



EWB - Portland CONSTITUTION and BYLAWS

Last Modified 06/04/2006

CONSTITUTION

ARTICLE 1 - NAME, LOCATION AND OBJECTIVE

1.1 NAME

This organization is a chapter of the parent organization, Engineers Without Borders-USA. As such, the name is “The Portland Chapter of Engineers Without Borders-USA” and can be abbreviated as “EWB-Portland.” The organization shall be referred to throughout this document as “the Chapter.” The parent organization shall be referred to throughout this document as “EWB-USA.”

1.2 LOCATION

The Chapter geographic boundaries shall be defined as the area including Oregon and Southwest Washington. The headquarters of the Chapter shall be located in Portland, Oregon.

1.3 OBJECTIVE

The objective of the Chapter is to facilitate the involvement of people from Oregon and Southwest Washington in EWB-USA, in a manner consistent with the objectives of EWB-USA. In pursuit of the objectives, the Chapter shall not operate in conflict with the Constitution, Bylaws, Rules of Policy and Procedure, or other guidelines of EWB-USA, where applicable.

ARTICLE 2 - VOLUNTEERS & MEMBERSHIP

2.1 VOLUNTEERS

Volunteers with the Chapter are bound by the Chapter Constitution and Bylaws and the Chapter agreement with EWB-USA.

2.2 MEMBERSHIP

Membership is encouraged, but not required, to volunteer with the Chapter. A volunteer becomes a member by registering with EWB-USA and paying annual dues in accordance with EWB-USA policy. Only members have the right to vote in the Chapter elections, are eligible to travel on EWB-USA projects, are eligible serve on the Steering Committee, and receive all other member benefits according to EWB-USA policy.



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ARTICLE 3 - STEERING COMMITTEE

3.1 FUNCTION

The Steering Committee shall manage the affairs of the Chapter in accordance with the laws under which the Chapter is organized and within the provisions of the Constitution. Thus, the Steering Committee has the principal responsibilities of developing chapter level policy, authorizing financial expenditures, and generally directing the business of the Chapter. The Steering Committee shall approve all policies developed before they are enacted.

3.2 MEETINGS

- 3.2.1 Meetings of the Steering Committee may occur in person, via telephone conference call or via other electronic means. Steering Committee voting may be conducted as a voice vote or via a proxy as provided in the Bylaws.
- 3.2.2 All Steering Committee officers shall be responsible to attend ALL Steering Committee meetings either in person or via proxy. If there are extenuating circumstances that prevent the officer from fulfilling this responsibility, these should be explained to the President, who may opt to excuse the officer from attendance.

3.3 OFFICERS

The Steering Committee, in which the governance of the Chapter shall be vested, shall consist of the following officers. All have the right to vote on issues brought before the Steering Committee with the exception of the Past President, who may only advise or comment.

- 3.3.1 Past President
- 3.3.2 President
- 3.3.3 President-Elect
- 3.3.4 Treasurer
- 3.3.5 Events Chair
- 3.3.6 Fundraising Chair
- 3.3.7 Membership Chair
- 3.3.8 Projects Chair
- 3.3.9 Publicity Chair

3.4 PRESIDENTIAL ELECTIONS

- 3.4.1 Presidential elections shall be held annually during the month of June. All members of the Chapter are eligible to vote.
- 3.4.2 The overall role of President is assumed to be a three year commitment, and is divided into three separate offices: President-Elect, President, and Past President.
 - 3.4.2.1 The President-Elect shall be elected by the Membership annually according to Article 1 of the Bylaws.



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3.4.2.2 At the time of the annual election, the President-Elect from the previous year assumes the role of President.

3.4.2.3 At the annual election, the President from the previous year assumes the role of Past President.

3.5 PRESIDENTIAL TERM OF OFFICE

The term of office for each of the presidential offices is one year. This term shall begin on the first day after the member has taken the office.

3.6 PRESIDENTIAL VACANCIES

3.6.1 If there is a midterm vacancy in the office of Past President, then the office shall remain vacant until the annual election.

3.6.2 If there is a midterm vacancy in the office of the President, then the President-Elect shall prematurely assume the office of President and shall appoint an assistant who shall serve in the role of President-Elect for the remainder of the term. At the next annual election, the President shall serve one more term, and a new President-Elect shall be elected.

3.6.3 If there is a midterm vacancy in the office of President-Elect, then the President shall appoint an assistant who shall serve in the role of President-Elect for the remainder of the term. The next annual election shall be a special election, whereby both the President-Elect and the President are elected.

3.7 OFFICER APPOINTMENTS

The President shall appoint all other officers on the Steering Committee.

3.8 OFFICER TERM OF OFFICE

All appointed officers, except for the Treasurer, shall serve a term of one year. The treasurer shall serve a term of two years. Terms begin the day after the officer has been appointed.

3.9 OFFICER VACANCIES

In the event of a midterm vacancy in any of the appointed offices, the President shall fill the vacancy with a new appointee, who shall serve for the remainder of the term. During the vacancy, the responsibilities of the vacant office can be assumed by other members of the Steering Committee.

3.10 OFFICER DUTIES AND RESPONSIBILITIES

3.10.1 **Past President**

3.10.1.1 Provide advice and historical information about past chapter operations to the Steering Committee

3.10.1.2 Assist in the development of policy pertaining to the overall operations of the Chapter

3.10.2 **President**

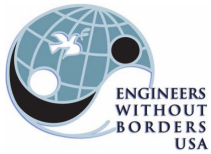
3.10.2.1 Coordinate between the Chapter, the West Coast Region and EWB-USA



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- 3.10.2.2 Ensure that all resolutions of the Chapter are carried into effect
- 3.10.2.3 Have signatory power over the Chapter bank account
- 3.10.2.4 Initiate ad hoc committees as s/he sees fit
- 3.10.2.5 Develop policy pertaining to the overall operations of the Chapter with the steering committee
- 3.10.2.6 Attend in person or via proxy all Steering Committee meetings
- 3.10.3 **President-Elect**
 - 3.10.3.1 Attend and preside over, in person or via proxy, all Steering Committee meetings
 - 3.10.3.2 Take initiative to learn the role of President
 - 3.10.3.3 Perform the duties and exercise the powers of the President in his/her absence or disability
 - 3.10.3.4 Assist the President in the development of policy pertaining to the overall operations of the Chapter
 - 3.10.3.5 Perform the duties assigned to him or her by the President
- 3.10.4 **Treasurer**
 - 3.10.4.1 Receive, record and account for income and distribute, record and account for all approved expenditures of the Chapter
 - 3.10.4.2 Develop policy pertaining to the accounting oriented operations of the Chapter
 - 3.10.4.3 Prepare the financial section of the Annual Report of the Chapter
 - 3.10.4.4 Be responsible for the accounts of the Chapter and be subject to audit as prescribed in the Bylaws of the Chapter
 - 3.10.4.5 Attend all Steering Committee meetings in person or via proxy and perform the duties assigned to him or her by the President
- 3.10.5 **Secretary**
 - 3.10.5.1 Take minutes at Steering Committee meetings and distribute electronically within four days of the meeting
 - 3.10.5.2 Write a summary of the Chapter Meetings and post to website within four days of the meeting
 - 3.10.5.3 Monitor overall content and structure of the website and coordinate all administrative users
 - 3.10.5.4 Maintain documentation for the Chapter operations
 - 3.10.5.5 Coordinate the drafting of the Chapter Annual Report
 - 3.10.5.6 Coordinate annual elections
 - 3.10.5.7 Attend all Steering Committee meetings in person or via proxy and perform the duties assigned to him or her by the President
- 3.10.6 **Events Chair**
 - 3.10.6.1 Create, chair, and maintain the records of the Events Committee
 - 3.10.6.2 Develop policy pertaining to the events oriented operations of the Chapter with the Events committee
 - 3.10.6.3 Maintain current information about the activities of the Events Committee and communicate this periodically to the Steering Committee and to the Chapter Membership through the website



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- 3.10.6.4 Manage the structure and presentations of the monthly Chapter meetings
- 3.10.6.5 Attend all Steering Committee meetings in person or via proxy and perform the duties assigned to him or her by the President
- 3.10.7 **Fundraising Chair**
 - 3.10.7.1 Create, chair, and maintain the records of the Fundraising Committee
 - 3.10.7.2 Develop policy pertaining to the fundraising oriented operations of the Chapter with the Fundraising committee
 - 3.10.7.3 Maintain current information about the activities of the Fundraising Committee and communicate this periodically to the Steering Committee and to the Chapter Membership through the website
 - 3.10.7.4 Develop, administer and organize all fundraising activities
 - 3.10.7.5 Work in conjunction with the Treasurer to collect and record all fundraising monies
 - 3.10.7.6 Prepare and present an Annual Fundraising Report to the Steering Committee detailing the past year's fundraising events
 - 3.10.7.7 Prepare and present an Annual Fundraising Proposal for the next year's fundraising activities
 - 3.10.7.8 Attend all Steering Committee meetings in person or via proxy and perform the duties assigned to him or her by the President
- 3.10.8 **Membership Chair**
 - 3.10.8.1 Create, chair, and maintain the records of the Membership Committee
 - 3.10.8.2 Develop policy pertaining to the membership oriented operations of the Chapter with the Membership Committee
 - 3.10.8.3 Maintain current information about the activities of the Membership Committee and communicate this periodically to the Steering Committee and to the Chapter Membership through the website
 - 3.10.8.4 Recruit new chapter members and maintain a database of current member information including, membership classification, telephone number, email address, occupation, volunteer hours and volunteer interests and abilities
 - 3.10.8.5 Maintain the privacy of the information collected about chapter members
 - 3.10.8.6 Work in conjunction with other committee chairs to connect members with volunteer opportunities within the Chapter
 - 3.10.8.7 Attend all Steering Committee meetings in person or via proxy and perform the duties assigned to him or her by the President
- 3.10.9 **Projects Chair**
 - 3.10.9.1 Create, chair, and maintain the records of the Projects Committee
 - 3.10.9.2 Develop policy pertaining to the projects oriented operations of the Chapter with the Projects Committee



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- 3.10.9.3 Maintain current information about the activities of the Projects Committee and communicate this periodically to the Steering Committee and to the Chapter Membership through the website
- 3.10.9.4 Evaluate projects for completion by the Chapter and assist chapter members with the submission of Project Application Forms to the EWB-USA Technical Advisory Committee
- 3.10.9.5 Assist project leaders in establishing project teams, schedules and goals
- 3.10.9.6 Maintain records of active, pending and completed projects for the Chapter
- 3.10.9.7 Attend all Steering Committee meetings in person or via proxy and perform the duties assigned to him or her by the President

3.10.10 Publicity Chair

- 3.10.10.1 Create, chair, and maintain the records of the Publicity Committee
- 3.10.10.2 Develop policy pertaining to the publicity oriented operations of the Chapter with the Publicity Committee
- 3.10.10.3 Maintain current information about the activities of the Publicity Committee and communicate this periodically to the Steering Committee and to the Chapter Membership through the website
- 3.10.10.4 Publicize the mission, goals, activities and events of the Chapter and EWB-USA
- 3.10.10.5 Develop the necessary materials (e.g. pamphlets, flyers, press releases) to facilitate relations between the Chapter and the public
- 3.10.10.6 Attend all Steering Committee meetings in person or via proxy and perform the duties assigned to him or her by the President

3.11 ASSISTANTS

With the exception of the Past President, President, and President-Elect, all Steering Committee Officers have the option of appointing an Assistant to their position, who when directed by the officer, may act in the role of that officer with all rights and responsibilities of the office.

3.12 PERFORMANCE EXPECTATIONS

It is expected that all Steering Committee officers will fulfill the duties assigned to them in this Constitution and Bylaws. If the officer is unable to fulfill the duties of the office, he or she has the responsibility to bring this fact to the attention of the Steering Committee and ask for assistance, and if assistance cannot be provided, he or she must relinquish the office through a written statement to the Steering Committee.

ARTICLE 4 - AMENDMENTS

4.1 PROPOSALS

Any Member of the Chapter may present a proposal to amend the Constitution or Bylaws of the organization. The proposal is to be in writing and presented to the Steering Committee.



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4.2 CONSTITUTIONAL Amendments

Amendments to the Constitution shall require a consensus of the Steering Committee. A consensus shall consist of all members voting either "affirmative" or "abstain".

4.3 BYLAWS Amendments

Amendments to the Bylaws shall require a two thirds majority vote of the Steering Committee.

ARTICLE 5 - MISCELLANEOUS PROVISIONS

5.1 BENEFITS TO INDIVIDUALS

No part of the net earnings of the Chapter shall inure to the benefit of any private individual.

5.2 POLITICAL BIAS

No substantial part of the activities of the Chapter shall be lobbying, or otherwise attempting to influence legislation. The Chapter shall not participate in, nor intervene in (including publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

5.3 DISSOLUTION, ASSETS

Should dissolution of the Chapter occur, the assets remaining after the payment of the debts of the Chapter shall be conveyed to EWB-USA.



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BYLAWS

ARTICLE 1 - ELECTION OF THE PRESIDENT-ELECT

- 1.1 The President-Elect shall be elected in a general election by Members of the Chapter through ballot voting. Votes may be cast in person or via proxy.
- 1.2 Elections shall be held no later than the last day of June of an election year.
- 1.3 All Members of the Chapter may nominate one or more qualified members of the Chapter for the office of President-Elect.
- 1.4 Nominations shall be submitted in writing to the Secretary.
- 1.5 Following the collection of all nominations, ballots shall be prepared and distributed to the membership in person at the Chapter Election. The candidate receiving the highest number of votes shall be declared elected.

ARTICLE 2 - QUORUM

- 2.1 At least 51 percent of the Steering Committee Officers shall constitute a quorum for the conduct of business in the Steering Committee.

ARTICLE 3 - MEETINGS

- 3.1 Regular meetings of the Steering Committee shall be held monthly or as directed by the President.
- 3.2 Chapter Meetings shall be held at regular intervals.

ARTICLE 4 - NOTICE OF MEETINGS

- 4.1 Notice of meetings shall be published on the Chapter website. Announcements will be distributed to the Chapter mailing list via email.

ARTICLE 5 - ORDER OF BUSINESS

- 5.1 The order of business shall be that prescribed by the President.



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ARTICLE 6 - DUES

- 6.1 Annual dues for defraying the general expenses of the Chapter shall be as directed by EWB-USA.

ARTICLE 7 - SAVINGS CLAUSE

- 7.1 Should any section of the Constitution or Bylaws be found to be illegal, the remaining sections shall remain intact and in force.