

**ENGINEERS WITHOUT BORDERS**  
**Chicagoland Professional Chapter**

**CHAPTER CONSTITUTION & BYLAWS**

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**CONSTITUTION**

**ARTICLE I - Name, Location and Objectives**

Section 1. Engineers Without Borders – Chicagoland Professional Chapter (EWB-CPC) is a professional chapter of Engineers Without Borders – USA (EWB-USA) serving the Chicagoland area.

Section 2. The headquarters office of the Chapter shall be located in the home city of the President.

Section 3. The objective of the Chapter shall be to promote and further the objectives of EWB-USA and to facilitate student chapter development and cooperation within the geographic boundaries of the Chapter. The Chapter shall mentor and support engineering students and student chapters involved in EWB-USA approved projects in a manner consistent with the objectives of EWB-USA.

Section 4. In the pursuit of the objectives, the Chapter shall not operate in conflict with the Bylaws, Rules of Policy and Procedure, or any other governing documents of EWB-USA, where applicable.

**ARTICLE II - Membership**

Section 1. The membership of the Chapter shall consist of professionals who reside within the geographic area that it serves. Such individuals will be deemed Members of the Chapter on the basis of their address of record with EWB-USA.

Section 2. Each Member shall be a Voting Member of the Chapter upon subscribing to the Constitution and Bylaws of the Chapter by payment of current year EWB-USA dues, as provided in Article VII of the Bylaws.

**ARTICLE III – Chapter Organization**

Section 1. The governing structure of the Chapter shall be comprised of the following leadership groups, with each group working at the direction of and being responsible to the committee or entity that precedes it:

- a. Chapter Board of Directors (as defined in Article V)
- b. Chapter Executive Committee (as defined in Article IV)

## **ARTICLE IV – Chapter Executive Committee**

Section 1. There shall be a Chapter Executive Committee in which the governance of the Chapter shall be vested. The Committee shall consist of the following positions:

- a. The President
- b. The Vice President
- c. The Secretary
- d. The Treasurer
- e. The Communications Committee Chair
- f. The Fundraising Committee Chair
- g. The Membership Committee Chair
- h. The Projects Committee Chair
- i. The Research & Training Committee Chair
- j. The Social Committee Chair
- k. The University Committee Chair
- l. The Chair of a Special Committee (short-term committees such as the Conference Planning Committee)

Section 2. The duties of the individual Committee members shall be as follows:

- a. The President shall conduct the business of the Chapter along with the other Committee members and coordinate between the Chapter, the Great Lakes Region, and the national EWB-USA organization. The President shall see that all orders and resolutions of the Chapter are carried into effect. The President shall be the Chapter's Representative to the Great Lakes Region of EWB-USA, and shall be responsible for the preparation of the Chapter's Annual Report to the Great Lakes Regional Director, the Chapter's Board of Directors and the Chapter membership.
- b. The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President. The Vice-President shall be an active member of the Communications Committee and will regularly attend meetings. The Vice-President shall be responsible for increasing communication between project teams and the other committees so that all the social, fundraising, research & training and membership needs of each project are considered.
- c. The Secretary shall be responsible for the preparation of the official minutes of all meetings of the Chapter Executive Committee, the Chapter Board of Directors (as defined in Article V) and the General Membership Meetings.
- d. The Treasurer shall receive, record and account for income and to pay out, record and account for all approved expenses of the Chapter, and shall provide the financial reports required by EWB-USA. The Treasurer shall be responsible for the accounts of the Chapter and shall be subject to audit as prescribed in the Bylaws of the Chapter. The Treasurer shall be an active member of the Fundraising Committee and will regularly attend meetings.
- e. The Communications Chair shall oversee the website and external communications of the chapter. The Chair shall develop a plan for using and enhancing the EWB-CPC website and for raising awareness of EWB-USA and CPC. The Committee shall maintain a database of all EWB-CPC contacts.
- f. The Fundraising Chair shall develop a strategic fundraising plan for sustaining the chapter projects and executes logistics of fundraising activities. The chair shall promote communication between Committee members so that all fundraising activities are coordinated; the same funding sources should not be exhausted by

- repeated appeals. The Committee shall organize a large spring fundraiser and 1 or 2 smaller events over the course of the year. The Committee shall communicate with the Project Teams in order to determine project funding needs.
- g. The Research & Training Chair shall oversee the information needs of the chapter. The Chair shall develop a plan for providing research and training support to the Project Teams. The Committee shall be responsible for planning training events in areas such as wilderness safety, first aid, research methods, appropriate technology and cultural awareness. The Committee shall arrange general meeting speakers as needed. The Committee shall hold a copy of the Appropriate Technology Library.
  - h. The Social Chair shall encourage interaction among the general membership outside the context of General Business Meetings. The Committee shall coordinate three to five social events per year.
  - i. The Membership Chair shall develop a plan for maintaining current membership and increasing EWB-CPC membership. The Chair shall develop a plan for helping inactive members to become active in the work of the chapter. The Committee works to match qualified and willing members to the specific needs of the chapter and Project Teams. The Membership Committee supplies the Communications Committee with membership information to maintain the chapter contact database.
  - j. The Projects Chair shall oversee the Project Teams. The Committee shall work through the preliminary project approval process including preliminary project applications and the Decision Science Model. The Committee shall make recommendations to the Executive Committee for new project approval.
  - k. The University Chair shall oversee the EWB-CPC relationship with EWB Student Chapters. The Chair shall coordinate with CPC Student Development Teams to ensure all student chapter needs are met and shall work with EWB-USA to keep Student Development Teams and Student Chapters aware of regulations and policy changes. The Chair and Committee shall review Student Chapter grant applications and make recommendations to the Executive Committee for grant approval.

Section 3. Each Voting Member of the Chapter shall be eligible for election to the Executive Committee.

Section 4. The term of office of the President, Vice-President, Secretary, Treasurer and all Committee Chairs shall be one year. This term shall begin on the first day of May and shall continue for the period above mentioned, or until a successor is duly selected.

Section 5. In the event of a vacancy in the office of President, the Vice-President shall succeed to that office. Vacancies in the offices of Vice-President, Secretary, Treasurer and Committee Chairs shall be filled by the President making appointments from among the Voting Members of the Chapter. All vacancies filled shall be for the remaining term. A Vice-President succeeding to the office of President shall have the privilege of being a candidate for that office at the next election.

#### **ARTICLE V – Board of Directors**

Section 1. There shall be a Board of Directors that shall provide direction, continuity and guidance to the Chapter. The Board of Directors shall be composed of a minimum of five members and no more than eight members and shall be headed by a Chairperson, who shall direct its activities and functions. The Board of Directors shall have the principal responsibilities of developing a mission statement, a list of values and goals for the Chapter, and reviewing the

bylaws and constitution. The Board shall meet annually at a minimum to review and approve the Chapter's annual reports.

Section 2. Meetings of the Board of Directors may occur in person, via telephone conference call, or via other electronic means as approved by the Executive Committee. The voting of the Board of Directors may be conducted as a voice vote, or via a proxy as provided in the Bylaws.

Section 3. Each Voting Member of the Chapter shall be eligible for selection to the Board of Directors.

Section 4. The term of the members of the Board of Directors shall be one year. This term shall begin on the first day of November and shall continue for the period above mentioned or until a successor is duly elected.

Section 5. Vacancies in the Board of Directors shall be filled by the President making appointments from among the Voting Members of the Chapter. All vacancies filled shall be for the remaining term.

Section 6. The members of the Board of Directors shall be nominated and approved by the Executive Committee. The current President and immediate past-President will be active members of the Board of Directors.

#### **ARTICLE VI - Amendments**

Section 1. This Constitution and Bylaws may be amended only by the following procedure:

- a. An amendment may be proposed by any Voting Member of the Chapter.
- b. The proposed amendment shall have the supporting signatures of one-tenth of all the Voting Members of the Chapter, and shall be forwarded to the Executive Committee.
- c. Within ten days of presentation to the Executive Committee, the Secretary shall present the proposed amendment to the Voting Members of the Chapter by letter ballot or via electronic means, as designated by the Executive Committee, setting a date two weeks thereafter for submittal of the completed ballots. Ballots shall be submitted in writing, including faxes or e-mail.
- d. If approved, the Chapter Secretary shall immediately amend the Constitution and/or Bylaws as proposed, and issue them to the Chapter membership and to EWB – USA headquarters.

#### **ARTICLE VII - Miscellaneous Provisions**

Section 1. No part of the net earnings of the Chapter shall inure to the benefit of any private individual and no substantial part of the activities of the Chapter shall be carrying on lobbying, or otherwise attempting to influence legislation, and the Chapter shall not participate in, or intervene in (including publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

Section 2. Should dissolution of the Chapter occur, the assets remaining after the payment of the debts of that Region shall be conveyed to the national EWB-USA organization.

## **BYLAWS**

### **ARTICLE I - Election of Executive Committee Members**

Section 1. With the exception of the first election, Voting Members of the Chapter shall nominate one or more qualified Members of the Chapter for the offices of President, Vice-President, Secretary, Treasurer and all Committee Chairs. A Voting Member meeting the prescribed qualifications shall second all nominations. The first election will be held at the inaugural Chapter General Meeting and all present will be eligible to vote and to hold office. Nominations and the election of officers will be by voice vote at the inaugural meeting.

Section 2. Subsequent to the first election, nominations shall be submitted to the Voting Membership at the Chapter Membership General Meeting in February.

Section 3. Subsequent to the first election, once the nomination process has been completed, the Secretary of the Chapter shall prepare and distribute the ballots via paper or electronic means at the end of March during the Chapter Membership General Meeting. The candidate(s) receiving the highest number of votes for each office shall be declared elected. Elected officers shall assume office on the first day in May.

Section 4. No Voting Member may serve more than four consecutive years as a member of the Executive Committee. No member of the Executive Committee may serve more than two consecutive terms in the same office.

### **ARTICLE II – Election of Board of Directors**

Section 1. With the exception of the first election, members of the Executive Committee shall nominate one or more qualified Members of the Chapter for membership on the Board of Directors, and for the office of Chairperson of the Board. A Voting Member of the Executive Committee meeting the prescribed qualifications shall second all nominations. The initial Board of Directors will be chosen at the inaugural meeting, with nominations from the floor and a voice vote by those present.

Section 2. Subsequent to the first election, nominations shall be submitted to the Secretary of the Chapter during the September Executive Committee meeting. The nomination process will occur before the annual meeting of the Board of Directors.

Section 3. With the exception of the first election, the Executive Committee shall vote on the candidates during the October Executive Committee meeting. Each candidate receiving a simple majority vote is considered elected. The elected Board Members shall assume office on the first day of November.

Section 4. No Voting Member may serve more than four consecutive years as Chairperson of the Board of Directors. Members of the Board of Directors may serve consecutive terms if reelected by the Executive Committee.

### **ARTICLE III – Quorum**

Section 1. A quorum of the Executive Committee shall consist of at least six (6) out of eleven (11) members. A quorum of the Board of Directors shall consist of at least fifty-one (51) percent

of the Board members. As related to the general business of the Region, a quorum shall consist of at least ten (10) percent of the Voting Members.

#### **ARTICLE IV - Meetings**

Section 1. Regular meetings of the Executive Committee shall be held each month, or as directed by the President.

Section 2. Regular meetings of the Board of Directors shall be held annually, or as directed by the Chairperson of the Board.

Section 3. Regular meetings of all members and committees of the Chapter shall be scheduled as directed by the Executive Committee.

Section 4. Regular meetings shall be held according to Robert's Rules of Order.

#### **ARTICLE V - Notice of Meetings**

Section 1. The Secretary shall publish notice of regular meetings on the EWB-CPC website.

#### **ARTICLE VI - Order of Business**

Section 1. The order of business for all meetings shall be that prescribed by the presiding officer.

#### **ARTICLE VII - Guests**

Section 1. Any member of the EWB-USA or its affiliates who is not a Voting Member of the Chapter shall have the privilege of attending meetings. Any Voting Member at the meeting may invite one or more guests. The presiding officer shall review the order of business for the meeting and determine if there are any "executive session items" which should not be discussed with the guests present. The executive session items shall then be moved to the end of the meeting and all guests shall be excused during those deliberations.

#### **ARTICLE VIII - Dues**

Section 1. Annual dues for membership are paid to the national EWB-USA organization.

#### **ARTICLE IX - Management**

Section 1. The outgoing Treasurer shall close the accounts at the end of April and prepare them for audit. The audit shall be performed by the Treasurer-Elect, and shall be completed and a report submitted to the Executive Committee members at the June meeting. The turnover of office shall be effective on the first day of May.

Section 2. Communication with the membership shall be via electronic mail, or as directed by the Secretary.

**ARTICLE X – Removal of an Officer or Director**

Section 1. Removal of an Officer or Director prior to completion of his/her term of office may be accomplished by a petition signed by two-thirds of all Voting Members of the Chapter or by vote by vote of two-thirds of the Board of Directors.

Section 2. The Board of Directors shall appoint an interim replacement from the Voting Members of the Chapter to complete the term of office of the removed Officer or Director.

**ARTICLE XI – Savings Clause**

Section 1. Should any section of this Constitution found to be illegal, the remaining sections shall remain intact and in force.