

BYLAWS

Adopted 8-1-2012

BYLAWS

ARTICLE I - NAME

1. The name of this organization shall be:
ISA – International Society of Automation,

University of Houston-Downtown
Student Section, an ISA chartered organization
in the State of

_Texas_____,
hereinafter referred to as the "Section."
2. The Section shall maintain affiliation with the International Organization known as "ISA – International Society of Automation," which hereinafter shall be referred to as the "Society", and shall be subordinate to the SOCIETY

ARTICLE II - LOCATION

1. The offices of the Section shall be located at

_University of Houston-Downtown_____
(School)

_____ One Main Street _____
(Building) (Street)

_Houston, Texas_____
(City) (State/Province)

_77002_____
(Zip/Postal Code) (Country)

ARTICLE III - OBJECTIVES

1. The objectives of the Section are to advance and to reinforce the arts and sciences related to the theory, design, manufacture, and use of instrumentation, computers, and systems for measurement and control in the various sciences and technologies for the benefit of

mankind and to advance knowledge of career opportunities in the field of instrumentation.

ARTICLE IV - POLICIES

1. The Section's Bylaws shall not conflict with the Bylaws of the Society. The Section and its members shall abide by the Bylaws of the Section.
2. The Section shall not adopt any policy that is considered contrary to school policy.
3. The Section shall endeavor to promote a better understanding of the scope and opportunities in Instrumentation and the Science of Measurement and Control.
4. The Section shall hold periodic meetings during the normal school year.
5. The Section shall present educational programs of general interest topics in the Science of Measurement and Control and other technological fields.
6. The Section shall promote friendship among its members, and with professional men and women in the instrumentation industry.
7. The Section shall encourage its members to prepare student papers and attend Society Conferences and Symposia.
8. The Student Section Advisor shall have the power to veto any Section action that is contrary to school policy.

ARTICLE V - SECTION MEMBERSHIP

1. The membership of the Section shall consist of: Society Members and Student Members.

ARTICLE VI - QUALIFICATIONS FOR MEMBERSHIP

1. Any person desiring to support the objectives of the Society shall be eligible for election as a member.
2. An individual is eligible to become a Student Member if he or she meets the definition of Student Member in the Society's Bylaws, Article IV.
 - a. He or she is registered in a program leading to a degree or certificate.
3. Any member of the Society affiliated with one Section shall be eligible to become affiliated with additional Sections, subject to the regulations of the Society and the Sections.
4. Membership election procedure
 - a. Application for membership in the Society as Member or Student Member shall be made by filling out an ISA Application for Membership Form and submitting it, properly endorsed and with the correct dues, to the Section with which the applicant desires to affiliate or to the Society Executive Director.
 - b. The Section shall forward the form with the Correct dues attached to the Society Executive Director who shall notify the member of election effective in the month the application was received and the dues were recorded.

ARTICLE VII - DUES

1. The amount and collection of dues of the members shall be as provided in the Society Bylaws.
2. All annual dues shall be paid on an anniversary basis. The anniversary date for new members shall be the effective date of membership established by the Executive Director. The Executive Director, may through pro-ration of Society and Division Dues, establish a new anniversary date for any member with the consent of the member.

ARTICLE VIII - GOVERNMENT

1. The Executive Committee of the Section shall control the general policies of the Section through its powers to initiate changes in Bylaws, to establish budget

policies, and to review the annual reports of the officers.

2. The determination of operating policies and the control of the affairs, property, and funds of the Section shall be vested in the Executive Committee, except as may be otherwise provided by these Bylaws.
3. The Section shall control and manage the affairs, property, and funds of the Section.
4. The fiscal year of the Section will be from July 1 to June 30.

ARTICLE IX - OFFICERS OF THE SECTION

1. The elected officers of the Section shall be President, Vice President, Secretary, and Treasurer.

The officers of the Section shall be elected annually for a one year term of office by the vote of a majority of those eligible members voting in the election. The term of office shall begin on the first day of the month after the month in which the regular election of officers is held. Officers shall serve until their successor assumes office.

ARTICLE X - EXECUTIVE COMMITTEE

1. The Executive Committee of the Section shall consist of the Society's District Vice President for the District in which the Section is located or duly appointed representative, the Section Faculty Advisor, and the current officers of the section.
2. The Student Section Advisor shall be a member of the Executive Committee as long as he or she remains Student Section Advisor. If the Student Section Advisor resigns as Student Section Advisor, dies, or ceases to be a member of the school's faculty, the Section President will immediately notify the Society's District Vice President. The District Vice President and the Section President shall seek out and appoint a suitable faculty member as the replacement Student Section Advisor. It is expected that the Advisor will be an ISA member.

ARTICLE XI - ELECTION OF OFFICERS

1. Nominations of officers shall take place one month prior to their election. Election of officers

shall take place during the next to the last regular school month.

2. All members in good standing shall be entitled to vote on questions before the Section and in Section Elections and shall have equal voting powers in election of officers.
3. No person elected as an officer of the Section shall succeed himself in the same office, except as provided in paragraph 4 of this Article.
4. The order of succession of officers shall be President, Vice President, Secretary, and Treasurer. If any office becomes vacant, then the officer holding the office below in the order of succession shall be elevated to fulfill the unexpired term of the vacated office. Any office not filled by succession shall then be filled by a special election for the balance of the term. An officer filling an unexpired term of office may succeed himself as the elected officer for that office.

ARTICLE XII - LIMITATIONS ON SECTION ACTIVITIES

1. Notwithstanding any other provision of these bylaws, the SECTION shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 503 (c) (3) of the U.S. Internal Revenue Code and its Regulations as they now exist or as they may be amended. [Note: Equivalent revenue regulations of a governing body outside the U.S. shall apply to Sections not covered by Section 501 (c) (3) of the U.S. Internal Revenue Code.]
2. Neither the SECTION nor any officer, member, or person acting on behalf of the SECTION:
 - a. Shall make loans of SECTION funds to any individual or corporation at less than the prevailing rate of interest or with inadequate security as collateral.
 - b. Shall pay excessive compensation for rendered services to any individual or corporation.
 - c. Shall sell or transfer securities owned by the SECTION to any individual or corporation for less than the prevailing market value at the time of such sale or transfer.

3. The SECTION is not organized for pecuniary profit, nor shall it have any power to issue certificates of stock or pay dividends, and no part of the net earning or assets to the SECTION shall inure, upon dissolution or otherwise, to the private benefit of any individual.

ARTICLE XIII - LEGISLATIVE AND OTHER PROHIBITED ACTIVITIES

1. Neither the Section, nor its Executive Committee members, officers, members or any person on its behalf, shall engage in any political activities or in any attempt to influence legislation in any nation or subdivision, whether federal, state or local, on its own behalf or on behalf of or as a representative of ISA, whether by distribution or publication of propaganda, expenditure of funds, or engagement in any other course of political conduct.

ARTICLE XIV - OFFICERS

1. The President shall be the Executive Head of the Section, shall serve as Chairman of the Executive Committee, and shall preside at all periodic and special meetings of the Section and the Executive Committee. He/she shall periodically report to the members those matters which the Society has brought to his/her or the Secretary's attention.
2. The Vice President shall perform the duties of the President in case of the President's absence. Also, the Vice President shall, upon resignation or inability of the President to serve, become President of the Section.
3. The Secretary shall act as recording and corresponding Secretary of the Section and shall ascend the office of Vice President if the office of Vice President becomes vacant. He/she shall keep a full and complete record of the membership of the Section and serve as liaison with the Society on matters of membership information and other matters of Section-Society relationships.

He/she shall arrange to notify Section members of all meetings in advance. He/she shall attend and keep records of all meetings of the Executive Committee and regular and special meetings of the Section. He/she shall arrange for typing, duplicating, and mailing of Section committee reports or special announcements as required.

4. The Treasurer shall be the Financial Officer of the Section, and shall ascend to the office of Secretary if the office of Secretary becomes vacant. He/she shall keep complete records of all moneys received and dispersed by or on behalf of the Section, and shall secure proper receipts for all moneys disbursed. He/she shall report to the Executive Committee the financial condition of the Section whenever requested. The Treasurer shall have custody of all moneys belonging to the Section which shall be deposited in accordance with the instructions of the Executive Committee. Financial accounts of the Section and control of expenditures shall be in accordance with the annual budget and any special appropriations approved by the Executive Committee. He/she shall deliver all money and records to his/her successor upon the conclusion of service as Treasurer.

ARTICLE XV - MEETINGS

1. Regular meetings of the Section shall be held once a month during the regular school year for the discussion of subjects pertinent to the objectives and policies of the Society. Dates and meeting places or regular meetings are to be determined by the Executive Committee.
2. Special meetings of the Section shall be held at such times and places as may be called by the President; or, in his absence, by the Vice President; or by any three members of the Executive Committee; or by not less than _____% of the members of the Section, upon reasonable notice.
3. Regular meetings of the Executive Committee will be held during the school year for the review of the affairs of the Section at dates and meeting places determined by the Executive Committee. Special meetings of the Executive Committee may be called by the President, the Student Section Advisor, the District Vice President or his/her representative, or by any three members of the Executive Committee upon reasonable notice of the time and place of the meetings.
4. Quorums: (a) At any meeting of the members of the Section, a majority of the members shall constitute a quorum for the transaction of business. (b) A majority of the Executive Committee shall constitute a quorum for the transaction of business at any meeting of the Executive Committee.

5. All questions coming before the Section or the Executive Committee shall be decided by a majority of votes cast, except as otherwise provided by the Section's Bylaws.

ARTICLE XVI - FINANCE

1. The fiscal year shall run from July 1 to June 30.
2. The Treasurer shall give a bond in an amount approved by the SECTION Executive Committee for the faithful performance of his duties. The premiums for the bond shall be paid by the SECTION.
3. The SECTION Executive Committee shall adopt, in advance of the next fiscal year, an operating budget covering all activities of the SECTION.
4. All instruments for the payment of money by the SECTION shall be drawn in the name of the SECTION and signed by the TREASURER or President, and countersigned by the Faculty Advisor. In no event, shall the signing and countersigning be done by the same person.
5. Each member of the SECTION Executive Committee shall be reimbursed by the SECTION for reasonable expenses related to that office in the SECTION. This does not apply to persons found negligent in performing their duties by a disinterested person or persons chosen by the SECTION Executive Committee. In such a case, the SECTION at its own expense, may settle any such claim which appears to be in the best interest of the SECTION. Approval of expense reimbursement shall be based on written guidelines which have been approved by vote of the SECTION members.
6. Members of the SECTION Executive Committee and officers of the SECTION shall not receive compensation in any form for services rendered.
7. The accounts of the SECTION shall be audited annually and approved by the SECTION Executive Committee.

ARTICLE XVII – PARLIAMENTARY AUTHORITY

1. The current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of the SECTION, its governing bodies and

committees in all cases not provided for in these Bylaws.

ARTICLE XVIII - RELATIONSHIP OF SECTION TO SOCIETY

The SECTION is a subordinate of the SOCIETY. The SECTION reserves the right to amend, alter, change or repeal any provisions contained in any Article of Incorporation and Bylaws of the Section. Any Bylaws and Amendments thereto, must not conflict with the policies of the SOCIETY. The Executive Board of the SOCIETY, by majority vote has plenary power to nullify or alter provisions of the SECTION'S Articles or Bylaws, or to nullify other actions of the SECTION, if it determines that such provisions or actions are injurious to the SOCIETY or it subordinates.

ARTICLE XIX- AMENDMENT OF BYLAWS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of the eligible voting members present at any regular meeting or special meetings, at which there is a quorum, if at least two weeks written notice is given of intention to alter, amend, or repeal, or to adopt new Bylaws at such meeting. Amendments may be proposed by any member, officer, or the Executive Committee.

ARTICLE XX - DISSOLUTION

The SECTION shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and no part of its funds shall inure to or be distributed to the members of the SECTION. On dissolution of the SECTION, the net assets remaining after payment of all debts shall revert to the SOCIETY within ninety (90) days of dissolution to be used for charitable and educational purposes under Section 501 (c) (3) of the U.S. Internal Revenue Code as it now exists or as it may be amended.

[Note: Equivalent revenue regulations of a governing body outside the U.S. shall apply to Sections not covered by Section 501 (c) (3) of the U.S. Internal Revenue Code.]