

**The Society of American Military Engineers
Minneapolis-Saint Paul Post**

CONSTITUTION*

17 May 2001

ARTICLE I
NAME AND HEADQUARTERS

1. The name of this organization shall be the Minneapolis-Saint Paul Post of The Society of American Military Engineers.
2. The headquarters shall be in the cities of Minneapolis and Saint Paul, Minnesota.

ARTICLE II
OBJECTIVES

1. The objectives of the Post are in the interests of national defense and professional development. These objectives are:
 - (a) to build and maintain a quality professional engineering society by continuing its best standards and traditions;
 - (b) to advance scientific and engineering education, professional development and accomplishments;
 - (c) to promote a strong Society by attracting, retaining and responding to membership needs to include young professional and student members
 - (d) to promote environmental quality as an inherent part of engineering practice
 - (e) promote advancement of technology and information management through partnership with academia, government and industry
 - (f) to preserve the memory of services rendered by the engineering profession throughout the wars in which the United States has been engaged;
 - (g) to promote communication, the spirit of cooperation and mutual understanding between military engineers and civilian engineers, other arms of the military service, and the design construction industry;
 - (h) to promote cooperation between the public-and-private sector to provide rapid response to national emergencies
 - (i) to promote a cooperative response to worldwide problems between public- and private-sector business, technical, and managerial expertise
 - (j) to promote recognition of engineering excellence by recognizing outstanding contributions to the engineering profession
 - (k) to promote quality, professionally oriented programs and meetings that engender camaraderie, and facilitate and improve communication between military and civilian engineers and organizations.

*This Constitution and BY-LAWS supercede the Constitution, BY-LAWS, and Amendments dated 17 March 1959, 17 March 1970, and any other documents prior to 17 May 2001.

ARTICLE III
MEMBERSHIP

1. **Classification:** Membership of classes is prescribed by the National Society, as follows:
(a) Individual Member; (b) Sustaining Member; (d) Student Member; (e) Honorary Member, and (f) Life Member.
2. **Eligibility:** An applicant must be a National Society member in good standing.

ARTICLE IV
GOVERNMENT

1. The government of the Post shall be vested in its Board of Directors.
2. The Board of Directors shall consist of a President, the Immediate Past President, a Vice-President, a Junior Vice-President, a Secretary, a Treasurer and four (4) Directors. The President, Vice-President, Junior Vice-President, Secretary, and Treasurer shall be elected for a term of one year or until their successors shall have been duly elected. The other four (4) Directors shall not hold any other elected offices and shall hold office for two (2) years after their date of election.
3. Each member of the Board of Directors has the right to cast a vote on matters of business at the meetings of the Board.

ARTICLE V
ANNUAL MEETING

1. The Post shall hold an annual meeting of the members for the election of officers and directors and for the transaction of other business pertaining to the Post. This meeting shall be held in May.

ARTICLE VI
AMENDMENTS

1. This constitution may be amended at any regular meeting of the Post, provided the required notice is given as outlined below, by an affirmative vote of at least two-thirds of all ballots cast by the members voting in person, by written proxy, or by letter-ballot. Notice of proposed amendment(s) shall have previously been submitted to all members of the Post not less than fourteen days prior to the date of the meeting.
2. Amendments to the Constitution may be suggested by a majority vote of the Board of Directors or by petition signed by not less than four (4) members of the Board of Directors or by not less than ten eligible Post members. In the case of a proposed amendment signed by ten eligible Post members, the Board of Directors must approve the proposed Amendment prior to it being submitted to the Post as provided in paragraph 1., above. All proposed amendments shall be put in writing to be considered by the Board of Directors.

End of Constitution

**The Society of American Military Engineers
Minneapolis-Saint Paul Post**

BY-LAWS*

17 May 2001

ARTICLE I
MEMBERSHIP

1. The election to membership shall be entrusted to the Board of Directors.
2. Any person desiring to become a member shall make written application to SAME National Headquarters. Transfer to this Post from another post is accomplished through notification to SAME National Headquarters.
3. Any member may be dropped for cause by a majority vote of the Board of Directors; provided that he shall have been given full opportunity for a hearing in his own defense; provided further, that any member so dropped may be reinstated by a majority vote of the entire Board of Directors; provided further, that prior to such reinstatement he shall liquidate all indebtedness which may be due the Post.

ARTICLE II
BOARD OF DIRECTORS AND BOARD MEETINGS

1. The Board of Directors shall be the judge of the qualifications for its members and, subject to limitations herein prescribed, shall have power to fill vacancies arising in its own membership; provided that the member so elected 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. Further, the Vice-President shall fill a vacancy in the office of President, and the President appoint a Director or other member in good standing to the office thus vacated by the Vice-President.
2. The Board of Directors shall have charge of the business, financial, military, technical, and social interests, and activities of the Post, and in the discharge of its duties, shall have power within the limitations of the constitution and BY-LAWS to initiate and execute any measures whatsoever which in its judgment seem necessary or expedient to further the interests of the Post and to achieve its objects.
3. The Board of Directors shall generally meet once each month for the transaction of business. Special meetings of the Board of Directors may be called by the President on his own motion or on the recommendation of the majority of the Board of Directors.

ARTICLE III
DUTIES OF THE BOARD OF DIRECTORS

1. The President shall have general supervision of the affairs of the Post, and shall preside at the meeting of the Post and the Board of Directors. He/she shall appoint the chairpersons of operating committees and have general supervision over all operating committees. In his/her absence, duties shall devolve upon Vice-President and in his/her absence upon the Junior Vice-President. The President, or, in his/her absence, the Vice-President shall sign all written contracts and obligations of the Post.

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2. The Vice President shall support the President by conducting Board of Director meetings and regular meetings, business of the Post, and other duties of the President when the President is absent.
3. The Junior Vice-President shall be under 36 years of age and will represent the younger members at the Board of Directors' Meetings. He/she will assist and encourage young members to serve on program membership and activity committees; stress the recruitment of young members from uniform services, government and industry; recommend those activities (panel discussions, special educational meetings, field trips) of special interest to young members; give particular attention to sponsored Student Posts; and act as a Liaison Officer between the Post and other organizations. In the event of his/her absence, the Board of Directors shall designate a member in good standing who qualifies under above criteria to discharge the duties of the Junior Vice-President for the remaining period.
4. The Treasurer shall have charge of the funds of the Post; under the direction of the Board of Directors he shall make collections and disbursements and render a monthly and an annual report and such special reports as may be called for by said Board. An auditing committee of three members, to be appointed by the President, shall audit the Treasurer's accounts, the time and frequency determined by the Board. In anticipation of the absence of the Treasurer and on his recommendation, or in the event of his absence, the Board of Directors shall designate a director or other officers of the Post to serve as Acting Treasurer and to discharge for the necessary period the duties devolving upon the Treasurer.
5. The Secretary shall give timely notice of all meetings of the Post and of the Board of Directors and shall record their respective proceedings. He/she shall keep the roll of membership and shall conduct and have custody of the correspondence of the Board of Directors and officers of the Post.
6. The Immediate Past President shall be responsible for developing a slate of candidates and the ballot for the spring election.

ARTICLE IV COMMITTEES

1. The standing committees of the Post shall include, as a minimum, the Program Committee, the Nominating Committee, the Membership Committee, and the Publicity Committee.
 - a. The Program Committee shall consist of a Chairman appointed by the President; the Chairman shall appoint additional committee members. It shall be the duty of the committee to prepare and submit a program of monthly program activities to the Post for adoption.
 - b. The Immediate Past President, who may appoint additional committee members, shall chair the Nominating Committee. It shall be the duty of this committee to present for the annual elections a slate of nominations for each elective office of the Post.
 - c. The Membership Committee shall consist of a Chairman appointed by the President; the Chairman shall appoint additional committee members. It shall be the duty of the committee to retain and to solicit new members. Applications for Post membership shall be submitted to SAME National Headquarters.
 - d. The Publicity Committee shall consist of a Chairman appointed by the President; the Chairman shall appoint additional committee members. It shall be the duty of the committee to prepare and distribute Post Newsletters on a regular basis.

2. In addition to the above standing committees, the Post may establish other special committees, deemed necessary, to promulgate the Post's objectives.

ARTICLE V FINANCES

1. The fiscal year of the Post shall begin on the first day of January.
2. The annual dues of members which will entitle them to all privileges of the Post, except as otherwise provided herein, shall be an amount established by the Board of Directors, payable annually as a part of the annual membership renewal fee collected by National Headquarters.
3. Student members of S.A.M.E. are not required to pay Post dues.

ARTICLE VI MEETINGS AND ELECTIONS

1. The regular meetings of the Post shall be in accordance with the program presented by the Program Committee and adopted by the Post, and, generally, shall be held once every month.
2. The annual meeting may be combined with the regular meeting held in the month specified by the Post.
3. The election of new officers shall take place at the annual meeting held by the Post prior to the expiration of the term of office of the current officers.
4. Special meetings must be called by the President at the written request of one-fourth of the membership and may be called by him at any time. At least a one-week notice, or a fourteen (14) day notice in the case of a meeting where a vote on an amendment to the Constitution is scheduled, of time and place and purpose of meeting shall be given all members; and only the business stated in the call shall be transacted at the special meeting.

ARTICLE VII SEAL AND INSIGNIA

1. The official seal and insignia of the Post shall be that as adopted by SAME National Headquarters.
2. The Post may adopt an informal seal, as approved by the Board of Directors.

ARTICLE VIII QUORUM

1. Provided that a notice of at least one-week has been given, the senior member of the Board of Directors present at a scheduled meeting shall determine if sufficient members are present to constitute a quorum. If no member of the Board of Directors is present, twenty percent of the voting membership present in person or represented by proxies shall constitute a quorum.

2. Four members of the Board of Directors shall constitute a quorum of the Board of Directors.

ARTICLE IX
COOPERATION WITH OTHER ORGANIZATIONS

1. In the furtherance of Society objectives, the Post will cooperate with other engineering societies and organizations toward the improvement of the professional status and standards of the engineering profession, as well as support programs for advancement of engineering education and the knowledge of engineering and associated sciences.

ARTICLE X
GENERAL POLICY AND PROCEDURE

1. ***Nondiscrimination Policy.*** This Society 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, color, religion, sex, or national origin. Likewise, the Society will take no official action, which is or appears to be detrimental or discriminatory to any class or group of persons.
2. ***Ethics Policy:*** It is the policy of this Society Post to adhere to the highest standards of ethical conduct in all its activities. 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.

ARTICLE XI
AMENDMENTS

1. Proposed amendments to the constitution shall be reduced to writing and shall be signed by not less than ten active members or by not less than four members of the Board of Directors.
2. Amendments to BY-LAWS may be made at any meeting of the Board of Directors by an affirmative vote of majority of the total Board. Provided the proposed amendment shall have been presented to the Secretary in writing and copies thereof shall have been submitted to the Board of Directors at least fourteen (14) days prior to the meeting of the Board at which the amendment is to be voted upon. In its discretion, the Board may refer a proposed amendment to the BY-LAWS to the Post for determination in the manner here in before prescribed for amendments to the constitution.

End of BY-LAWS