesday of May or other day in May as designated by the Board. The primary purpose of the meeting is to elect officers. This annual meeting may be combined with the regular meeting held in May. Installation of the new Board of Directors shall take place in June. (See Nominations & Elections, Article IX)
3. The President or Board of Directors may call for a special meeting at any time to conduct business of the Post. Reasonable notice of time and place or method (e.x. teleconferencing) and purpose of the meeting shall be given to all members and only the business stated in the notice shall be transacted at the special meeting.
4. Unless modified by these Bylaws, "Robert's Rules of Order" shall govern all Post and Board meetings.
5. Post Activities shall include but are not limited to the following:
  - a) The Post will sponsor field trips each year that will promote membership interest in industrial settings, construction projects, and/or cultural/athletic events.
  - b) The Post will establish scholarships to be administered by the Puget Sound Engineering & Science Scholarship Fund (PSESSF) and other activities/awards for local students on an annual basis and provide the necessary funding.
  - c) The Post may establish awards which recognize members or others in the local community who by their actions, enhance the objectives of the National Society and the Post. Recommendations for National Awards as listed on the National website should be considered and forwarded.
  - d) The Post may establish memorials in the name of deceased members.
  - e) The Post shall provide support and leadership to further the activities of both existing and potential Student Chapters that are located within the Post's geographic area.
  - f) The Post shall establish relationships with other local professional groups to promote and foster cooperation.

- g) The Post shall publish a quarterly newsletter for timely distribution to the Post's membership. A Post Directory containing membership information, the Post Bylaws and other pertinent information shall be published periodically or on the Post website for distribution to all members.
- h) In accordance with National Bylaw - Article II, the Post will make recommendations to the National Society for those members being considered for the membership classification of "Fellow".
- i) The Post officers shall be mindful of the criteria and requirements for streamers and the Distinguished Post Award and should plan, accomplish and document the necessary activities. Outgoing officers are responsible for submitting documentation to the incoming officers for these awards.

Article IX  
Nominations and Elections

1. No later than the April Board meeting the Nominations Committee Chair shall develop and present to the Board for approval a slate of officers and elected directors for each position as specified in Articles IV and V, obtaining input for such slate from the Board of Directors and members of the Post. The approved slate shall be published in the newsletter announcing the annual meeting. Additional nominations shall be solicited from the floor at the Annual Post meeting
2. The minimum qualification for a person to be nominated or to nominate an individual for office is to be a member in good standing of SAME and the Post.
3. The slate of Officers and Directors will be presented to the Post membership at the annual meeting and voted upon by those members in attendance, provided that the slate was announced to the Post membership prior to the meeting and an opportunity provided for members to submit ballots and nominations prior to the meeting for the purpose of the election, as determined by the Board of Directors. Written ballots at the annual meeting may be dispensed with in favor of a voice vote for uncontested positions if such a motion is made and approved prior to the balloting. If needed, the members of the Nominations Committee will act as tellers. A quorum is not needed for these general elections. The results of the election shall be transmitted the Regional Vice President and SAME Headquarters within 30 days.
4. Following the election of Officers and Elected Directors, the new President may recommend additional Appointed Directors at any time during the year for approval of the Board of Direction.
5. The installation of the new Board of Directors shall occur at the next meeting of the Post but prior to or on the date of the beginning of the elected Officers' and Directors' terms of office (June). With the exception of the Past President, all officers shall be formally installed as follows:

- a) Officers elected at the annual meeting shall be installed at the June Post meeting by the Regional Vice President, a past Seattle Post President, or the outgoing Seattle Post President. All the officers shall be installed as a group with the exception of the President elect who is to be installed separately.
- b) Officers elected or succeeding to a vacated office during the year shall be installed by the Post President. If the Post President is the one being installed, one of the persons listed in “A” above shall make the installation.
- c) Installation shall consist of the administration of the following oath of office: “I (name) will carry out the duties of office which I am assuming to the best of my ability and will abide by the Constitution and Bylaws of the National Society and Bylaws of the Seattle Post.”
- d) The Post’s historic ivory gavel will be the symbol of the Seattle Post President and will be exchanged whenever a new President is installed.

#### Article X Communications

1. Some form of communication with Post membership shall occur with regularity via one or more of the following mechanisms: presentations at meetings or activities; web site; electronic mail; Internet or list serve distribution; media outlets; hard copy; or others deemed appropriate by the Post.
2. At a minimum the Post shall regularly communicate the following: a) list of Officers, Directors and Committee Chairs with their contact information; and b) activity announcements and registration information.
3. The standard for the Post web site shall be at a minimum one page listing Post Officers and Directors with their email addresses and telephone numbers. SAME Headquarters will assist Posts in achieving this minimum standard, as needed. The Post is encouraged to create and maintain its own web site. If the Post develops its own web site, the Post is responsible for regularly updating the material presented and for creating a link to the SAME Headquarters web site and for ensuring compliance with Society web site content and communication standards.
4. The standard for the Post newsletter shall be at a minimum one page issued at least quarterly and distributed to all members of the Post, either via email or regular mail.

#### Article XI Voting and Quorum for Board of Directors

1. Voting on an issue shall be conducted after discussion is complete and a motion to vote

has been made. Voting can be conducted in person, by conference call, or electronically. In person and conference call votes will immediately follow the discussion. Electronic votes may be used: (a) if time permits and (b) if an analysis of the discussion is provided for consideration.

2. Officers Elected and Appointed Directors are eligible to vote. Committee Chairs and Special Advisors are eligible to vote only if they also serve as a Post Officer or an Appointed or Elected Director. An individual is entitled to only one vote regardless of the number of positions or offices held at the Post.
3. One third of the number of Elected Officers and Appointed Directors provided for by these Bylaws shall constitute a quorum for the transaction of business at any Board meeting whether held in person or by telephonic means. The act of the majority of the Directors present at a meeting at which there is a quorum shall be the act of the Board unless the vote of a greater number is required by these Bylaws. The Post President, with the approval of a majority of the Post Directors in attendance, may call for an electronic vote by the entire Board, in which case a majority vote of the entire Board is required to pass a motion.
4. Quorums must include one of the following officers as a presiding officer: the Post President; the First Vice President; or the Second Vice President.

#### Article XII

##### Cooperation with Other Organizations

1. In the furtherance of Society goals and objectives, the Post will cooperate with other societies and organizations toward the improvement of the professional status and standards of the engineering, architecture and related professions to foster engineering education and the knowledge of engineering and associated sciences.

#### Article XIII

##### Amendments and Revisions

1. Amendments and/or revisions to Post By-laws may be made by a majority vote of the members, provided that the proposed amendment and/or revision has been previously approved by a majority vote of the Board of Directors (see below), and further provided that it shall be provided to the Post membership at least fifteen days prior to the meeting along with an announcement of the date, time, and place of the meeting for the vote; and provided further that the amendment and/or revision is not in conflict or contradictory to SAME Constitution or Bylaws. (See Nominations & Elections, Article IX). The procedure used for Board approval shall be a two meeting procedure as follows:
  - a) At the first scheduled Board meeting, the proposed amendment is placed on the agenda and discussed. If the Board considers the amendment for adoption, a written copy will be provided to all Board members ten (10) calendar days prior to the next scheduled Board meeting.

- b) At the second scheduled Board meeting, the proposed amendment is placed on the agenda for adoption. A two-thirds vote is required to approve the Bylaw amendment. The proposed effective date of adoption will be included in the approval vote.

Approved by vote of the Board of Directors on \_\_\_\_\_, 20\_\_.

\_\_\_\_\_ Post President

\_\_\_\_\_ Post Secretary

And approved by a majority vote of the members on this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_ at the regular meeting of the \_\_\_\_\_ Post.

Signed: \_\_\_\_\_ Post Secretary