

CHAPTER BY-LAWS
THE SOCIETY FOR THE ADVANCEMENT
OF MATERIAL AND PROCESS ENGINEERING
NORTHERN CALIFORNIA CHAPTER

ARTICLE I: ORGANIZATION

SECTION 1: COMPOSITION

The Northern California Chapter of the Society for the Advancement of Material and Process Engineering (referred to hereafter as the Chapter) shall be composed of professional technical personnel concerned with materials and processing technology. The Chapter shall be duly chartered in accordance with the Society for the Advancement of Material and Process Engineering (referred to hereafter as S.A.M.P.E. or the Society) International Articles of Incorporation and By-Laws.

SECTION 2: OBJECTIVES

The objectives of the Chapter are:

- A. To provide increased opportunity for professional technical personnel who are concerned with materials and processing to:
 - 1. Execute their responsibilities more efficiently.
 - 2. Broaden their professional outlook.
 - 3. Prepare for higher and more demanding responsibilities.
- B. To provide an opportunity to discuss technical subjects with specialists and authorities which are of common interest and importance to all those engaged in material and process engineering.
- C. To provide contacts for the mutual assistance of its members through the interchange of unclassified technical information.
- D. To provide cooperative, fraternal association between its members.
- E. To increase the esteem of material and process engineering by fostering and maintaining high professional standards.
- F. To encourage engineering, scholarship, and educational programs for its members.
- G. To conduct symposia presenting a comprehensive study of the state-of-the-art for specific fields of interest to members.

- H. To encourage research and development of new materials and processes.
- I. To promote educational programs to encourage young people to enter the field of material and process engineering.

SECTION 3: MEMBERS

The Chapter shall admit all persons who qualify for membership in the International Organization who either desire affiliation with the Chapter or who are geographically placed under the jurisdiction of the Chapter.

SECTION 4: MEMBERSHIP REQUIREMENTS

Member categories and requirements shall be the same as that of the International Organization.

SECTION 5: HONORARY MEMBERSHIP

A. Honorary Senior Member

Each Honorary Senior Member created by the International Board of Directors (IPM 3.2) shall be entitled to all rights and privileges of a Professional Member in this Chapter except that he/she cannot hold any chapter office.

B. Honorary Life Member

The chapter may by the vote of the executive council award a Professional member Honorary Life Member status. This status shall be bestowed upon members on good standing who have retired from active routine participation in professional efforts. The recipient shall be entitled to all of the rights and privileges of a Professional member in the Chapter regardless of approval by the International Board of Directors.

SECTION 6: RIGHTS, PRIVILEGES, AND RESTRICTIONS

Subject to the limitations imposed by the provisions of the articles of Incorporation and the International By-Laws, members in good standing shall have such rights and privileges as may be expressed or implied in these By-Laws, to wit:

- A. Each Chapter member shall have the right to attend all regular meetings of the Chapter.
- B. With the exception of Student Members, each member of the chapter shall have the right to vote on all matters of Chapter business brought before a regular Chapter meeting.

- C. With the exception of Student Members and Honory Senior Members, each member shall have the right to be elected or appointed to any office in the Chapter; provided, however, that only Professional Members shall have the right to hold Chapter offices.
- D. Each member transferring into the Chapter from any other Internationally recognized SAMPE chapter shall be accepted in this chapter in the same classification as he had in the chapter he left. The Chapter shall impose neither a transfer fee nor an initiation fee upon acceptance of membership by transfer.
- E. Student members shall not have the right to hold any Chapter office. However, if they are otherwise duly qualified, they shall be eligible for election or appointment to any committee.

SECTION 7: LIMITATION OF MEMBERSHIP

No person shall be eligible for membership in the Chapter who holds membership other than Honorary in any other chapter of the Society. Any member of the Chapter shall have the right to resign therefrom; membership shall cease as of the date of resignation acceptance by the executive committee. Any member who shall, for any cause, cease to be a member of the Society, shall also cease to be a member of the Chapter.

- A. Any member who fails to comply with the Society's Articles of Incorporation and By-Laws, or who fails to comply with these By-Laws, may have his membership suspended or revoked, or he may be otherwise disciplined, by Resolution of the executive committee of the Chapter; provided, however, that a hearing shall be held and that a copy of the charges with a notice of such hearing thereon shall have been sent by registered mail to the address of said member not less than thirty (30) days prior to the date of said hearing. Voting rights of the member so charged shall be suspended during such hearing, and an affirmative vote of three-fourths of the remaining votes cast, a quorum voting, shall be required for such Resolution. A copy of this Resolution shall be sent to the International Business Office and to the said member immediately upon adoption.

SECTION 8: ADMINISTRATIVE SUPREMACY

These By-Laws and all other laws, rules, and procedures of the Chapter shall not contravene, and shall be subject to, the Articles of Incorporation and the By-Laws of the Society. In the event of a variance therewith, the Articles of Incorporation and the By-Laws of the Society shall supersede those of the Chapter which shall be changed to comply therewith.

ARTICLE II: MEETINGS

SECTION 1: REGULAR MEETINGS

Regular meetings shall be held periodically throughout the year. A minimum of six technical meetings a year shall be held. Meetings may be held jointly with other technical societies in Northern California. A technical meeting shall consist of either a technical presentation or a tour of a facility whose processes are of interest to the chapter. Notice of regular meetings shall be accomplished through the release of a flyer to the entire membership prior to the meeting. A regular meeting place and time is desirable but not mandatory.

SECTION 2: SPECIAL MEETINGS

Special meetings may be held by a vote of the Executive Committee. These meetings shall be open to all members of the Chapter. If these meetings are not technical in nature, the Chapter shall endeavor to retrieve all costs of the meeting by accessing the attending members and guests a fee.

SECTION 3: EXECUTIVE COMMITTEE MEETINGS

Meetings of the Executive Committee may be held when the Chairman, or a majority of the Executive Committee deem such a meeting necessary.

SECTION 4: RULES

Unless otherwise indicated in these By-Laws, the latest revision of IPM #1.2, shall be used for all meetings.

SECTION 5: QUORUM

No quorum is necessary for a regular meeting. Quorums for special meetings shall be decided by the Executive Committee. A quorum for the transaction of business at an Executive Committee Meeting shall be two thirds of the Executive Committee including proxies.

SECTION 6: TECHNICAL WORKSHOPS

The Chapter may sponsor and conduct appropriate Technical Workshops within the guidelines and restrictions of the International S.A.M.P.E. Board of Directors and International By-Laws (IPN 2.4).

SECTION 7: INTERNATIONAL SYMPOSIA

The Chapter may sponsor and conduct an International S.A.M.P.E. Symposium either alone or in partnership with other S.A.M.P.E. Chapters within the guidelines, regulations

and restrictions of the International S.A.M.P.E. Board of Directors and the International By-Laws.

ARTICLE III: THE EXECUTIVE COMMITTEE

SECTION 1: POWERS

Subject to these By-Laws, all powers of the Chapter shall be exercised by or under the authority of the Executive Committee.

SECTION 2: DUTIES

The duties of the Executive Committee shall be:

- A. Promote the objectives of the Society and the Chapter.
- B. Nominate a slate of officers for the Chapter.
- C. Approve Chapter plans and budgets.
- D. Approve amendments to Chapter By-Laws.
- E. Establish policy and guidelines for conducting the business of the Chapter.
- F. Approve plans for sponsoring International SAMPE Symposia and Exhibitions or Technical Meetings and conduct local technical workshops.
- G. Interface with other technical societies.
- H. Review and approve chapter expenditures over \$100.00 that were not previously budgeted.

SECTION 3: STRUCTURE

The Executive Committee shall be composed of all the Chapter officers and no more than two other Chapter members who may be elected to the Executive Committee by a majority of the Chapter officers. The Chapter Chairman is chairman of the Executive Committee. In the absence of the Chapter Chairman the First Vice-Chairman shall serve as Chairman of the Executive Committee

SECTION 4: QUALIFICATIONS

All members of the Executive Committee shall be members in good standing of the Society and the Chapter and meet other requirements as specified in these By-Laws.

SECTION 5: VOTING

Each member of the Executive Committee shall have one equal vote. Voting rights may be exercised in person or by mail ballot. Any member of the Executive Committee may authorize any Chapter member in good standing to represent him/her and to exercise his/her parliamentary rights and privileges by proxy at any meeting of the Executive Committee; provided that the following restrictions apply:

- A. The Proxy Notification can be made in writing or orally to any other member of the Executive Committee.
- B. No person shall possess more than two proxy voting rights.
- C. All proxy votes shall be recognized at the time a quorum is established by the Chairman .

ARTICLE IV: CHAPTER OFFICERS

SECTION 1: TITLES

The elected officers of the Chapter shall be known as and shall consist of a Chairman, a First Vice Chairman, a Second Vice Chairman, a Treasurer, and a Secretary.

SECTION 2: ELECTION OF OFFICERS

A. Time of Election

Elections of officers shall be conducted prior to the first of June each year.

B. Qualification Requirements

All candidates shall be professional members of S.A.M.P.E. and members of the Chapter in good standing.

No person shall simultaneously be a candidate for election to more than one office of the Chapter.

C. Notification

The results of the Chapter election, with a list of officers-elect, officers who remain incumbent and officers whose terms of office are expiring shall be submitted to the International Business Office prior to the tenth day of June subsequent to the election.

SECTION 3: TERM OF OFFICE

With the exception of the Chairman each Chapter officer shall serve a one year term of office which shall commence on the first day of July subsequent to his election.

The Chairman shall be elected for a five-year term of office that shall commence on the first day of July subsequent to his election to the post as shown below.

Year 1	Chairman
Year 2	Junior International Director
Year 3	International Director
Year 4	Senior International Director
Year 5	Historian

SECTION 4: DUTIES AND POWERS

Following are a list of the duties and powers of the Chapter officers. These duties and powers are summarized in a chart contained in Appendix A of these By-Laws.

A. Chairman

The Chairman shall be the principal executive officer of the Chapter and the chairman of the Executive Committee. He/she shall preside at the Chapter meetings and the Executive Committee meetings. He/she shall direct and supervise the Chapter activities. He/she or the Chapter officers he/she authorizes, shall cosign all checks with the Treasurer for approved expenditures (Art. III, Sect. 2). Upon assuming the duties of his/her office, he/she shall appoint committees and perform such other duties as specified or implied in these By-Laws. The committees shall include ones to consider nominations for S.A.M.P.E. Fellows (Art. V, Sect. 4), S.A.M.P.E. life memberships, and the receipt of the Frye-Parry award. The Chapter Educational Workshop committee is also appointed by the Chairman.

B. First Vice-Chairman

The First Vice-Chairman shall be the second Executive Officer of the Chapter. He/she shall be the technical meeting program chairman. He/she shall be responsible for obtaining speakers, arranging meeting facilities and all mechanical arrangements as well as obtaining awards for the speakers. He/she shall be the chapter membership chairman and as such shall be in charge of hospitality and door prizes at the technical meetings. He/she shall perform such other duties as may be specified or implied in these By-Laws or as may be assigned to him/her by the Chairman or the Executive Committee. In the event of the Chairman's absence or inability to serve, the First Vice-Chairman shall have the powers and shall perform the duties of the Chairman.

C. Second Vice-Chairman

The Second Vice-Chairman shall be the third executive officer of the Chapter. He/she shall be responsible coordinating all student affairs such as students night, sponsorship of local student chapters and scholarship awards. Additionally, he/she is responsible for career development for chapter members. He/she is responsible for implementing a volunteer program to obtain the volunteers necessary to staff all of the officers committees. He/she shall perform such other duties as may be specified or implied in these By-Laws or as may be assigned to him/her by the Chairman or the Executive Committee. In the event of the First Vice-Chairman's absence or inability to serve, the Second Vice-Chairman shall have the powers and shall perform the duties of the First Vice-Chairman.

D Treasurer

The Treasurer shall maintain the permanent financial records of the chapter and he/she shall be responsible for the safekeeping of the chapter funds. He/she shall report the financial status of the chapter at each meeting of the Executive Committee. He/she shall give bond for the discharge of his duties in such sum as the Executive Committee may require; the cost of such bond to be defrayed from the funds of the chapter. Subject to the approval thereof by the Executive Committee, he/she shall disburse chapter monies to pay all bills and other claims against the funds of the chapter. He/she shall be responsible for the finances of any Chapter sponsored workshop or symposium. He/she shall assist the Chairman and the Executive Committee in conducting the business of the Chapter and he/she shall perform such other duties as may be specified or implied in these By-Laws or as may be assigned to him/her by the Chairman or the Executive Committee.

E. Secretary

The Secretary shall assist the Chairman and the Executive Committee in conducting the business of the Chapter. He/she shall maintain a permanent record of the proceedings of all meetings of the chapter and of its Executive Committee. He/she shall conduct and report upon all matter of correspondence pertaining to the affairs of the chapter and he/she shall maintain all records thereof. He/she shall be responsible for all general meeting announcements. He/she shall prepare and submit such reports and other documents as may be required by the Chairman or by the Executive Committee and he/she shall perform such other duties as may be specified or implied in these By-Laws or as may be assigned to him/her by the Chairman or the Executive Committee.

F. International Directors

The Junior International Director, International Director and the Senior International Director shall represent the Chapter at International meetings. They shall report back to the Executive Committee those actions taken by the International Board of Directors that have a direct bearing on the affairs of the Chapter. If they are unable to attend these meetings they shall notify the Executive Committee beforehand so a replacement(s) may be selected.

G. Historian

The Historian shall maintain all records of the chapter. As such he/she shall receive copies of all documents deemed fit by the chapter to save; including all documents from the outgoing treasurer and secretary. The Historian shall be keeper of these Chapter By-Laws.

H. Senior Advisor

One of the two members of the Executive Committee who may be elected to the Committee by a majority of the chapter officers (Art. III, Sect. 3) shall be known as the Senior Advisor. The Senior Advisor shall, as a minimum, have been Chairman, and Junior and Senior International Director of the Chapter. His/her function is to advise the Committee on timely and critical issues and to perform such other duties as assigned to him/her by either the Chairman or the Executive Committee.

SECTION 5: SELECTION OF CANDIDATES

The slate of nominees shall be selected by the Executive Committee and presented to the Chapter at a chapter meeting for subsequent letter ballot. The Executive Committee shall be guided by the following:

- A. The incumbent elected First Vice-Chairman shall be nominated for Chairman.
- B. The incumbent elected Second Vice-Chairman shall be nominated for First Vice-Chairman.
- C. The incumbent elected Treasurer shall be nominated for Second Vice-Chairman.
- D. The incumbent Secretary shall be nominated for Treasurer
- E. Additional nominations for all offices may be presented from the floor at the chapter meeting at which the Executive Committee nominations are presented. Those nominated which meet the qualifications set forward in these By-Laws shall be included in the letter ballot. Those who wish to be nominated in such fashion must present a petition signed by no less than twenty other Northern California Chapter members in good standing.

SECTION 6: VACANCIES

A vacancy in any office of the Chapter shall be created by resignation there from and it shall commence at that time such resignation is accepted by the Executive Committee. A vacancy shall also exist in any office in which an officer has deceased or from which an officer has been removed in the manner hereinafter prescribed:

A. Removal

Any officer may, for good cause and after a hearing thereon, be removed from office by a vote of two-thirds of all the remaining members of the Executive Committee; provided however, that not less than thirty days prior to the hearing, a notice of such hearing shall have been sent by registered mail to his/her address of record which contains a copy of the charges against him/her and instructs

him/her of the time and place of such hearing. The time and place and the manner in which such hearing will be conducted shall be fixed by the Chairman, except when he/she is the party charged. In such an event, the First-Vice Chairman shall so act.

Removal pursuant to this procedure shall become effective immediately upon the affirmative voting thereto, and a copy of the minutes of such hearing shall be sent to the President of the International S.A.M.P.E. organization not later than thirty days after the aforesaid effectively.

B. Filling of Vacancies

A vacancy in any office shall be filled in the following manner. The Chairman with approval of the board shall appoint a person to fill the vacancy for the remainder of the term. Past chairmen shall be given preference to the offices of Junior International Director, Senior International Director and Historian. The Chairman shall notify the International Business Office of all replacements.

ARTICLE V: COMMITTEES

SECTION 1: AUTHORITY

The Chairman and Vice-Chairmen may use their discretion in forming whatever committees they deem necessary to help carry on the work of the Chapter.

SECTION 2: LONGEVITY

The term of the committees shall be limited to the term of office of the Chapter Officers who appointed the committees.

SECTION 3: STANDING COMMITTEES

If a standing committee is appointed, its term of office shall continue until the Executive Committee, by majority vote, disbands such committee or a specified time period for such committee's existence expires.

SECTION 4: S.A.M.P.E. FELLOW NOMINATION COMMITTEE

A "Fellow of the Society" nomination committee shall be a standing committee consisting of Chapter members who are Fellows of the Society, the Chairman and the Junior International Director.

The Chapter Chairman shall be the Chairman of the committee.

The candidates nominated must meet the criteria of the IPM.

ARTICLE VI: FUNDS

SECTION 1: GENERAL

All funds derived from contributions to the activities of the Chapter shall be held in trust for the Chapter and such funds shall be used to implement the objectives of the Chapter in such manner and at such times as the Chairman, subject to the restrictions previously described, and the Executive Committee shall determine.

SECTION 2: ASSESSMENTS

Assessments shall not be levied by the Chapter upon Chapter members.

SECTION 3: FISCAL YEAR

The fiscal year of the Chapter shall commence the first day of July of each year and continue through the last day of June of the following year.

SECTION 4: PROPERTY RIGHTS

Except as the Executive Committee may permit, no member shall have any right whatsoever in the property of the Chapter.

SECTION 5: COMPENSATION

With the exception of bestowal of awards and other forms of special recognition, no member of the Chapter shall receive any compensation whatsoever by the Chapter for any labor or services or other work performed or rendered to, or for, or on behalf of the Chapter without specific written approval of the Executive Committee; provided however, that officers and committee persons may be reimbursed for reasonable expenditures incurred in the performance of their respective duties, from the funds of the Chapter, as the Executive Committee shall determine.

SECTION 6: OBLIGATION

No person, or committee shall use or otherwise encumber the funds of the Chapter in any manner whatsoever except that the Chairman shall have permitted by prior authorization or as permitted by the Executive Committee by prior authorization thereof.

SECTION 7: FINANCIAL PRACTICE

A proper system of accounting shall be established which will accurately maintain records of Chapter funds, income, and expenses. An annual budget shall be prepared for and approved by the Executive Committee prior to September 15th of each year. The Chairman and/or whomever he/she authorizes shall countersign checks issued by the Treasurer. All disbursements shall be by check. The treasurer shall report to the Executive Committee on

the financial status of the Chapter at each Executive Committee meeting. At the end of each fiscal year, the financial records of the Chapter shall be audited by at least two Past Chapter Chairmen who are not currently officers. They shall review these records and attest to their accuracy and completeness.

SECTION 8: AUDIT OF RECORDS

At the request of the incoming Treasurer, a detailed, comprehensive audit may be requested prior to his/her acceptance of the Chapter's books. This audit and survey shall be independent of the annual audit and shall be conducted by personnel other than those used for the annual audit.

SECTION 9: TERMINATION OF THE CHAPTER

Should the Chapter cease to exist or become defunct for any reason, all remaining funds become the property of and shall be sent to the International S.A.M.P.E. Organization.

ARTICLE VII: AMENDMENTS OF THESE BY-LAWS

SECTION 1: PROPOSAL

These By-Laws may be amended only after proposal by a member or the Executive Committee in the manners prescribed herein:

- A. The proposed amendment shall be submitted to the Executive Committee in writing not less than sixty (60) days prior to the meeting of the Executive Committee at which it is to be considered. Resolution by the Executive Committee at a meeting to propose an amendment of these By-Laws shall be deemed to fulfill the aforesaid requirement and to constitute a submittal.
- B. Amendments of these By-Laws created to bring this document in agreement with the By-Laws of the International Chapter do not have to go through the 60-day submittal phase.

SECTION 2: ACTION

The Executive Committee shall review and act upon the proposed amendment submittal within one hundred and twenty days.

SECTION 3: ADOPTION

Amendments of these By-Laws can be adopted only at a meeting of the Executive Committee after a proposal, in accordance with the aforesaid procedure, has been received. A two-thirds vote of the Executive Committee shall be required for the adoption of amendments of these By-Laws and such amendments shall become effective immediately upon adoption thereof.

Revision A:

Removed Junior International Director, Senior International Director and Historian as voted offices. Accepted October 1995.

Revision B:

Removed the office of Third Vice Chairman, divided the tasks between the other two vice chairmen. Removed Sponsor's Night as a fixed event. Accepted May 1996.

Revision C:

In Article 4: Chapter Officers under Section 5: Selection of Candidates, the word “automatically” is struck from all subsections. In addition, the subsections D., E. and F. are relabeled C., D. and E.

In Article 4: Chapter Officers under Section 6: Vacancies, Sub-section B. Filling of Vacancies. Removed the section “order of ascendancy” in filling vacancies. Accepted January 2006.

Revision D:

This reflects the passage of an amendment to the International SAMPE bilaws stating that chapters with larger memberships may have a greater number of delegates to the International Board of Directors. Our Chapter now merits three Directorships. Article 4, Section 3; Term of Office and Article 4, Section 4; Duties and Powers, Subsection F; International Directors were updated accordingly.

In Article 7: Section 1; Proposal, a second paragraph is added stating that the By-Laws can be amended without the 60-day waiting period if the amendment brings them into compliance with the By-Laws of the International Organization.