

Constitution

Washington Area Railway Engineering Society

Article I – Name and Purpose

1. The name of this organization shall be the "Washington Area Railway Engineering Society," a technical and educational society organized not for profit.
2. The purpose of the Society shall be to disseminate technical information on the engineering sciences of railway design, construction and maintenance and to promote the exchange of technical knowledge through lectures and seminars on all aspects of railway operations related to track, bridges, building, communications, signals, electric traction, and other fixed facilities for railroads and rail transit.
3. The Society shall neither endorse nor recommend any particular devices, trademarks, or materials, nor will it be responsible for any opinions expressed in papers, reports or discussion presented at its meetings or expressed in its publications.
4. A scholarship shall be given, pending a surplus of the annual accounting of receipts, to the college, university or organization agreed to by a majority of the Executive Committee. The disbursement of funds for scholarship will be made annually or as agreed by the Executive Committee. The successful entity receiving the funds for scholarship, will direct said funds to the candidate/student, within their school/department in accordance with all regulations and applicable laws required by their state, commonwealth and or charter.

Article II – Membership

1. Membership in the Society shall be open to all persons professionally involved with railway track, bridges, buildings, communications, signals, electric traction, and other fixed facilities for railroads, and rail transit. Qualification for membership shall be by virtue of professional training, formal education, or employer affiliation.
2. When the Secretary of the Society determines an individual is no longer qualified to hold membership in the Society, this shall be cause to drop said membership in the Society.

Article III – Officers and Duties

1. Officers of the Society shall be a President, Vice President, Program Chairman, Secretary, and Treasurer. These five officers together shall constitute the Executive Committee, which shall be empowered to conduct business of the Society. A Nominating Committee composed of the President and two other society members shall recommend a slate of candidates for the following year to the membership.
2. Officers shall be elected to serve a term of one year running January 1 to December 31 of each year. No individual may hold a given office for two full terms in a row, and may not be a member of the Executive Committee for more than five full terms in a row unless agreed upon by the membership.
3. In the event of a vacancy of an officer, the Executive Committee shall nominate a member to fill the unexpired term, for approval at the next meeting of the Society.
4. Election of Officers for the following year shall be by simple majority ballot of those members casting ballots at a regularly scheduled meeting held prior to January 1. The Secretary shall be empowered to review proxy ballots up to the designated time of the election.
5. The President shall preside at meetings of the Society and, with the approval of the majority of the Executive Committee shall be empowered to establish other committees of Society members to assist him in the operation of Society.
6. The Vice President shall preside at meetings in the Chairman's absence.
7. The Program Chairman shall arrange for a program, at each meeting, of interest to the Society.
8. The Secretary shall maintain the minutes and non-financial records of the Society.
9. The Treasurer shall establish a bank account in the name of the Society, shall maintain the financial books of the Society, and shall make written annual report on the Society finances prior to February 1 following each year.

Article IV - Meetings

1. The Society shall hold a minimum of two meetings per year. The location of meetings shall be within 50 miles of Washington. Notice of such meetings shall be sent by mail to all Society members.
2. At all meetings, a quorum shall be constituted by a simple majority of those members of the Society in attendance.
3. The Society shall reserve the right to charge a meeting registration fee to defray costs. Such registration fee may be in addition to meeting expenses such as food, programs, transportation, etc.
4. The Society may enter into agreements with other professional organizations with parallel interests to hold joint meetings where such events would clearly be in the best interest of the membership.
5. The Society may invite guests to attend portions of its meetings that are of mutual interests and consistent with objectives of the Society.

Article V – Dues and Fees

1. The operation of the Society shall be self-supporting
2. The Executive Committee shall appoint an Audit Committee composed of 3 members not members of the Executive Committee to inspect the Society's books annually. The Audit Committee shall prepare a written report of the Society finances by March 1 indicating whether or not the Treasurer's Report indicated in Article III, paragraph 7 is correct.
3. The cost of operating the Society shall be paid by dues, meeting fees, fund raising events, voluntary contributions or any other legal means. Dues, if any, shall be recommended by the Executive Committee, and approved by majority vote at a Society meeting.

Article VI – Amendments

1. Amendments to this Constitution may be proposed at any meeting by a majority vote. Each amendment so approved shall be mailed to each member of the Society 30 days in advance of the ballot date. A two-thirds majority of all members shall be required for approval. Amendments may be voted upon only at regular meetings of the Society.
2. The Secretary shall count the ballot and record the results of amendments, retaining the ballots for inspection by members for a period of three months.

Article VII - Dissolution

1. In the event of dissolution of the society, all assets shall be transferred to another established non-profit association or society with similar professional interests as determined by vote of approval by four out of five of the Executive Committee. No individual shall personally profit from the dissolution of the Society.

Adopted the first day of September, 1981.

Amended the first day of June, 2013.

President _____ Date: _____

Printed name: _____

Secretary _____ Date _____

Printed name: _____