CONSTITUTION AND BYLAWS
OF THE TEXAS SOCIETY
OF PROFESSIONAL ENGINEERS


CONSTITUTION

Mission and Purpose:

In order to assist the engineering profession in its responsibilities to protect the public health, safety, and property, the Texas Society of Professional Engineers is dedicated, to the restriction of the practice of engineering to properly qualified and licensed persons, to the maintenance and observance of high ethical standards of conduct, to the support of high standards of formal educational preparation for the practice of engineering, to the continuing professional development of members of the engineering profession, to the focusing of appropriate public attention upon engineering responsibilities and engineering accomplishments for the purpose of attracting qualified persons to the practice of engineering, to the providing of appropriate assistance to its members to facilitate the pursuit of their professional goals, and to such ends the Constitution is herewith set forth.

Article I - Name

Section 1. The Society shall be known as the Texas Society of Professional Engineers, hereinafter referred to as "TSPE."

Article II - Headquarters

Section 1. The State Headquarters shall be located in the City of Austin where the files and records shall be kept.

Article III - Membership

Section 1. There shall be seven classes of membership in TSPE: Licensed Member, Member, Graduate Member, Grandfathered Member, Fellow Member, Honorary Member, and Student Member. Every class of individual membership of TSPE shall also be a member of the National Society of Professional Engineers.

Section 2. A Licensed Member shall be a person holding a valid license or certificate of registration as a professional engineer, issued under the laws of any state, territory, possession or district of the United States, or a province or territory of Canada, or the equivalent under the laws of any other country, providing the requirements for the license are equal to or greater than what is required for licensing within the state of Texas, or a retired engineer who obtained and retained a valid license or certificate while in active practice in the profession until retirement. Only Licensed Members shall be entitled to hold office.

Section 3. A Member shall be defined as a person holding a valid Engineer-In-Training or Engineering Intern certification, issued under the laws of any state, territory, possession or district of the United States, or the equivalent under the laws of any other country, providing the requirements for the certification are equal to or greater than what is required for certification within the State of Texas.

A Member shall not be entitled to hold any State Office, but may be elected to any Chapter office except to the office of President or State Director. Upon becoming a Licensed Professional Engineer, a Member shall automatically become a Licensed Member.

Section 4. A Graduate Member shall be a person who has graduated with a bachelor’s degree or higher from an engineering curriculum accredited by the Accreditation Board for Engineering and Technology (ABET), or from an engineering or pre-engineering program that leads to engineering licensure. This person shall be granted provisional status as a Member for up to two years, after joining TSPE, to achieve the full requirements for Member grade. Graduate Members shall become full Members immediately upon successfully meeting the requirements for Member status.

Section 5. A Fellow Member shall be a person who has satisfied the requirements for Fellow grade and whose qualifications have been approved by the Fellowship Committee of the National Society of Professional Engineers.
Section 5. A Grandfathered Member is a current member who has maintained membership in the Society, but is no longer eligible for membership due to changes in membership criteria, shall be allowed to maintain their membership in good standing. If the membership of said member lapses, they will not be permitted to re-join the Society without first meeting the then current membership requirements.

Section 6. An Honorary Member shall be any person, whose knowledge and accomplishments deserve special recognition for contributions to the licensed practice of professional engineering, nominated by the Board of Directors of any Chapter, seconded by the Board of Directors of another Chapter, receiving a majority vote of the Board of Directors of TSPE. An Honorary Member shall be elected for life or until such a membership is revoked by the State Board of Directors for just and sufficient cause. An Honorary Member shall not be eligible to hold office or vote in either a Chapter or TSPE. No dues or assessments shall be required for Honorary Members.

Section 7. A Student Member shall be one who is enrolled as regular student in an ABET accredited engineering program or an engineering or pre-engineering program that leads to engineering licensure. A full-time graduate student in engineering may chose any grade of membership for which eligible, including student member.

Section 8. A Fellow Member shall be a Licensed Member and approved by a peer review of Fellows. The peer review shall take into account, but not be limited to, such considerations as professional status and outstanding service to TSPE, the engineering profession and the public. Procedures for such review and selection shall be defined in the Bylaws.

Section 9. The following classes of membership may vote: Licensed Member, Member, and Fellow Member.

Article IV - Chapters

Section 1. The Board of Directors of TSPE shall have authority to issue a charter to one chapter in any one area, county or group of counties of the State, provided evidence is given that there is a sufficient number of registered professional engineers residing in the area. There must be at least ten (10) such engineers to form such Chapter. The qualifications and grades of membership in each Chapter shall be the same as for TSPE as set forth in the Constitution. All members of each Chapter must also be members of TSPE.

Section 2. The Board of Directors shall have authority to make rules and regulations for chartering, fixing Chapter areas, combining or dissolving Chapters and to assign and reassign members to Chapters.

Section 3. In the event of dissolution of a Chapter by action of the Board of Directors, the membership status of Chapter members in good standing will be maintained by transfer to another existing Chapter.

Section 4. Each Chapter chartered by TSPE shall adopt such Constitution and Bylaws for its operation as it may deem proper, provided, however, that nothing contained therein shall conflict with or contravene the Constitution and Bylaws of TSPE and shall state that the Chapter fiscal year and administrative year shall be from July first to June thirtieth, inclusive. Chapter Constitution, Bylaws or any amendments thereto, shall not become effective until approved by the Board of Directors of TSPE.

Section 5. Chapters shall engage in such activities as are consistent with professional ideals and ethics and are conducive to public welfare. Such activities shall be restricted to the area for which the Chapter is chartered, except as the Board of Directors may authorize.

Section 6. It shall be the duty of each Chapter to transmit to TSPE the names and addresses of newly elected, expelled, suspended, or deceased members, at once, and notices of all meetings and elections.

Section 7. In all matters of local concern, not covered by this Constitution and Bylaws, Chapters shall retain full autonomy, but may call upon the TSPE for advice, counsel, and assistance.

Section 8. If a Chapter desires to present a resolution for action at any meeting of TSPE, it shall mail a copy of such resolution, together with a synopsis of the subject to TSPE headquarters at least four weeks prior to the opening date of the meeting, and TSPE headquarters shall forward copies of such resolution to each Chapter of TSPE at least two weeks prior to the opening date of the meeting. Nothing contained in this section shall preclude the rights of properly accredited delegate from any Chapter at any TSPE meeting to make a motion that the assembly take certain action on any proper business brought before the Convention for action.

Section 9. Authority to discipline members shall be provided elsewhere in the Constitution and Bylaws.

Section 10. The Board of Directors of TSPE may charter Student Chapters in a school or college of
Article V - Regions

Section 1. The State shall be divided along Chapter Boundaries to form consecutively numbered regions as provided in the Bylaws.

Article VI - Officers, Directors and Board of Directors

Section 1. Officers - The officers of TSPE shall consist of a President, a President-elect, an Executive Vice President and a Regional Vice President from each of the regions, NSPE State Delegate, and a Treasurer, all as provided for herein and in the Bylaws.

Section 2. Directors - There shall be one State Director provided by each Chapter, selected in keeping with the respective Chapter's Constitution and Bylaws. A NSPE State Delegate and Alternate shall be provided as set forth in the Bylaws.

Section 3. Board of Directors - The Board of Directors shall consist of all Officers, the Immediate Past President, the State Directors, the Texas Engineering Foundation Chairman, with one vote each with the President to serve as Chairman. The NSPE State Delegate and Alternate shall only have one vote together at all TSPE meetings.

Article VII - Committees

Section 1. The Executive Committee shall consist of the President as Chairman, the President-elect, the Executive Vice President, five Regional Vice Presidents, the Treasurer, the Immediate Past President, the NSPE State Delegate, and the Texas Engineering Foundation Chairman.

Section 2. There shall be State Candidate Screening Committee and Regional Nominating Committees as provided for in the Bylaws.

Section 3. Standing Committees as well as Special Committees that may be desired, shall be appointed by the President in accordance with the provisions set forth in the Bylaws.

Article VIII - Dues

Section 1. Dues shall be as provided in the Bylaws.

Article IX - Good Standing

Section 1. Rules and conditions of good standing will be as provided in the Bylaws.

Article X - Codes

Section 1. The Code of Ethics, as promulgated by the National Society of Professional Engineers, is hereby adopted by TSPE, and shall, with any amendments thereto, be binding upon all Chapters.

Article XI - Elections

Section 1. The President shall hold office for one year. The President-elect shall automatically succeed to the office of President at the beginning of each administrative year. The Executive Vice President shall automatically succeed to the office of President-elect at the beginning of each administrative year. An Executive Vice President shall be elected annually and shall hold office from date of installation until installed in the office of President-elect and then President the following year. Regional Vice Presidents shall be elected for a term of two years; they shall be identified by the number of the Region they represent; they shall continue to hold office and represent their Region for the duration of their term. The even and odd numbered positions shall be elected in odd and even numbered years, respectively. The Treasurer shall be elected by state-wide ballot for term of two years. The NSPE State Delegate and an Alternate shall be elected for a term of two years with consecutive terms in office not to exceed two. The Regional Vice Presidents, the Treasurer and the NSPE State Delegate and Alternate shall serve until their successors are installed.

Section 2. Elections will be by the Board of Directors of TSPE. Candidates for nomination to the State offices as described in Section 1 shall be presented to the Board of Directors by the State Candidate Screening Committee according to the procedures established in the Bylaws and TSPE Policies.

Section 3. A plurality of votes cast by ballot shall be necessary to elect to any office.

Section 4. Unexpired terms resulting from death, resignation, removal or advancement shall be filled or otherwise handled as follows:

a. President. The Board of Directors may allow the President-elect to execute duties, etc., of the President as he would in the absence of the President for other
cause or it may advance the President-elect to the Presidency.

b. President-elect. An unexpired term in this office shall be filled by the Executive Vice President.

c. Executive Vice President. An unexpired term in this office shall be filled by the Board of Directors based on recommendations from the State Candidate Screening Committee.

d. Regional Vice Presidents. An unexpired term in these offices shall be filled by the Board of Directors based on recommendations from the State Candidate Screening Committee.

e. Treasurer, NSPE State Delegate and Alternate. An unexpired term in these offices shall be filled by the Board of Directors based on recommendations from the State Candidate Screening Committee.

f. Unopposed nominees from candidates offered by the State Candidate Screening Committee for offices under (c), (d) and (e) above vacated by death or other reasons prior to election by the Board of Directors shall be replaced on the ballot by nominees submitted by the State Candidate Screening Committee. Such vacancies occurring after release of the ballot, election by the Board of Directors and prior to installation of officers if under (c), (d) or (e) above shall be filled by the Board of Directors at its first meeting in the administrative year irrespective of write-in candidates.

g. Unexpired terms of any nature whatsoever not otherwise covered by this section or the creation of new offices not timed for a full use of the established nomination and election processes shall, at the discretion of the Board of Directors, be filled by the Board of Directors or left vacant until such nomination and election processes are available at the next regular election.

Article XII - Meetings

Section 1. Regular - TSPE shall convene once annually. The location and date of this meeting shall be determined by the Board of Directors. Any business or proceedings may be transacted or considered at a regular meeting subject to the restriction concerning resolutions set forth in the article on chapters. Policies and decisions adopted at the meetings of TSPE shall be recognized as the will of the membership and shall be binding on the Board of Directors until changed at another meeting of TSPE or by letter ballot of the membership.

Section 2. Special meetings of TSPE shall be called by the President at the request of the Board of Directors, or upon the written request of at least two hundred members in good standing, with not less than a proportional number of this minimum belonging to each of the Regions. The purposes of such meetings shall be set forth in the notice to members and no business, other than that for which the meeting was called, shall be transacted. The notice for such meeting shall be mailed not less than 30 days in advance of the date set for the meeting.

Section 3. Quorum - For the purpose of transacting business of TSPE, a quorum shall consist of delegates, properly accredited, representing at least one-half of the certified Chapters.

Section 4. Order of Business - The order of business for the annual meeting shall be:

1. Presentation and acceptance of delegate credentials.
2. Roll call of Officers.
3. Reading of Minutes.
4. Reading of Communications.
5. Reports of Officers.
6. Reports of Committees.
7. Unfinished Business.
8. Installation of Officers.
10. Adjournment.

Section 5. Votes - The business of the annual meeting shall be transacted by the delegates representing the Chapters comprising TSPE. Each Chapter shall be entitled to send as many delegates as it desires and to determine the method used by its delegates in casting the Chapter's vote on any question. The credentials of a delegate or delegation shall consist of a letter addressed to TSPE over the signature of the Chapter Secretary, stating that such designated delegate listed by name shall be accorded the right to cast the vote of the Chapter, in whole, in part, or split on any question voted upon. All credentials shall be presented to the Chair by the delegate or delegation seeking such recognition.
Section 6. The Chair shall determine and rule upon the validity of delegates’ credentials, except that when objection is made as to the propriety of any credential, a two-thirds majority of the delegate votes, not in question, shall be required to seat the delegate or delegation.

Section 7. Votes at all meetings of TSPE shall be by roll call of the delegates.

Section 8. When the roll call is called, the Secretary of the meeting shall tally the vote and announce the yeas and nays before the Chair declares the success or failure of the question.

Section 9. The roll call of delegates on any question may be dispensed with by unanimous consent, a quorum being present.

Section 10. Each Chapter shall be entitled to one vote, plus one additional vote for each five members in good standing as reported by TSPE for the fiscal year preceding that in which the vote is taken.

Article XIII - Amendments

Section 1. This Constitution may be amended by letter ballot; provided that such amendment shall first have been approved by a majority vote of the Board of Directors, and that it shall have been submitted to TSPE for decision at least four weeks prior to the date set for the closing of the ballots. A two-thirds affirmative vote of the members voting shall be required to amend this Constitution or any part thereof.

Section 2. When a proposed amendment is presented to TSPE in writing and signed by ten percent of the members in good standing, approval of the Board of Directors shall be unnecessary before submission to the TSPE membership, in accordance with Section 1 of this Article.

Section 3. Amendments to the constitution shall become effective immediately upon approval, as provided in this Article.

Section 4. Emergency amendments to the TSPE Constitution may be made by the TSPE Board of Directors under the same procedures as Bylaw amendments, in order for TSPE to comply with the changing requirements of the NSPE Bylaws. Any revisions to the TSPE Constitution made under this provision shall then be ratified by the TSPE membership as provided for in normal Constitutional changes.

Article XIV - Discipline of Members

Section 1. Initial authority to discipline members is vested solely in the Chapter of membership except that the Board of Directors of TSPE is given like authority when, by three-fourths majority decision of those voting, the Board of Directors determines that a Chapter is unable or has failed to discharge its proper functions and responsibilities in any specific case. The Chapter, acting by three-fourths majority consent of its Board of Directors, may specifically request in writing that TSPE assume jurisdiction, such request to be accompanied by a full bill of particulars. TSPE shall then, through its Board of Directors, either accept jurisdiction or direct the Chapter to proceed with the case in accordance with the provisions of Sections 5, 6, 7 and 8 of this Article. Should TSPE consent to assume jurisdiction, the President shall have authority to direct the appropriate Regional Vice President, or any other Licensed Member in good standing, to appoint a Special Ethical Practice Review Committee of not less than five nor more than nine Licensed Members of high standing to proceed only with the specific case in question in accordance with the procedures outlined for a Chapter Special Ethical Practice Review Committee in Sections 5, 6, 7 and 8 of this Article. Its report and recommendations shall be filed with the Executive Management of TSPE for transmittal to the Board of Directors of said TSPE, whose action and determination shall be final.

Section 2. For the purposes of administration of this authority, when a complaint is presented to the Board of Directors of a Chapter, such Chapter shall then select a Special Ethical Practice Review Committee to proceed only with the specific case in question as hereinafter set forth. This Committee shall proceed in accordance with Sections 5, 6, 7 and 8 of this Article.

Section 3. A Chapter Special Ethical Practice Review Committee may consist of five, seven, or nine Licensed Members in good standing in TSPE, and of high standing in the Profession, who shall be members of the Chapter area. The method of selection of committee members shall be as determined by each Chapter and each such Committee shall elect its own Chairman, Vice Chairman and Secretary. A majority of the Committee shall constitute a quorum for all purposes. The Committee shall be dissolved at the conclusion of the case for which it was organized.

Section 4. Professional misconduct shall include malpractice, or any fraudulent or dishonorable conduct, whether or not connected with the practice of engineering, regardless of the fact that such act or acts constitute an offense under the Penal Code of this State.
Section 5. All complaints of professional misconduct of whatever nature must be filed with the Board of Directors of the Chapter in which the accused member resides and/or has membership. It shall be the duty of each Chapter Board of Directors and its members to receive complaints of professional misconduct, alleged to have been committed by an engineer within the Chapter area, or by an engineer having his office or residence therein and each Board member shall report to his Board any case of professional misconduct which shall come or be brought to his attention. For each complaint, a committee shall be appointed as stated in Section 3. The Committee may, in any case, require a sworn statement setting forth the matter complained of as a condition to taking further action.

Section 6. The Committee shall make such investigation of each complaint as it may deem appropriate under the circumstances of the case, preliminary to taking action as set forth under Section 8. As a part of any investigation, the Committee may require testimony be given under oath or affirmation. The name of the accused member and the proceedings shall be kept private, so far as is consistent with development of the facts. Where the complaint appears to be of such nature as will not call for disciplinary action and can probably be dismissed without the necessity of hearing the accused engineer, the Committee need not notify him of the filing of the complaint.

Section 7. In any investigation or hearing before the Special Ethical Practice Review Committee, it may require the attendance of witnesses and the production of documentary or other evidence by issuing notices to witnesses, requesting them to appear and testify or to produce said documentary or other evidence. Such requests shall be issued at the request of the Committee, or of the accused engineer, but in the latter case, without any expense to the Chapter or its Committee. Such request must be in writing and signed by the presiding member of the Committee, and shall notify the witness of the time and place he is requested to appear. If the witness is requested to produce documentary or other evidence, a notice shall contain a brief description of such evidence. Such request to a witness shall be served on the witness personally or by mailing the same to him by registered mail.

Section 8. At the conclusion of its investigation, the Committee shall take action on the complaint in one of the following ways:

a. If the Committee shall be of the opinion that no disciplinary action is warranted, it shall recommend to the Chapter Board of Directors that the complaint by dismissed and the complainant notified, and the accused engineer notified also, if he shall have had the notice of the complaint.

b. If the Committee is of the opinion that disciplinary action may be warranted, the accused shall be so notified, and shall be given thirty (30) days in which to prepare and answer to any bill of complaint filed at either Chapter or State level.

c. If, in a case where the accused has had notice of the complaint and opportunity to be heard, the Committee shall decide by unanimous vote of the quorum present that he should be reprimanded, the reprimand shall be reduced to writing and transmitted to the Chapter Board of Directors for its approval and further handling. At its discretion, the Chapter Board of Directors may require the accused to appear before it for delivery of the reprimand, or it may send a copy thereof to him by registered mail; and it shall determine what publicity, if any, shall be given the reprimand. Any publicity shall not be released until the expiration of the time for appearance as hereinafter provided.

If the accused shall deem the reprimand unwarranted, he may within thirty days after delivery or mailing thereof, file an appeal with the Executive Management of TSPE requesting a hearing by the Board of Directors of TSPE through its special committee appointed for the purpose. If the appeal to set aside the reprimand should fail, then it shall become final.

d. If the Committee shall be of the unanimous opinion that the accused member should be expelled, or suspended for a period not to exceed one year, it shall prepare a report covering such recommendations and submit same to the Board of Directors of the Chapter for its approval or disapproval, as the case may be, and the further submission to the Board of Directors of TSPE for its approval and action.

e. If the Committee shall decide by unanimous vote that the offense is of such nature that the professional engineering license of the accused should be suspended or revoked it shall make such recommendation to the Chapter Board of Directors for its approval or disapproval and further handling as the situation may require.

Section 9. If a Chapter fails to accept and act upon a formal written complaint within sixty calendar days, the complainant may then refile said complaint with the Executive Management of TSPE for referral to the
Board of Directors of TSPE, which shall then proceed in accordance with Section 1 of this Article to accept jurisdiction or direct the Chapter to proceed with the case.

Section 10. If a Chapter waives its jurisdiction as provided in Section 1, it shall notify the Executive Management of TSPE, requesting that the Board of Directors assume jurisdiction for TSPE.

Section 11. The dismissal of a complaint by the Board of Directors of a Chapter upon the recommendation of the Special Ethical Practice Review Committee of that Chapter shall be accepted as a final action on the matter complained of and shall not be subject to review or reversal by any authority within TSPE.

Section 12. In all hearings conducted under the provisions of this Article, the accused shall have a right to be heard in his own defense and to be represented by counsel who may be other members of TSPE or a licensed attorney who shall be authorized to speak for the accused. In all such hearings the accused or his counsel shall have the right to interrogate witnesses and offer such testimony as may be proper in his defense. If requested by the accused a record of the proceedings shall be made by recording the testimony or by use of a court reporter, the cost of such recording to be borne by the accused. This record will be made available to the accused immediately after transcription. In the absence of such a request, written minutes of the proceedings of the Special Ethical Practice Review Committee shall be kept by the Secretary of the Committee.

Section 13. All matters connected with discipline of non-members of TSPE who may have membership in other State Societies or at large in the National Society shall be handled at State level as may be decided by the Board of Directors of TSPE.

Section 14. If an engineer is accused in the public press of an act of professional misconduct as defined in Section 4 above, the Executive Management of TSPE shall first make an investigation of his own; and if in his opinion, the press has a sound factual basis for its accusations, he shall so report to the Executive Committee or the Board of Directors with a request for instruction for further handling.

BYLAWS

Bylaw I - Fiscal and Administrative Years

Section 1. The fiscal year of TSPE shall be from July first to June thirtieth, inclusive.

Section 2. The administrative year of the Society shall be July first through June thirtieth, inclusive.

Bylaw II – Regions


b. Region Number II – East Texas, Central Texas, Brazos, Piney Woods, and Sabine Chapters.


d. Region Number IV – Greater Houston, and Bay Area Chapters.

e. Region Number V – Fort Worth, DFW-Mid-Cites, Dallas, North Central Texas, Northeast Texas, and Preston Trail Chapters.

Bylaw III - Duties of Officers and Staff

Section 1. President - It shall be the duty of the President to preside at all meetings of TSPE and act as Chairman of the Board of Directors and he shall be an ex-officio member of all committees, with the sole exception of the Nominating Committee. He shall, subject to the approval of the Board of Directors, have general direction of the business of TSPE.

Section 2. President-elect - In the absence of the President or in case of the President's inability to act it shall be the duty of the President-elect to perform all the duties of the President. The President-elect shall serve as Executive Committee liaison to the committees or divisions as assigned by the President.

Section 3. Executive Vice President – In the absence of the President-elect or in case of the President-elect’s inability to act it shall be the duty of the Executive Vice President to perform all duties of the President-elect. The Executive Vice President shall serve as Executive Committee liaison to the committees or divisions as assigned by the President.

Section 4. Regional Vice President - The Regional Vice Presidents shall preside at the meetings of delegates from their respective region at the time allotted during the Annual Meeting for election of State Nominating Committee regional members. They shall act as liaison officers between the President and the standing and special committees to which they are assigned as liaison members by the President.
Section 5. Treasurer - The Treasurer shall make periodic reviews of the financial condition of TSPE and review with the Executive Director the invested funds and disbursements of TSPE monies. The Treasurer will report to each Executive Committee and Board of Directors meeting on the receipt and disbursement of TSPE funds and the financial condition of the Society. Annually, the Treasurer shall report to the Board of Directors on the yearly audit of the financial records. The Treasurer shall serve as Chairman of the Budget and Finance Committee.

Section 6. Executive Director – An Executive Director, or person of such other title as the Board of Directors may select, shall be appointed initially by the Executive Committee and ratified by the Board of Directors. This person shall be subject to annual reappointment by the Board of Directors and shall serve to the following June, or until released by the Board of Directors or by the Executive Committee whose action shall be approved by the Board of Directors. He/she shall not be a member of the Board of Directors while so employed. The Executive Director shall be bonded in an amount determined by the Board of Directors. TSPE shall pay for the bond. The Executive Director shall receive a salary which shall be determined by the Board of Directors. The Executive Director’s performance and duties shall be reviewed annually prior to the TSPE Annual Meeting by the TSPE Management Review Committee. The Management Review Committee shall prepare a report along with recommendations to be presented to the Executive Committee at the Annual Meeting. The Executive Committee, based on the report and recommendations of the Management Review Committee shall recommend to the TSPE Board of Directors the appointment/reappointment, salary and benefits of the Executive Director for TSPE. The Executive Director shall effectively carry out the program of TSPE as determined from time to time by the Board. The Executive Director shall keep an accurate record of the proceedings of TSPE, and of its membership, acting as Secretary at all meetings, shall conduct correspondence, and shall have custody of all official papers and records, subject to the direction of the Board of Directors. He/she shall keep each committee advised of any action taken by the Board of Directors that affects that committee. He/she shall report to the National Society all elections and activities of National interest. During the first week of June he/she shall report to the Board of Directors and to the several Chapters, the number of delegate votes to which each Chapter is entitled under the Constitution. He/she shall issue all calls and notices ordered by the President or by the Board of Directors. At the Annual Meeting he shall submit a written report covering the duties and activities of his/her office, including statement of membership. He/she shall receive and disburse all monies and keep a record of accounts of TSPE with the advice of the Treasurer. His/her books shall be open for examination at such times as TSPE, the President, the Board of Directors, or the Budget and Finance Committee may request. He/she shall direct the activities of the have authority over the personnel in the TSPE Office where all TSPE records shall be kept. He/she shall contract for TSPE only such financial obligations as have been previously authorized by the Board of Directors. He/she shall assist in the organization of new Chapters, and shall visit existing Chapters and assist them with their affairs and with the affairs of TSPE, but only insofar as such assistance is acceptable to the Chapters and authorized by the Board of Directors. He/she shall have such other duties and prerogatives as the Board of Directors may assign to him/her. At the expiration of his/her term of office, he/she shall deliver to the Board of Directors all books, papers, records, and monies belonging to TSPE, receiving a receipt thereof.

Section 7. NSPE State Delegate – The NSPE State Delegate shall be TSPE’s representative to the NSPE’s House of Delegates. This person shall also represent the Society at other NSPE functions and meetings where appropriate. There shall be an elected Alternate NSPE State Delegate to represent TSPE if the NSPE State Delegate is unable to attend any particular meeting or function.

Bylaw IV - Board of Directors

Section 1. The business, property and affairs of TSPE shall be managed by the Board of Directors. The Board of Directors shall advise the state and regional Nominating Committees of offices for which nominations are to be made. A majority of the Board of Directors shall constitute a quorum, all of whom must be present in person or represented by an alternate who shall hold membership in the same Chapter as the Board Member he seeks to represent. Members of the Board of Directors shall have the right to name an alternate to represent them at a specified meeting provided that the alternate is a member in good standing of the local Chapter in which the Board member holds his membership in TSPE. No alternate may represent more than one absent member of the Board of Directors at a meeting of the Board. The Board of Directors shall hold three regular meetings each year as follows:

a. During the months of October and March, in the City of Austin, and on a day during the Annual Meeting in the location where the Annual Meeting is being held. The President with the advice and consent of the Executive Committee may select another time and/or
location.

b. The Board of Directors shall also meet upon call from the Executive Committee or may convene itself upon written request of a majority of its members. The notice for such meetings shall be mailed at least fourteen days in advance of the date set for the meeting and shall state the purpose or purposes for which the meeting is being called. No business, other than that for which the meeting was called, shall be transacted. Between Annual Meetings of TSPE, the Board of Directors shall have the power to act for TSPE, subject to such instructions as may have been adopted at the regular and special meetings of TSPE and further subject to the later approval of TSPE.

Bylaw V - Committees

Section 1. The Committees of TSPE shall be:

a. Executive Committee.
b. State Candidate Screening Committee and Regional Nominating Committees.
c. Standing Committees and Councils.
d. Special Committees.

Membership on TSPE committees shall be limited to Licensed Members or Members of TSPE. However, TSPE Licensed Members or Members may serve as TSPE representatives on joint committees or joint councils that also include members of other organizations. Members of TSPE Staff may be appointed to TSPE Committees as non-voting ex-officio members.

Section 2. Executive Committee - The Executive Committee shall convene upon call by the President or upon written request of a majority of its members. It shall act for the Board of Directors between meetings of the Board of Directors. All actions of the Executive Committee shall be reported to the Board of Directors. A majority of the Executive Committee shall constitute a quorum of the Committee for action.

Section 3. State Candidate Screening and Regional Nominating Committees

a. There shall be a State Candidate Screening Committee to serve throughout the administrative year for which elected and/or composed according to the provisions of TSPE Policy AP-21. This Committee shall select candidates for State offices as set forth in the Constitution. These candidates will be presented to the TSPE Board of Directors for nomination and election. The details of operation of this Committee are contained in TSPE Policy AP-21 and addendums.

b. Regional Nominating Committees – There shall be a Regional Nominating Committee for each Region to serve throughout the administrative year composed of the current Presidents of all the Chapters contained in the Region with the Regional Vice President as chairman according to the provisions of TSPE Policy AP-21. Prior to the Board of Directors meeting at the TSPE Annual Meeting, these Committees shall elect one member from the Region to represent their Region on the State Candidate Screening Committee for the following administrative year.

Section 4. Standing Committees and Councils

a. The Standing Committees and Councils shall be:
   1. Awards
   2. Budget and Finance
   3. Constitution, Bylaws and Policies
   4. Council of Past Presidents
   5. Education
   6. Leadership Programs
   7. Legislative and Governmental Affairs
   8. Membership
   9. Public Relations
  10. Tellers
  11. Young Engineers
  12. Management Review
  13. Annual Meeting and Conference Site Selection
  14. State Annual Meeting and Conference Planning
  15. Local Annual Meeting and Conference Planning

b. Appointment - Term of Office - The President shall appoint the chairman of each Committee and Council not otherwise provided for and shall appoint the members of each Committee and Council with the advice of the chairman. Each Committee and Council shall consist of at least three members including the chairman, the number in each Committee and Council to be determined by the President. The chairman shall be appointed annually. In the event of inactivity or other appropriate cause, a committee member may be replaced prior to the completion of this term.

c. General Functions and Duties of Committees and Councils - Each Committee and Council should:

1. Familiarize itself with, and keep abreast of, developments in its particular field of responsibility.
2. Develop and recommend TSPE policy and procedure with respect to its particular field of responsibility.
3. Interpret questions arising in connection with established policy and procedure.
4. Take such action as the Board of Directors may direct with respect to approved policy and procedure or in connection with specific studies and investigations.
5. Make timely and appropriate recommendations to the Budget and Finance Committee as to funds needed to execute plans approved by the Board of Directors.
6. Advise and cooperate with other committees in carrying out related functions.
7. Make quarterly and annual progress reports to the Board of Directors in writing, outlining the work done by the Committee up to that time and reporting upon all Chapter communications and resolutions referred to it.
8. Make recommendations to the President-elect, not later than the first day of April each year, for Chairman and Members of the committee for the ensuing year.
9. An organizational chart showing all committees, subcommittees, and task groups and their lines of authority and responsibility is contained in a TSPE Administrative Policy.

d. Specific Functions and Duties of Committees - Each Committee’s field of responsibility is determined by its name. A Committee will assume responsibility for any matter properly referred to it though it might overlap another Committee’s field of responsibility. In such case the responsible Committee may ask the assistance of such other committee. A more complete list of duties and functions of each Committee is contained in a TSPE Administrative Policy.

e. Subcommittees and Task Groups – Each standing committee has the authority to create or discontinue specific subcommittees or task groups in order to carry out their dues and responsibilities. The creation or discontinuing of these subcommittees and task groups are subject to approval by the TSPE President and/or the TSPE Executive Committee.

Section 5. Special Committees - Special Committees shall be appointed by the President as required. These committees shall meet at the earliest possible date after appointment, analyze their special assignments and report promptly, in accordance with the instructions of the President. The life of a Special Committee unless discharged by the President shall extend until its final report is submitted to the Board of Directors even though this may extend through all or parts of more than one administrative year.

Section 6. Final Committee Reports

a. No report shall be accepted by the Board of Directors as a Final Committee Report unless such report includes the statement that every member of the Committee has had adequate opportunity to vote on the report.

b. Final Committee Reports shall be accompanied by a statement as to the number of votes FOR and AGAINST and the number NOT VOTING. Failure to vote shall be construed as acquiescence (but not as a vote FOR).

Bylaw VI – Dues and Assessments

Section 1. Dues and the apportionment thereof - The annual dues for the various classes of membership will be determined by NSPE according to the formulas in their Operating Procedures for Integrated Affiliated State Societies. The total NSPE dues will be split between NSPE and TSPE. TSPE may then allocate a portion of the State amount to the TSPE Chapters as approved by the TSPE Board of Directors. TSPE became a NSPE Integrated Affiliated State Society by contract with NSPE in March 2018.

a. Licensed Members - Current annual dues of the National Society of Professional Engineers as set by that body. Dues include a year’s subscription to the official publications of NSPE and TSPE which are normally sent to all members.

b. Members - Current annual dues of the National Society of Professional Engineers as set by that body. Member dues include a year’s subscription to the official publications of NSPE and TSPE which are normally sent to all members.

c. Licensed Member or Member – Life. A Licensed Member or Member shall become eligible for life member status with waiver of dues if the person has been a continuous member above the Student Member grade for a period of 40 years, and is at least 65 years of age. Application for life member status may be made personally, by the member’s chapter, or by TSPE. Each member who has attained life member status shall be given an option to discontinue receiving NSPE and TSPE publications, and an option in writing annually to contribute to TSPE and NSPE.

d. Licensed Member or Member – Retired. A Licensed Member or Member shall become eligible for retired member status if the member has retired from full time employment and is working no more than 300 hours in a given calendar year and has been a continuous member above the Student Member grade for a period of 25 years, and is at least 65 years of age. One-half dues shall be paid annually until life member status requirements are met. Application for retired member status may be made personally by any member who meets the eligibility requirements, by the member’s chapter, or by TSPE.

e. Graduate Member. Current annual dues of the National Society of Professional Engineers as set by
that body. Member dues include a year’s subscription to the official publications of NSPE and TSPE that are normally sent to all members.

f. Those members who were within five (5) years of eligibility for either life or retired member status prior to the adoption of the requirements as amended by NSPE in June 2008 and as now stated above in sections c and d, shall be “grandfathered” and shall be granted life or retired member status as set forth in the bylaws prior to the amendments.

g. Honorary Members. No dues. TSPE, at its expense, shall provide Honorary Members with membership in NSPE including a subscription to the official publications of NSPE and TSPE which are normally sent to all members. In those cases where Honorary Members are not licensed professional engineers, only the publications will be sent.

h. Any dues incentives for new member recruitment will be incorporated in an Administrative Policy as approved by the TSPE Board of Directors.

i. Applications for membership may be made through a TSPE chapter, the TSPE State office, online or through NSPE. All applications made through chapters should be forwarded to the State Office of TSPE. The State will send the applications to NSPE for processing. NSPE will verify the applications and enroll the applicants in the proper grade of membership for which the persons are qualified.

j. Student Members – No dues are charged Student Members. Each Student Member shall receive a year’s subscription to official publications of TSPE and NSPE which are normally sent to all members and are normally sent electronically.

Applications for membership may be made through a TSPE Student Chapter, a TSPE regular member Chapter, the TSPE State office, online, or through NSPE. All applications made through Student Chapters or TSPE regular member chapters should be forwarded to the State Office of TSPE. The State will send the applications to NSPE for processing. NSPE will verify the applications and enroll the applicants in the proper grade of membership for which the persons are qualified.

Upon receipt of a Bachelor’s Degree in engineering or engineering technology, Student Members in good standing shall automatically be advanced to the next higher membership grade for which qualified. Student members that are continuing in an engineering school after receiving their Bachelor’s Degree may continue as Student Members as long as they are full time students.

k. Any special dues waiver provisions will be incorporated in an Administrative Policy as approved by the TSPE Board of Directors.

Section 2. Assessments - Assessments shall be entirely discretionary with the members, shall be voted upon by letter ballot, and shall be considered only upon written recommendations of the Board of Directors or of twenty-five members. The details of such assessments shall be determined at the time the matter is presented for consideration and shall be set forth in the letter ballot. A two-thirds affirmative vote, with at least fifty percent of the members voting, shall be necessary to authorize levying of assessments.

Section 3. Reinstatement – A member dropped from the rolls of the Society for non-payment of dues cannot be reinstated prior to January 1 of the following year except by payment of current year’s dues. Reinstatement after January 1 of the following year may be made by payment of dues required for continuing members in accordance with the schedule for prorating. A Retired Member who has resigned or who has been dropped for non-payment of dues may be reinstated upon payment of such fees as may be required to reinstate the member in the National Society of Professional Engineers.

Section 4. NSPE shall collect all membership dues and shall remit to TSPE and TSPE Chapters that part of such dues, for each. Each Chapter may collect and retain any additional Chapter assessments necessary for the Chapter activities and administration as authorized by the Chapter Board of Directors and Chapter Constitution and Bylaws.

TSPE shall also have the authority to directly collect assessments as authorized by the Board of Directors in accordance with Section 2 of Bylaw VII of the TSPE Bylaws.

Bylaw VII - Obligations

Section 1. How incurred - No expenses, other than incidental expenses, may be incurred except by a majority affirmative vote of the Board of Directors.

Section 2. How paid - Payment of all obligations shall have been approved by the Board of Directors. All checks and vouchers shall be signed by the Executive Director. The Board of Directors may also authorize some other person (properly bonded) to sign checks and vouchers when the Executive Director is not available.
Bylaw VIII - Amendments

Section 1. These Bylaws can be amended in part or in whole through the following alternate procedures:

Alternate (a). These Bylaws may be amended by a two-thirds affirmative vote of the votes cast by delegates voting their Chapter voting strength at a meeting of TSPE provided that such amendments (singular or plural) shall have been submitted for TSPE action by the State Constitution, Bylaws, and Policies Committee, by a Chapter or by the written request of at least one hundred members in good standing, to the State Headquarters Office at least thirty days prior to the date of said meeting of TSPE. The State Headquarters Office shall forward copies of the proposed amendments to the Presidents and Secretaries of each Chapter as soon as possible but not less than three weeks prior to the TSPE meeting. Amendments proposed under this alternate procedure must be presented to the delegates for appropriate action thereon at the first meeting of TSPE for which the submission qualifies.

Alternate (b). These Bylaws may be amended at a regular meeting of the Board of Directors by a two-thirds affirmative vote of its voting members present provided that such amendments (singular or plural) shall have been submitted for Board of Directors action by the State Constitution, Bylaws, and Policies Committee, by a Chapter or by the written request of at least one hundred members in good standing, to the State Headquarters Office at least thirty days prior to the date of said meeting of the Board of Directors. The State Headquarters Office shall forward copies of the proposed amendments to the members of the Board of Directors meeting. Amendments proposed under this alternate procedure must be presented to the Board of Directors for appropriate action thereon at the first meeting of the Board of Directors for which the submission qualifies.

Section 2. A particular section of these Bylaws may be suspended for a single stated purpose by two-thirds majority of the delegates present at any meeting of TSPE or by two-thirds majority of the voting members present at any Board of Directors meeting.

Section 3. Upon successful passage, as herein provided, any amendment of these Bylaws shall become effective immediately.

Bylaw IX - Good Standing

Section 1. A member shall be considered in good standing if dues are remitted prior to the member’s dues renewal date. A member failing to remit dues by their dues renewal date shall be delinquent. Unless provisions for the deferral of dues has been granted by the Society, the delinquent member shall be dropped from the membership rolls of the Society three months after the date on which remittance is due.

The Board of Directors may at its discretion waive or extend the period of payment of current dues in individual cases for good cause.

Bylaw X - Chapter Membership

Section 1. In order to most effectively further the objectives of TSPE and particularly its Legislative and Practice Act Enforcement Program, members will be assigned to membership in the Chapter of their residence. However, any member who desires membership in a Chapter outside the Chapter area in which he resides, may address a request to the Executive Director requesting transfer of his membership to another Chapter.

Bylaw XI - Parliamentary Procedure

Section 1. The most recently published edition of Robert's Rules of Order shall control all matters of parliamentary procedure at the meetings of TSPE, the Executive Committee and the Board of Directors.

Bylaw XII - Balloting

Section 1. Ballots - The Ballot proper shall be so printed as to permit sealing within the Ballot Return Mail Envelope. The Return Mail Envelope shall be imprinted on the reverse side with the member's name and address along with a blank for endorsement by written signature. In the case of elections, the Ballot shall indicate the office and the number associated therewith where applicable as well as the candidate or candidates for each, identifying those nominated by committees and those nominated by petition. They shall provide space for write-in candidates. They should be supported by a fly sheet or equivalent furnishing a short biographical sketch and portrait photograph of each candidate.

Section 2. Mailing and Return of Ballots - Ballots and supporting papers for regular elections shall be mailed to the membership not later than March 10 and shall be returned to the State Headquarters Office not later than April 10. All other ballots and supporting papers shall be mailed to the membership not less than thirty days prior to the date specified for their return receipt at the State Headquarters Office.
Section 3. Receipt and Tabulation of Ballots - All return mail envelopes carrying ballots received in the State Headquarters Office shall be placed unopened in the hands of the Tellers Committee. The State Headquarters Office shall have separated the ballots into groups in priority of listing as follows: Group 1. Those ballots received after the deadline date. Group 2. Those received from members not in good standing. Group 3. Those ballots not signed by the member. Group 4. Those ballots remaining. The Tellers Committee shall open all ballots by groups in order listed to determine if payments of dues shall have been included. The ballots shall be kept separate by groups after regrouping for those advanced from Group 2 to Group 3 or Group 4 by reason of an enclosed payment of dues. The results of the election shall be tabulated by the Tellers Committee based completely and solely upon the Group 4 ballots in a manner that preserves the secrecy of the ballot.

Section 4. The Board of Directors or TSPE, whichever meets first following a special Tellers Committee report, shall certify the return of the balloting and shall declare the official results.

Section 5. Electronic voting is permitted to expedite the ratification of decisions of any body of TSPE, except where specifically prohibited in the TSPE Constitution and/or Bylaws. It shall be the responsibility of every TSPE Officer, Director and member to provide TSPE with an e-mail address for such use. It shall be the sole responsibility of the TSPE Officer, Director, and member to monitor and maintain their respective e-mail addresses, including hardware, software and licenses required for such e-mail. Similarly, it shall be the sole responsibility of these persons to provide adequate and timely notice of any changes to the ability to receive, transmit or otherwise obtain e-mails. As such, neither electronic voting results or procedures shall be challengeable by a member unless it can be shown that (a) the member did not receive the e-mail, (b) the member’s e-mail address was valid at the time the e-mail was sent, (c) the member’s vote would have changed the outcome of the vote, and (d) the member had no knowledge of the voting and had no other opportunity to submit a ballot. Procedures for an electronic ballot shall be as follows:

a. The TSPE Secretary (or his/her designee) shall prepare an electronic ballot for distribution to all voting members of the body. The ballot shall contain a clear and concise explanation of what the vote entails.
b. Upon distribution of the electronic ballot, a minimum of 72 hours shall be included for discussion (the discussion period) prior to the commencement of the voting period. The discussion information shall be sent to the chairman of the body soliciting the electronic vote.
c. A deadline for response to a ballot issue (the voting period) shall be included with the ballot submission to the body. A minimum of 48 hours shall be allowed as the voting period for respondents to cast a ballot after the end of the discussion period.
d. At the end of the voting period, the Secretary (or his/her designee) shall announce the results of the voting. The total number of votes cast must meet or exceed the requirements for a quorum, for the vote to be valid.
e. Once a member submits a vote, they will not be allowed to rescind or change their vote during the voting period.
f. Reasonable security procedures to assure the integrity of electronic voting shall be developed and defined in an Operating Procedure.

Bylaw XIII – Policies

Section 1. There shall be prepared a TSPE Policy Manual containing Professional, Administrative and Operating Policies for the operation of the Texas Society of Professional Engineers in accordance with the Constitution and Bylaws of the Society as approved by the membership and the Board of Directors. These Policies shall contain more detailed procedures as may be required than are contained in the Constitution and Bylaws. These Policies shall be approved by the Board of Directors of TSPE by an affirmative two-thirds vote at any regular meeting of the Board.

Section 2. Policies may be created, revised or deleted by the Board of Directors of TSPE in accordance with the same standard procedures for amending the Bylaws as contained herein.