



## **Bylaws for the Greater Dayton (DA) Chapter of the Society for Information Display (October 26, 2007)**

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### **Article I. NAME, SCOPE AND PURPOSE**

- Section 1 The name of this organization is the: "Greater Dayton (DA) Chapter of the Society for Information Display," hereinafter called the "Chapter." The parent organization of the Chapter is the Society for Information Display, hereinafter called the "SID."
- Section 2 The SID Articles of Incorporation, the SID Bylaws and the SID Policies & Procedures shall all take precedence over these Chapter bylaws.
- Section 3 Chapter functions and activities shall be, in general, carried out in the geographical area designated by the SID.
- Section 4 The purposes of this Chapter shall be to:
  - a. provide forums for the exchange and dissemination of ideas and knowledge relating to the field of information display.
  - b. support the activities and purposes of the SID.
  - c. encourage and contribute to the scientific and educational advancement in the field of information display and to promote its use.
  - d. sponsor professional meetings within the field of interest of the Chapter.
  - e. conduct all activities without pecuniary profit for Chapter officers or members. Any balance of money or assets remaining after the full payment of Chapter obligations of all and any kinds shall be devoted solely to the above stated purposes.

## **Article II. MEMBERSHIP**

### **Section 1 Grades and Qualifications**

The grade of a Chapter Member shall be the same as that held by the member in the SID. Chapter members must maintain their personal contact information, including a valid email address, at the website of the SID, [www.sid.org](http://www.sid.org), in order to be qualified to receive communications from the Chapter.

### **Section 2 Privileges**

#### **a. Members**

All Chapter members shall have the right to:

- i) receive all notices of general Chapter functions.
- ii) attend all meetings of the Chapter.
- iii) hold offices and membership in Committees.
- iv) vote for officers and amendments to the bylaws and on such other Chapter business as requires polling of the members, provided they are a Voting Member of the Chapter, as defined in Article II Section 3.

#### **b. Non-Members**

- i) Non-members may be invited to Chapter meetings of a technical or social nature, as guests of a Chapter member, or by general notice of the Chapter function except that such non-members may be required to pay registration, admission, dining, or other fees as deemed fair by the Chapter Officers to help defray the expense of the meeting.
- ii) Non-members may participate in business meetings only by express invitation of the Chapter Officers or by a vote of the members at a Business Meeting, and then only when their presence and participation is pertinent to the business of the Chapter.
- iii) Non-members are specifically excluded from holding office, voting on Chapter matters, or membership on committees.

### **Section 3 Voting Members**

Voting Members of the Chapter for the annual election Chapter Officers, the consideration of motions at Chapter Business Meetings, and the triennial election of the Chapter Director shall include all individuals assigned to the Chapter by the SID whose SID membership grade is Member, Senior Member, Fellow, Life Member, or Life Fellow. Votes may not be cast in Chapter Officer elections, Chapter Business Meetings, or the Chapter Director election by a Student Member, an Associate Member, a Sustaining Member (i.e. a company), or an Affiliate Society Member.

## Section 4 Termination

A Membership in the Chapter may be terminated only for one or more of the following reasons:

- i) Voluntary withdrawal by the member by means of written notice to the Chapter.
- ii) Non-payment of SID dues.
- iii) Voluntary withdrawal due to relocation to another geographical area.
- iv) For cause: such as misuse of Chapter facilities, or name, or other such activity, which brings disrepute to the Chapter or parent body, the SID. The CEC shall refer such membership cases to the SID Membership Committee.

## Article III. DUES AND FEES

Section 1 Each Chapter member shall pay dues annually to the SID in accordance with his/her SID grade and as prescribed by SID.

Section 2 Fees, if any, for attendance at technical meetings or for other Chapter activities shall be approved by a plurality vote of Chapter Members in attendance at a Chapter Business Meeting. SID members may be granted preferential fees.

Section 3 The fiscal year of the Chapter shall coincide with that of the SID (Dec 1 to Nov 30).

## Article IV. CHAPTER OFFICERS, DIRECTOR, AND EXECUTIVE COMMITTEE

Section 1 The elected Chapter Officers of the Chapter shall be Chair, Vice-Chair, Secretary, and Treasurer, who shall be elected annually for terms coincident with the calendar year (Jan 1 to Dec 31). No Officer may serve in any specific office more than three consecutive terms. This Board of Officers together with the Chapter Director shall constitute the Chapter Executive Committee, herein called the "CEC."

Section 2 The Chapter Director shall represent the Chapter to the SID, including especially at SID Board of Directors meetings, and assist the Chapter in maintaining a level of technical activities that encourages participation and attracts new members. The Chapter Director shall chair the CEC. The Chapter Director shall serve a term of three years.

Section 3 Any Chapter member in good standing at the time of nomination is eligible for each office.

Section 4 The duties and authority for each chapter officer are as follows:

a. Chair: The Chair shall be the principal executive officer of the Chapter and shall supervise and control the business and affairs of the Chapter. The Chair shall, when present, preside at all Chapter Business Meetings. The Chair may sign in the place of the Secretary or Treasurer any bank checks, contracts, or other instruments necessary to implement activities approved by the Voting Members of the Chapter at a Chapter Business Meeting, and in general shall perform all duties incidental to the

office of Chair. The Chair shall be responsive to the wishes of the Chapter Officers in the performance of such additional duties as may be requested from time-to-time by the Chapter Members, Chapter Officers, or CEC. The Chapter Chair may also appoint the Committee Chairs as well as members of the Program and Membership Committees.

b. Vice-Chair: In the absence of the Chair or such person's inability or refusal to act, the Vice-Chair shall perform the duties of the Chair and when so acting, shall have all the powers of and be subject to all the restrictions on the Chair. The Vice-Chair shall perform such other duties as from time-to-time may be assigned by the Chair or by the Chapter Officers.

c. Secretary: The Secretary shall: i) keep a book of minutes of all general business meetings of the Chapter, and all meetings of the Chapter Officers or CEC. Minutes of Chapter Officer or CEC meetings shall include the time and place of holding, the names of those present or represented at members' meetings, and the proceedings thereof, ii) See that all notices are given in accordance with the provisions of these bylaws, iii) Be custodian of the Chapter's records, iv) Perform such other correspondence within and external to the Chapter, v) sign in the place of the Secretary Treasurer any bank checks, contracts, or other instruments necessary to implement activities approved by the Voting Members of the Chapter at a Chapter Business Meeting, and vi) In general, perform all duties incidental to the office of Secretary and such other duties as may be assigned from time-to-time by the Chapter Chair, the Chapter Officers, or the SID Secretary.

d. Treasurer: The Treasurer shall: i) keep and maintain adequate and correct accounts of the Chapter's properties and business transactions, ii) Have charge and custody of and be responsible for all funds and securities of the Chapter, and deposit all such funds in the name of the Chapter in such depositories as shall be selected in accordance with Article 7 of these bylaws, iii) Provide financial information as required to SID and request a chapter rebate as established by the SID bylaws and SID Board of Directors, iv) sign any bank checks, contracts, or other instruments necessary to implement activities approved by the Voting Members of the Chapter at a Chapter Business Meeting, and v) in general, perform all the duties incidental to the office of Treasurer, and such other duties as from time-to-time may be assigned by the Chapter Chair, the Chapter Officers, or the SID Treasurer.

#### Section 5 Vacancies

a. Vacancies of Chapter Officers, other than the Chair, shall be filled by temporary appointment by the CEC. Whether to hold special elections to fill such unexpired terms shall be determined by the CEC in a manner that does not violate SID Bylaws or SID Policies & Procedures. The Vice-Chair shall succeed to the office of Chair in the event of the Chair's resignation, extended absence, or inability or refusal to act. In the case of inability or refusal to act, as determined by vote of the CEC, the Chapter membership shall be notified of the circumstances and resulting actions.

b. Vacancy of the Chapter Director shall be reported to the SID Board of Directors, which will appoint an interim Chapter Director.

## **Article V. NOMINATIONS AND ELECTIONS**

Section 1 Candidates for each elected office must be Voting Members of the Chapter as defined in Article II Section 3, and may be identified by any of four (4) processes: standard, from-the-floor, petition, and write-in. More than one candidate may be nominated for each elected office. The normal two processes involve nomination after due deliberation as to qualifications and willingness to serve, if elected, either by a Chapter Nominating Committee (the “standard” process) or by Chapter Members at the Chapter Business Meeting (the “from-the-floor” process) dealing with either annual or special election nominations. An opportunity will be provided for statements of qualification of nominees during the Chapter Business Meeting in which nominations are considered. Candidates willing to stand for election, but not nominated by the Nominating Committee or by other Chapter Members at the Chapter Business Meeting dealing with nominations, shall have the right to be on the ballot by a “petition process” that shall require concurrence of 10 voting members of the Chapter as documented in writing or via electronic means in a timely manner to the Secretary. The Secretary will provide ballots to all Voting Members (defined in Article II, Section 3) who have maintained valid address data in the SID database. Write-in votes will be considered valid (the “write-in” process). Voting may be via written or electronic means, and will normally be conducted via email or website. The completed ballot must be returned to the CEC (all five members if by electronic means, or Secretary only if by regular mail) by the deadline specified in the ballot, which shall not be less than 7 calendar days after the ballots are provided to voting members via electronic means, or 30 calendar days should ballots be provided by regular mail.

Section 2 Counting of the votes will be made by the CEC in time to permit installation of newly elected officers. A plurality of the votes cast for each office will be sufficient to elect to the office. In case of ties, the tie will be broken by special election.

Section 3 A Chapter Director nomination and election is required every three years. For the position of Chapter Director, the Chapter shall follow the nomination procedure defined for Chapter Officers in Article V Section 1 and forward the nominations (one or more) to the SID Nominating Committee for conducting the Chapter Director Election process. Voting Members of the Chapter, as defined in Article II Section 3, are eligible to vote in the election of the Chapter Director.

## **Article VI. RECOMMENDED COMMITTEES**

Section 1 The following committees, as a minimum, are recommended: Chapter Nominating Committee, Chapter Membership Committee, and Chapter Program Committee. The Chairs of these committees shall be appointed by the Chapter Chair with concurrence of the CEC.

### **a. Chapter Nominating Committee**

i) The Chapter Nominating Committee shall consist of a Chair and two additional committee members. The two additional members of the Chapter Nominating Committee shall be appointed by the Chapter Nominating Committee Chair with the concurrence of the CEC.

ii) The Chapter Nominating Committee shall select a slate of candidates for office. These recommendations shall be incorporated with those nominations either made from the floor at a Chapter Business Meeting or via the petition process, and presented as a slate of candidates for each office to the Secretary for balloting by the procedure described in Article V..

iii) It shall be the duty of the Nominating Committee to be judicious and insightful in the preparation of the slate of officers that would meet the needs of the Chapter.

b. Chapter Membership Committee - The Membership Committee shall consist of Chair and may include one or more Members appointed by the Committee Chair with the approval of the CEC. The Membership Committee may conduct membership drives, encourage membership applications and maintain and recommend standards of membership consistent with SID and Chapter Bylaws.

c. Chapter Program Committee - The Program Committee shall consist of Chair and may include one or more Members appointed by the Committee Chair with the approval of the CEC. The Program Committee may: i) recommend the technical programs and activities to be conducted, ii) recommend a specific time and place of meetings, iii) establish and submit for approval by the Chapter Officers a program budget, and iv) arrange for facilities, agenda, publicity and all other necessary matters pertinent to the business-like and professional management of meetings.

d. Other committees not described above may from time-to-time be established by approval at a Chapter Business Meeting with members appointed by the Chapter Chair with the approval of the CEC

Section 2 Except for the CEC, all other Chapter Committees are recommended but not mandated. The CEC shall assume and execute the duties and functions of each Chapter Committee should that committee not be appointed or not be functioning. Decisions of the Chair to not appoint any of the three recommended committees, or to declare any previously appointed committee to be nonfunctional, must be approved by the CEC.

## **Article VII. FINANCES**

Section 1 All funds of the Chapter, other than petty cash, shall be kept in recognized banking or savings institutions. Transactions in excess of \$100 for any single transaction shall have the approval of the CEC. Below that amount, a Chapter Officer's signature shall be sufficient. All expenditures shall fall within the "Chapter Budget and Expenditure Guidelines" approved by Chapter Members at a Chapter Business Meeting. Expenditures incurred for Chapter business by the Chapter Officers, Chapter Director, or committee members can be reimbursed by the Chapter upon a written expense report submitted to the Chapter Treasurer and approved by the Treasurer.

Section 2 The books of account shall be open to inspection by all Voting Members of the Chapter during a Chapter Business Meeting, the CEC members during CEC meetings, and, whenever requested, by the SID Executive Committee, and the SID Treasurer. The books of account shall be audited annually by CEC (normally in December) and upon change of the Treasurer. The types and methods of recording in these books shall be in accordance with the instructions of the SID and the Chapter Officers.

Section 3 Funds and assets of the Chapter shall revert to the SID upon the suspension or dissolution of the Chapter.

## **Article VIII. MEETINGS**

Section 1 Chapter Business Meetings to which all Voting Members of the Chapter are invited shall typically be scheduled in association with a technical meeting and be conducted in-person. A plurality of Voting Members in attendance shall be sufficient to approve any motion. All chapter financial matters shall be reviewed at Chapter Business Meetings at which "Chapter Budget and Expenditure Guidelines" motions may be proposed and approved for subsequent execution by the Chapter Officers under the oversight of the CEC. Chapter Business Meetings may be scheduled separately from Technical Meetings by notice to all Voting Members of the Chapter, and may be conducted by electronic means.

Section 2 CEC Business Meetings to discuss, execute and plan Chapter activities shall require a majority (3) of the CEC Members (5) to constitute a quorum for the conduct of business. Any motion may be approved by this majority. The CEC must operate within decisions reached by Chapter Members at Chapter Business Meetings (see Article VIII, Section 1). CEC meetings will normally be in-person but may be conducted by electronic means.

Section 3 Meetings of a technical or informative nature shall be held in keeping with the objectives of the SID and as arranged by the Program Committee. Meeting attendance may be in person or via electronic means.

## **Article IX. STUDENT BRANCHES**

- Section 1 As part of its program of activities the Chapter may sponsor SID Chapter Student Branches, hereinafter called "Branches," in its geographical region.
- Section 2 The Greater Dayton Chapter pioneered the concept of Student Branches and sponsored establishment of the first Branch at Kent State University.
- Section 3. Branches shall be established, organized, maintained, and operated as specified in the SID Bylaws.
- Section 4. Branches are a component organization of the Chapter and it shall be the duty of the Chapter to support Branch activities. Key Chapter officers (Chapter Chair, Treasurer, Secretary) shall establish and maintain communication with their Branch Officer counterparts (Branch President, Treasurer, Secretary, respectively). The Chapter Director shall maintain contact with the Branch Faculty Advisor.

## **Article X. AMENDMENTS**

- Section 1 Amendments to these Bylaws require the approval of the SID Executive Committee.
- Section 2 Amendments to these bylaws may be proposed by any member in good standing. Within 30 days of receipt, each proposed amendment shall be announced by the Secretary to the Chapter membership to allow comments to the CEC. Upon approval by the CEC the proposed amendment shall be submitted to the Voting Members of the Chapter for a sense-of-the-chapter vote. The Chapter Secretary shall provide the proposed Amendment(s), within 60 days of receipt, to the Voting Members of the Chapter with a ballot specifying "For" or "Against."
- Section 3 Ballots are to be returned to the CEC within 30-days. The CEC shall count ballots, certify results, and refer proposed amendments receiving a plurality of votes cast to the SID Executive Committee via the SID Bylaws Committee.
- Section 4 The SID Executive Committee will notify the Chapter of its decision within 60 days. Amendments shall be effective 30 days after approval by the SID Executive Committee.