

SIGMA DELTA EPSILON
Graduate Women in Science, Inc.
BYLAWS

ARTICLE I. ORGANIZATION

- Section 1. Sigma Delta Epsilon, Graduate Women in Science, Inc. shall consist of chapters bound together by a National Organization as hereinafter prescribed.
- Section 2. Each chapter shall be governed by the Constitution of the National Organization and the chapter bylaws which shall not be at variance with the Amended Certificate of Incorporation or the Constitution and Bylaws of the National Organization.
- Section 3. Chapters may be established wherever expedient to serve the purposes of the Organization.
- Section 4. Omega Chapter
a. Omega Chapter shall have no specific locality and shall be maintained for the purpose of extending privileges of the Organization to members not resident in the vicinity of a chapter.
b. The chapter shall be directed by a committee of three members of the chapter elected at the stated annual meetings of the Grand Chapter (see Article V, Section 2e and Section 3).

ARTICLE II. MEMBERSHIP

- Section 1. Qualifications
An individual who holds a baccalaureate or higher degree from an accredited institution of higher learning, or equivalent degree from a foreign institution shall be eligible for membership. This eligible individual is or has been engaged in, or is registered for research in one of the mathematical, physical or biological sciences, or any discipline in which the scientific method is employed, or who supports the objectives of the Organization,. Affiliates are individuals who support the Organization but do not hold a baccalaureate or higher degree.
- Section 2. Rights of Membership
a. To vote and hold office;
b. To petition the National Council in writing on matters of concern to the National Organization;
and
c. To attend all meetings of the Organization to gain a hearing.
- Section 3. Categories
a. Active Members
(1) A *Regular Member* is one who meets the requirements as stated in this Article, Section 1, and who pays full national dues.
(2) A *National Life Member* is one who has elected to pay life membership dues (see Article VII, Section 2a).
(3) A *Graduate Student Member* is one who is registered for an advanced degree requiring research in one of the mathematical, physical, biological or any discipline in which the scientific method is employed. The individual shall pay not more than one-half (1/2) the annual national dues and shall have all the rights of membership.
(4) A *Transitional Member* is one who is making a professional transition.
(5) A regular member may, for reasons of health or age, elect to become an *Emeritus Member*. The individual shall pay not more than one-half (1/2) the annual national dues and shall have all the rights of membership.

(6) A *National Honorary Membership* may be conferred upon a woman in recognition of outstanding achievement in scientific research or scientific education (see Article IX, Section 3). Membership in Sigma Delta Epsilon is not a requirement for election, but a woman so honored may affiliate with a chapter. She shall be exempt from paying national dues and shall have all the rights of membership.

b. Inactive Members

A member who has resigned or who has allowed her membership to lapse by non-payment of dues for one (1) year shall be inactive. The individual may be reinstated without payment of back dues only once, by payment of the current year's dues.

c. National Affiliates

National *Affiliates* shall include undergraduate science majors as *non-voting affiliates*.

d. Transfer of Membership

A member may transfer from one chapter to another chapter. If dues have already been paid to the former chapter, the new chapter shall waive dues for the current year.

ARTICLE III. GOVERNANCE

Section 1. Officers

The officers shall be President, President-Elect, Vice-President, the Membership and Recording & Corresponding Secretaries, Treasurer, immediate Past President and such other officers as the National Council may consider necessary, and shall comprise the Executive Board.

Section 2. Directors

The Directors shall be five (5) in number, at least three of whom shall have served on the National Council.

Section 3. National Council

The National Council shall consist of the Executive Board, the Directors and the Editor; and in addition, up to three (3) chairmen of standing committees, whom the President considers necessary for the proper functioning of National Council, may be appointed by the President. A member of the Parliamentary Committee may be present at meetings to ensure that decisions taken are in agreement with the Organization's Constitution and Bylaws.

Section 4. Grand Chapter

The Grand Chapter shall be the supreme governing body of the Organization. It shall consist of:

a. the National Council, the Historian and Archivist, the Chairman of Omega Chapter Committee, the chapter Presidents and one additional delegate from each chapter, and the standing committee chairmen not mentioned in the foregoing list (see Article IX).

b. The larger chapters shall be entitled to an additional delegate for every 50 members over 100 members. The delegates shall be members in good standing and shall represent their chapters at annual and special meetings until their successors are elected.

Section 5. Committees

There shall be Standing Committees as cited in Article IX. Other committees, standing or special, shall be appointed by the President as the National Council deems necessary to carry on the work of the Organization.

Section 6. Requirements for the Chapters

a. Each chapter shall make an annual written report to the Grand Chapter meeting.

b. Each chapter shall have a liaison officer to provide continuity of relations between the chapter and the National Organization.

Section 7. Establishment of New Chapters and Re-establishment of Disbanded Chapters

A group of at least seven active SDE/GWIS members engaged in scientific work and who meet the requirements as stated in Article II, Section 1, may petition for a chapter.

- a. A charter shall be granted upon approval of the petition by the National Council and approval of its bylaws by the Parliamentary Committee.
- b. The chapter, bearing a Greek letter name, shall be installed by the President or her representative.

Section 8. Disbandment of a Chapter

a. Withdrawal of a Charter for Cause

(1) If a chapter fails to comply with the Amended Certificate of Incorporation or the Constitution and Bylaws of the National Organization, or if charges are preferred against it, the National Council shall investigate the charges.

(2) A period of at least sixty (60) days shall be allowed for the chapter to comply with any stipulations made or to prepare a defense.

(3) Withdrawal of a charter shall require approval by two-thirds (2/3) of the members of the National Council.

b. Voluntary Disbandment of a Chapter

A chapter may elect to disband and forfeit its charter.

c. Distribution of Assets

Upon disbandment of a chapter, the assets shall be incorporated into the National Sigma Delta Epsilon Graduate Women in Science, Inc. Treasury, and may be used as either scholarship or administrative funds. (see also: Article VII. Finance and Fiscal Procedure. Section 2. part c.)

Section 9. Inactive Chapters

A chapter may request inactive status for stated reasons, such as inability to comply with Article III, Section 6, "Requirements for the Chapters". National Council shall investigate the reasons and vote on whether to grant inactive status and lay-over of the chapter's charter. The chapter may reactivate within five (5) years without penalty. After five (5) years, National Council must consider withdrawal of the chapter's charter for cause (see Article III, Section 8, Part a).

Section 10. Removal from Office of a Member of the Executive Board or a Member of the Board of Directors for 'Cause'

a. Criteria

(1) A member of the Executive Board or the Board of Directors may be considered for removal from office if she does not perform the duties according to Article VI. of the National Bylaws, and as outlined in the Organization's Policy and Procedures Manual In addition:

(2) A member of the Board of Directors may be considered for removal from office if she does not perform any two (2) of the three (3) following duties:

(a) she shall respond to correspondence.

(b) she shall attend or send a voting proxy to at least three (3) consecutive national Grand Chapter meetings.

(c) she shall contribute to Board of Directors-designated duties and activities.

b. Procedure

Upon approval of two-thirds (2/3) of the members of the Executive Board and the Board of Directors together, a certified letter shall be sent to the member stating their grievances. Sixty (60) days will be allowed for a written response. After reviewing the response, if any, approval of two-thirds (2/3) of the Executive Board and the Board of Directors together shall be required for removal of the member from office.

ARTICLE IV. MEETINGS

Section 1. There shall be an annual Grand Chapter meeting for the purpose of installing officers, receiving annual reports and transacting other business as necessary.

Section 2. a. Interim meetings of the National Council shall be held at the discretion of the Council for the purpose of transacting Organization business.

b. Meetings by audio conference or videoconference

(1) Interim meetings of the National Council may also be held by audio conference, videoconference, or by any technology deemed appropriate by the National Council.

(2) The procedures for conducting such a meeting shall be described in detail in the Organization's Policy and Procedures Manual.

Section 3. Special meetings of the Grand Chapter may be called by the National Council, the Directors or upon the written consent of 10 percent of the membership for the consideration of specific subjects. Notice of a special meeting shall be given in writing and by electronic means to the chapters at least sixty (60) days before the meeting.

Special meetings of the Grand Chapter may be held by audio conference, videoconference, or by using any technology deemed appropriate by the Grand Chapter.

Section 4. Waiver

Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Organization may be held at any time, at any place and any action may be taken thereat, if notice is waived in writing by every member having the right to vote at the meeting.

Section 5. Proxies

Any member of the Organization entitled to vote at any meeting thereof may vote by proxy. A proxy shall be in writing and for a specific meeting.

Section 6. Quorum

a. A quorum for the transaction of business at any meeting of the National Council shall be one-half (1/2) of the number of members entitled to vote either in person or by proxy; at least two of whom must be officers, and at least one of the officers must be either the President, the President-Elect or the Vice-President.

b. A quorum for the transaction of business at any meeting of the Grand Chapter shall be one-fourth (1/4) of the number of members entitled to vote either in person or by proxy; at least two of whom must be officers, and at least one of the officers must be either the President, the President-Elect or the Vice-President.

Section 7. Voting

a. At any meeting, questions shall be decided by a majority vote, unless otherwise prescribed, by the voters present in person or by proxy.

b. Between Grand Chapter meetings, the National Council may submit questions to the chapters in writing and by electronic means, allowing at least sixty (60) days for action. To carry, there shall be affirmative votes cast by at least two-thirds (2/3) of the number of chapters voting. Decisions shall be effective at the end of the voting period and notice of the action shall be sent to the chapters.

Section 8. The order of business for the Grand Chapter meeting shall be decided by the Executive Board and the meeting shall be open to any active SDE/GWIS member in good standing, but only the duly accredited members of the meeting shall have the right to vote.

ARTICLE V. ELECTION OF OFFICERS

Section 1. Qualifications

A candidate for office shall be an active SDE/GWIS member in good standing who has demonstrated leadership qualities and who supports the objectives of the Organization.

Section 2. Terms of Office

a. The *Presidency* is filled by the succession of the President-Elect to the position. The President shall serve for a term of one (1) fiscal year and until her successor has taken office.

- b. The *President-Elect* and *Vice-President* shall be elected for a term of one (1) fiscal year and each shall serve until her successor has taken office.
- c. The *Membership Secretary* and the *Treasurer* shall be elected in alternate years for a term of two (2) years and shall be eligible for re-election. The *Corresponding Secretary* shall be elected the same year as the *Treasurer* for a term of two (2) years and shall be eligible for re-election. Each shall serve until her successor has taken office.
- d. Each *Director* shall be elected for a term of five (5) years. One director shall retire and one director shall be elected each year.
- e. The *Omega Chapter* shall be served by a committee of three members, each of whom shall be elected for a term of three (3) years. One member shall retire and one new member shall be elected each year. The chairman shall be the member who is beginning the third year of service. In the event that a member is unable to finish her term, the succeeding member shall replace the retiring member. The *President* shall appoint a new member to serve until the next annual election.

Section 3. Election

Officers (except the *President*), *Directors*, members of *Omega Chapter Committee* and members of the *Nominating Committee* shall be elected by majority vote at the *Grand Chapter meeting* from the slate of candidates presented by the *Nominating Committee* and from nominations from the floor. In the event that two or more candidates have been nominated for any office, voting shall be by ballot.

Section 4. Vacancies

When a vacancy occurs in any of the elective offices (except *Omega Committee members*), the *Executive Board* is empowered to appoint a member to fill the unexpired term.

ARTICLE VI. DUTIES AND POWERS OF OFFICERS AND MANAGEMENT

Section 1. Officers

The duties and powers of the *Officers* of this Organization shall be those usually vested in their respective positions. In addition:

- a. The President shall be *ex-officio* a member of all committees except the *Nominating Committee*. She will also have the power to appoint up to three chairmen of *Standing Committees* to *National Council*. She may be bonded as an authorized signer of the *Organization checks*, the cost of the bond to be paid by the *Organization*.
- b. The President-Elect and the Vice-President shall be members of the *Finance Committee* and the *Editorial Board* and will each oversee the functioning of at least four (4) *standing and/or ad hoc committees* which will report to them directly, as shown in the *Organization chart* (see *Policy and Procedure Manual*).
- c. The Membership Secretary shall maintain accurate records of all active members of the *Organization*. She shall work with chapter representatives to recruit new members and facilitate transfer of members between chapters. She shall be empowered to hire assistant(s) as appropriate, within budgetary limits, to fulfill her duties.
- d. The Recording and Corresponding Secretary shall have charge of all records of meetings of the *Organization* and all mailings to *national officers*, *committee chairmen* and *chapter presidents*. She shall be empowered to hire assistant(s) as appropriate, within budgetary limits, to fulfill her duties. She shall serve on the *Editorial Board*.
- e. The Treasurer
 - (1) shall be custodian of the general (operating) fund, the *Sigma Delta Epsilon*, and all endowed *Fellowships funds*, and any other special funds which may be developed;
 - (2) may be bonded, the cost of the bond to be paid from the general fund;
 - (3) shall serve as advisor to the *Finance Committee*;
 - (4) shall submit the accounts of the general fund, the *Fellowships funds* and any other special funds for financial review or audit. The review or audit shall, at the close of the *Treasurer's two-year term*, be conducted by a certified public accountant. The accountant will advise whether a full

audit is required or if a financial review is sufficient. In alternate years, the review or audit may be conducted by an enrolled agent. The cost of the audits shall be paid by the respective funds.

(5) shall file with the appropriate authorities statements and reports required by State and Federal laws; and

(6) shall, as retiring Treasurer, be empowered to write checks in payment of bills received during the thirty (30) day period before the accounts are submitted for review or audit.

Section 2. Editor

The Editor, who shall be appointed by the National Council, shall be responsible for the production of such publications of the Organization as are authorized by the Council. The appointment is for an indefinite period.

Section 3. Archivist

The Archivist shall be appointed by the National Council, and shall be responsible for collecting, receiving and maintaining documents and records of persons and events of significance in the development and history of the Organization. These documents and records shall be known as the Archives, with the location to be determined by the National Council. The appointment is for an indefinite period.

Section 4. Historian

The Historian shall be appointed by the National Council and shall, from time to time, prepare a written supplement to the History of Sigma Delta Epsilon, Graduate Women in Science, Inc. using the archival records (see this Article, Section 3) and other sources of information about the Organization. The appointment is for an indefinite period.

Section 5. Directors

The Directors shall:

- a. establish an operative strategic plan for the Organization.
- b. comprise the Resolutions Committee, serve on other committees as deemed advisable; and
- c. serve as representatives to such organizations as approved by the National Council.

Section 6. Executive Board

The Executive Board shall:

- a. be subject to the orders of the Organization and none of its acts shall conflict with action taken by the Organization; and
- b. be empowered to make decisions and to take action when necessary on behalf of the National Council and Grand Chapter.

Section 7. National Council

The National Council shall:

- a. serve as a general executive committee for the Organization and shall carry out the various duties prescribed by these Bylaws; and
- b. maintain a permanent address in the State of New York as required under the Amended Certificate of Incorporation.

Section 8. Executive Director

The Executive Director of the Organization shall:

- a. Plan and direct the affairs of the Organization in accordance with the input of the National Council, Grand Chapter, Board of Directors, and other active SDE/GWIS members;
- b. Be an *ex-officio* member of the Finance Committee, Editorial Board and the Executive Board, and a non-voting member of the Board of Directors.
- c. Work with the Treasurer to oversee the financial operations of the Organization;
- d. Serve as an official representative of the Organization as the principal manager and administrator of the Organization and its employees;

e. Be accountable to the Board of Directors and will act in compliance with the contract, which will be subject to annual review by the Board of Directors.

ARTICLE VII. FINANCE AND FISCAL PROCEDURE

Section 1. The Fiscal Year shall be July 1 through June 30 of the following year.

Section 2. Income

a. The amount of dues shall be determined at a Grand Chapter meeting (see Article II, Section 3 for dues required according to membership category).

b. Contributions and bequests may be accepted from members, chapters, interested individuals and from other sources which may be developed.

c. Ten percent (10%) of the total amount of a bequest willed to Sigma Delta Epsilon for scholarship or administrative funds may go to the chapter to which the deceased member belonged, with the following stipulations:

(1) The deceased member did not specifically exclude the chapter in the will.

(2) The chapter is active (deemed so by the National President) and has a bank account (excluding Omega Chapter).

(3) The money is to be used according to the intent of the deceased, namely scholarship or administrative purposes.

(4) In the event of dissolution of the chapter, the money in this fund will revert to National Sigma Delta Epsilon, Graduate Women in Science, Inc. scholarship or administrative funds, depending on the intent of the will.

Section 3. Expenses

a. Payment of bills from the general fund shall be governed by the annual budget as approved at a Grand Chapter meeting. The Treasurer shall be authorized to pay expenses incurred only to ten percent (10%) above the budgeted amount.

b. Payment of unbudgeted items requires approval of the National Council.

Section 4. Fellowships Funds

The Organization shall maintain special funds from which grants and fellowships may be offered.

Section 5. Dissolution of the Organization

In the event of dissolution of the Organization, the assets remaining after payment of all debts and obligations shall be distributed exclusively to charitable, educational or scientific organizations which qualify under Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE VIII. PUBLICATIONS

Section 1. The publications of the Organization shall be the official communication of the Organization and shall be distributed to active SDE/GWIS members and other individuals or groups as the National Council may direct.

Section 2. The number of issues published annually shall be determined by the National Council.

Section 3. The official communications of the Organization shall include both print and electronic publications.

ARTICLE IX. STANDING COMMITTEES

Section 1. Nominating

The committee

- a. shall consist of three members, preferably representing different geographical areas and different chapters, elected to serve for a term of three (3) years. One member shall be elected and one member shall retire each year. The member serving for the third year shall be the chairman (hereinafter referred to as the 'rotating plan').
- b. shall prepare a slate of candidates to be distributed to the chapters for consideration at least sixty (60) days before the Grand Chapter meeting at which the election shall be held.

Section 2. Fellowships

The committee

- a. shall consist of a National Fellowships Coordinator appointed by the President for a term of three (3) years.
- b. The National Fellowships Coordinator shall appoint a suitable number of active SDE/GWIS members serve one (1) year terms on the committee.
- c. The committee shall work together to receive all SDE/GWIS Fellowships applications, search for expert scientist reviewers for the applications, ensure that the review process is complete and fair for all applicants, and make recommendations to National Council regarding number and amount of SDE/GWIS Fellowships awards.
- d. The SDE/GWIS Fellowships shall be awarded to active SDE/GWIS members in accordance with all related Federal Laws.
- e. The annual amount of the SDE/GWIS Fellowships to be distributed to awardees shall be determined upon the advice of the Treasurer and with the approval of the National Council.

Section 3. Honorary Membership Awards

The committee

- a. shall consist of three members, each appointed by the President for a term of three (3) years under the rotating plan.
- b. shall investigate nominations submitted by chapters or individual SDE/GWIS members for honorary membership and make recommendations to the National Council.
- c. The names of those approved by the National Council shall be distributed to the chapters for consideration at least sixty (60) days before the Grand Chapter meeting. To carry, there shall be affirmative votes from two-thirds (2/3) of the chapters voting.

Section 4. Parliamentary

The committee

- a. shall consist of three members appointed by the President for terms of three (3) years under the rotating plan. The member serving the third year shall be chairman.
- b. shall examine proposed amendments to or revisions of the National Constitution and Bylaws as to validity and to make necessary editorial alterations;
- c. shall examine as to validity under the Amended Certificate of Incorporation and the National Constitution and Bylaws, the proposed bylaws of petitioning groups; and
- d. shall be prepared to make parliamentary decisions if called upon at any National meeting.

Section 5. Finance

The committee

- a. shall consist of the President-Elect, the Vice-President, a designated Director, a member-at-large and the Treasurer. The President shall appoint the Director and the member-at-large. The chairman shall be appointed by the President.
- b. shall prepare an annual budget and to perform such other financial duties as may be deemed necessary.
- c. Shall have access to the investments portfolio.

Section 6. Chapter Establishment

The committee

- a. shall consist of three members, each appointed by the President for a term of three (3) years under the rotating plan.

b. The members of this committee shall seek groups of active SDE/GWIS members working in scientific fields in academic or metropolitan areas that are or may become interested in forming a chapter of Sigma Delta Epsilon, Graduate Women in Science, Inc. (see Article III, Section 7).

Section 7. Resolutions

The committee

- a. shall consist of the five Directors. The Director who has served the longest period shall be the chairman.
- b. may originate resolutions and shall consider those submitted by the National Council, committee chairmen, chapters or a member. Those resolutions selected shall be presented to the Grand Chapter for vote; and
- c. shall make recommendations for the National Service Award (for outstanding service to the Organization) by report to National Council for approval by Grand Chapter.

Section 8. Membership

The committee

- a. shall consist of three members, each appointed by the President for a term of three (3) years under the rotating plan.
- b. The functions of this committee shall be to promote the recruitment of new members and the retention of current members, and to assist chapters in membership relations.
- c. shall maintain contact with any inactive chapter during the five-year period and shall make annual reports to National Council on the state of the chapter (see Article III, Section 9).

Section 9. Public Relations

The committee

- a. shall consist of three members, each appointed by the President for a term of three (3) years under the rotating plan.
- b. The purpose of the committee is to present to all branches of the news media and the scientific community information about Sigma Delta Epsilon, its programs and achievements, such as presentation of symposia, its Fellowships and Honorary awards, and achievements of individual members.

Section 10. Editorial Board

The President, President-Elect, Vice-President, Recording and Corresponding Secretary and the Editor shall comprise the Editorial Board, which shall establish policy and be responsible for selection of material for publications.

Section 11. Technology Committee

The committee

- a. shall consist of three members, each appointed by the President for a term of (3) years under the rotating plan as laid out in Article IX, Standing Committees of the bylaws.
- b. The purpose of the committee is to maintain a National website that utilizes the current technology of the day and to suggest changes as needed.
- c. The purpose of this committee is also to maintain the National website with current events, documents, job opportunities, networking and information that will promote the Organization to the world.

ARTICLE X. PARLIAMENTARY AUTHORITY

Except as otherwise provided in the Bylaws, the Organization shall be guided in its proceedings by the most recent edition of *Robert's Rules of Order, Newly Revised*.

ARTICLE XI. NONDISCRIMINATION

Notwithstanding any inconsistent provision of the Amended Certificate of Incorporation or the Constitution and Bylaws of the National Organization or the bylaws of any chapter, it shall be the policy of the National Organization to permit chapters to extend membership to qualified individuals who subscribe to the general purposes and mission of the Organization.

ARTICLE XII. AMENDMENTS

An amendment to these Bylaws may be proposed by the National Council, a standing committee, a chapter or a member in good standing:

- a. It shall be presented in writing to the National Council for vote;
- b. If approved by a majority vote, the proposed amendment shall be submitted to the Parliamentary Committee for assessment of its validity under the Amended Certificate of Incorporation and the Constitution and Bylaws, and for such editorial changes as may be desirable;
- c. It shall then be sent to the chapters for consideration and instruction of delegates at least sixty (60) days before the stated annual meeting or an interim special meeting of the Grand Chapter;
- d. Affirmative votes of two-thirds (2/3) of the votes cast at the stated annual meeting or an interim special meeting of the Grand Chapter are necessary for adoption of the amendment.

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