

# BY-LAWS - MICHIANA CHAPTER AMERICAN FOUNDRY SOCIETY

**ESTABLISHED – JANUARY 18, 1939**

REVISED – 1945

REVISED – 1962

REVISED – 1983

REVISED – 1999

REVISED – 2006

## ARTICLE I – NAME AND OBJECTIVE

**Section 1** – This organization shall be known as the Michiana Chapter of the American Foundry Society; namely, to promote the advancement of science related to the manufacture, quality and utilization of metal castings through education, research and the dissemination of metalcastings technology. Provide a forum where knowledge can be exchanged between individuals and companies that mutually benefits all involved in the metalcasting industry within the territory of this chapter.

## ARTICLE II – TERRITORY

**Section 1** – The territory of this chapter shall be registered in the national office of the Society. It includes the following counties in the northwest Indiana and southwest Michigan:

	<u>INDIANA</u>		<u>MICHIGAN</u>
Porter	Marshall	Benton	Berrien
La Porte	Newton	White	Cass
St. Joseph	Jasper	Cass	Van Buren
Elkhart	Pulaski		
Starke	Fulton		

## ARTICLE III – MEMBERSHIP DUES AND PRIVILEGES

**Section 1** – American Foundry Society members of all classifications residing in the approved territory of this Chapter are eligible for membership therein. Privileges and qualifications for membership classifications are prescribed in the by-laws of the Society.

**Section 2** – Dues from memberships shall be set forth by the National Board of Directors.

**Section 3** – All dues shall be paid to the American Foundry Society at their headquarters. Dues are payable annually when invoiced in accordance with Society regulations.

**Section 4** – All members are entitled to participate in and benefit from research, educational activities and receive official publications of the society.

## **ARTICLE IV – FINANCING**

**Section 1** – Chapter revenues are either regular or special. Regular revenues consist of refunds on membership dues, paid by the National Society each month. Special revenues include funds raised as a result of Chapter activities.

**Section 2** – In addition to the dues refund as provided for in the By-laws of the Society, the Board of Directors of the Chapter may, when necessary, make provisions for raising additional funds. They may also receive contributions or bequests, and shall have entire control of all funds raised and disbursed.

## **ARTICLE V – OFFICERS, DIRECTORS, & ADVISORY MEMBERS**

**Section 1** – The officers of the chapter shall consist of a Chair, Vice-Chair, and Second Vice Chair, who shall be elected annually from and by the membership and for one year each. The chapter Secretary, and Treasurer shall be elected for a three-year term from and by the membership. The offices of Secretary and Treasurer may be combined at the discretion of the Board of Directors.

The officers of the Chapter, in keeping with the requirements of the American Foundry Society, will be members in good standing (dues paid). The Chapter recognizes that in some cases, financial assistance may be required to keep officers current on their membership. The Board of Directors of the chapter may, upon written request by the officer, authorize full or partial payment of dues from the operating fund. This authorization will be by simple majority of the voting members present (quorum required). This vote will be made by confidential written vote, and not by a show of hands. Prior to such a request, the officer must first seek sponsorship from his/her employer, and be denied any such assistance.

**Section 2** – The Board of Directors shall consist of the Chapter officers, three Directors elected annually for terms of three years each, and the immediate past Chair who shall serve a term of one year, making a total of 10 Directors and five Officers serving at all times.

The Directors of the Chapter, in keeping with the requirements of the American Foundry Society, will be members in good standing (dues paid). The Chapter recognizes that in some cases, financial assistance may be required to keep officers current on their membership. The Board of Directors of the Chapter may, upon written request by a Director, authorize full or partial payment of dues from the operating fund. This authorization will be by simple majority of the voting members present (quorum required). This vote will be made by confidential written vote, and not by a show of hands. Prior to such a request, the officer must first seek sponsorship from his/her employer, and be denied any such assistance.

The advisory members of the chapter are invited annually to sit on the board of directors to offer council and expertise as needed to the chapter officers and directors but must abstain from voting. Although membership to AFS is not required for members of the advisory council, it is encouraged.

**Section 3** – All Officers and Directors shall assume their duties on the day following the Annual Business Meeting. A majority of the board shall constitute a quorum at any Board meeting.

**Section 4** – When a Director is absent from two successive Board Meetings without explanation, he/she shall be asked to resign from the Board of Directors and be replaced according to Article VI. Any desire for reinstatement must be submitted to the Board in writing prior to the next Board meeting. Such request will be acted upon by the Board at that time.

## **ARTICLE VI – FILLING VACANCIES OCCURRING IN MEMBERSHIP OF BOARD OF DIRECTORS**

**Section 1** – In case a vacancy occurs in the office of the Chairman between annual business meetings, the Vice-Chairman shall become Chairman.

**Section 2** – In case a vacancy occurs on the Board of Directors, other than that of office of Chairman, the Board of Directors shall elect a successor to serve the un-expired term.

## **ARTICLE VII – DUTIES OF OFFICERS**

**Section 1** – Chairman: The Chairman shall preside at all meetings of the Board of Directors and at all regular and special meetings of the Chapter and shall be the executive officer of the Chapter. He/she shall be a member ex-officio of all Standing and Special Committees.

The Chairman shall submit at the annual business meeting a report reviewing activities of the Chapter and recommend future activities, together with a report prepared by the Treasurer showing receipts and disbursements for the year. A copy of this report shall be forwarded to the National office of the American Foundry Society.

The Chairman shall also appoint standing and special committees and their Chairmen upon Board approval.

**Section 2** – Vice-Chairman: The Vice-Chairman shall fulfill the duties of the Chairman when the latter for any reason is unable to act in their capacity as Chapter Chairman. The Vice-Chairman is also the Chairman of all program activities.

**Section 2, Sub 9a** – The Second Vice Chairman shall fulfill the duties of the Chairman and/or Vice Chairman when either of the latter for any reason is unable to act in their capacity of Chapter Chairman or Chapter Vice Chairman. He/She is also the second year chairperson of all program activities.

**Section 3** – Secretary: The Secretary is the custodian of all permanent records of the Chapter. The secretary's duties include: preparation of minutes for all Board, Regular and Special meetings of the Chapter, maintain current

membership list; prepare and mail notices of all meeting and events; carry out routine correspondence for the Chapter; keep the National Society advised of all meetings, nominations, elections and Board changes.

**Section 4** – Treasurer: The treasurer shall have charge of all funds of the Chapter and shall disburse the funds only when approved by the Board of Directors. The treasurer shall keep the accounts in the books belonging to the Chapter, which at all times shall be open to inspection by the Board of Directors.

The treasurer shall deposit all Chapter funds in the name of the Chapter, in a bank or Trust Company approved by the Directors. The treasurer shall be empowered to invest and reinvest surplus Chapter funds. The treasurer shall supply the Chairman of the Chapter with a report of receipts and disbursements whenever required, and at the end of the year for presentation at the Annual Business Meeting. A copy of this report shall be forwarded to the Central Office of the Society.

## **ARTICLE VIII – BOARD OF DIRECTORS**

**Section 1** – The control of the Chapter shall be vested in the Board of Directors, who shall approve all expenditures and manage the affairs of the Chapter as may best promote the interests of the membership in accordance with the fundamental objects of the Society.

The Board must be made aware of the actions of all officers and committees. The Board is responsible for Chapter policies; approve advance budgets of income, expense and investments; approve and direct all special fund raising activities; approve all Committee appointments and reports; initiate educational activities; name candidates to National Society appointments and committees when requested; and appoint a Chapter Nominating Committee.

## **ARTICLE IX – MEETINGS OF THE BOARD OF DIRECTORS**

**Section 1** – The Board of Directors shall meet at the call of the Chairman or any three members of the Board, at a time and place designated by the Chairman. A majority of the Board shall constitute a quorum.

**Section 2** – At least two meetings of the Board of Directors shall be held during the fiscal year at times other than the dates of regular Chapter meetings.

**Section 3** – An annual meeting of the Board of Directors shall be held within 60 days following the close of the fiscal year for approval of an annual audit of Chapter finances and to approve budgets for the new fiscal year.

## **ARTICLE X – ANNUAL MEETING AND FISCAL YEAR**

**Section 1** – The Annual Business Meeting of the Chapter shall be the last regular meeting proceeding July 1. The fiscal year of the Chapter shall be from July 1 to June 30, inclusive.

## **ARTICLE XI – MEETINGS OF THE CHAPTER**

**Section 1** – Regular meetings of the Chapter shall be held each month from September to May, inclusive, at a time and place designated by the Board of Directors. Members shall receive at least seven days notice in writing of any regular or special meeting of the society.

## **ARTICLE XII – BUDGET**

**Section 1** – The Board of Directors shall approve, as prepared by the Treasurer at the Board's discretion, an annual budget of estimated expenses that shall not exceed 90% of the anticipated income of the chapter, unless funds are available.

## **ARTICLE XIII – COMMITTEES**

**Section 1** – Standing and Special Committees, or their Chairman, shall be appointed annually as needed by the Chapter Chairman, subject to the approval of the Board of Directors. Such committees shall include Program, Membership, Education, Publicity and Public Relations.

**Section 2** – Such other committees as the Board of Directors consider necessary shall be appointed as either Standing or Special Committees.

## **ARTICLE XIV – NOMINATIONS AND ELECTIONS**

**Section 1** – A nominating committee of five (5) Chapter members shall be appointed by the Chairman with the approval of the Board of Directors. The Nominating Committee shall be chaired by the Past Chairman and be composed of one additional Past Chairman and three members of the Chapter. Committee appointments are to be made in March in order to present to the membership in April the names of candidates for the offices of Chairman, Vice Chairman, Second Vice Chairman, Secretary, Treasurer and three (3) Directors for terms of office as provided in Article V.

**Section 2** – Members, in addition to those presented by the Nominating Committee, may be nominated for any or all of the vacancies from the floor when duly seconded at the April meeting.

**Section 3** – If additional nominations are received for any office, as prescribed, then the elections shall be secret ballot.

**Section 4** – Should no additional nominations be received, nominations shall be declared closed and the Secretary shall at the Annual Business Meeting, cast the unanimous ballot of the membership for election of those candidates named by the Nominating Committee.

**Section 5** – The election of officers and directors shall be at the Annual Business Meeting of the Chapter. They shall assume the duties of their offices

immediately following the adjournment of the Annual Business Meeting and serve until their successors are chosen and qualified.

## **ARTICLE XV – AMENDMENTS**

**Section 1** – These by-laws may be amended only by a majority vote of the membership present at a regular or special meeting, provided notice of vote on such amendment shall have been given to the membership at a previous regular or special meeting, and the full text of the proposed amendment included in the printed notice thereof.

## **ARTICLE XVI**

**Section 1** – These by-laws, amendments thereto, and official actions of the Chapter shall not conflict with any provisions governing Chapters in the by-laws of the American Foundry Society. Any contingency not specifically covered by these by-laws shall be handled in accordance with the provisions of the by-laws of American Foundry Society.

## **ARTICLE XVII**

**Section 1** – These by-laws will be reviewed each year by the Board of Directors preferably at the first meeting of the new Board.

## **ARTICLE XVIII – RULES OF ORDER**

**Section 1** – Robert's Parliamentary Rules of Order and the Chapter Operations Manual shall be recognized authorities by this Chapter and shall govern their deliberations in all cases not covered by these by-laws.

## **ARTICLE XIX**

**Section 1** – These by-laws amended by majority vote of the membership at a meeting conforming to the conditions set forth in Article XV, Section 1 – November 13, 1983.