

# HAWAII SOCIETY OF PROFESSIONAL ENGINEERS CONSTITUTION

## PREAMBLE

Recognizing that service to the public, to the state and to the profession is a fundamental obligation of the professional engineer, the Hawaii Society of Professional Engineers does hereby dedicate itself to the promotion and protection of the profession of engineering as a social and economic influence vital to the welfare of the community, the State of Hawaii, the United States of America and all mankind.

## ARTICLE I – NAME

Section 1. The name of this organization shall be “The Hawaii Society of Professional Engineers”, hereinafter called the Society.

Section 2. The Society is incorporated as a non-profit organization under the laws of the State of Hawaii.

Section 3. The Society is a member state society of the National Society of Professional Engineers, hereinafter called the National Society, or NSPE.

Section 4. The Society subscribes to and supports the Code of Ethics of the NSPE.

## ARTICLE II – OBJECTIVES

Section 1. The objectives of this Society shall be to:

1. Advance the professional, social, and economic interests of the profession.
2. Strive throughout the profession to make registration more meaningful in terms of acknowledgement of individual achievement in engineering as reflected by education and practice, and encourage all qualified engineers to seek legal status through registration.
3. Represent the engineering profession in legislative matters in the interests of the state and the profession.
4. Promote high standards of engineering education.
5. Cultivate public appreciation for the work of the engineer through improved public relations, and provide a forum for effective exchange and advancement of knowledge on matters of concern to the profession.
6. Assist well-qualified and properly motivated young people in obtaining reliable information concerning the profession of engineering.
7. Establish and preserve high standards of ethical conduct and practice by members of the profession.

8. In partnership with the Hawaii Society of Professional Engineers Educational Foundation, provide engineering scholarships, organize math and science programs for students, and provide financial support for engineers to study and/or register for engineering licensing exams.

### ARTICLE III – CHAPTERS

#### ENGINEERS

Section 1. The membership of the Society may be organized into chapters. The Board of Directors may authorize and charter such chapters; defining geographical boundaries as may best serve the members of the Society. Each chapter thus formed shall have a minimum of ten (10) voting members. All qualified members of each chapter shall be members of the Society and the National Society.

Section 2. The Board of Directors shall have authority to make rules and regulations for and decisions affecting the chartering, combining or dissolving of chapters.

Section 3. Each chapter chartered by the Society shall adopt a constitution and such Bylaws for its operation as it may deem proper; provided that nothing contained therein shall conflict with or contravene the Constitution and Bylaws of the Society. Such constitution and Bylaws, and any changes thereto, are subject to the approval of the Board.

Section 4. Chapters shall engage only in such activities as are consistent with professional ideals and ethics. Such activities shall be restricted to the area for which the chapter is chartered, except as the Board may authorize.

Section 5. In all matters of local concern not covered by this Constitution and Bylaws, chapters shall retain full autonomy, but may call upon the State and National Societies for advice, counsel and assistance.

Section 6. Each chapter shall be represented on the Board and on the committees of the Society as provided in the Constitution and Bylaws of the Society.

Section 7. No chapter shall in any way contract any debt or obligation on behalf of the Society unless expressly authorized by the Board.

Section 8. The fiscal and administrative years of the chapter shall be concurrent with those of the Society.

#### STUDENTS

Section 9. Student Members in engineering colleges and universities may be organized into student chapters, as provided in the Bylaws.

### ARTICLE IV – MEMBERSHIP

Section 1. The membership shall consist of Licensed Member, Member, Fellow Member, Honorary Member or Student Member.

Section 2. Definitions:

Licensed Member: A person holding a valid license or certificate of registration as a professional engineer, issued under the laws of any state, territory, possession, or district of the United States, or a province, or territory of Canada; or the equivalent under the laws of any country, or a retired engineer who obtained and retained a valid license or certificate while in active practice in the profession until retirement.

Member: A Member shall be defined as a person of high moral character who is:

- a) A certified engineer-in-training (Engineering Intern), or the equivalent under the laws of any country, or
- b) A graduate engineer---A graduate engineer is one who has graduated from an engineering curriculum accredited by the Accreditation Board for Engineering and Technology (ABET); or has graduated from an engineering curriculum which is accredited by ABET within six years after graduation; or has been awarded a graduate engineering degree from a college or university which has one or more undergraduate engineering curricula accredited by ABET. For a graduate of an engineering curriculum in a foreign country, the applicant shall possess educational background equivalent to that attained from an engineering curriculum accredited by ABET. A Member shall advance to the Licensed Member grade as soon as eligible by licensure.

Fellow Member: A Fellow shall be a Licensed Member and approved by a peer review of Fellows. The peer review shall take into account, but not be limited to, such considerations as professional status and outstanding service to NSPE, the engineering profession and the public. Procedures for such review and selection shall be defined in the Bylaws.

Honorary Member: An individual, whose knowledge and accomplishments deserve special recognition for contributions to the engineering profession. An Honorary Member shall not have voting privileges, may not hold office, and shall be exempt from paying dues. An Honorary membership shall be awarded upon the approval of two-thirds of the Executive Committee. At no time shall there be more than ten living Honorary Members of the National Society.

Student Member: A student Member is a person defined as one who is enrolled in an ABET-accredited engineering program or an engineering or pre-engineering program that leads to engineering licensure. A full-time graduate student in engineering may choose any grade for which eligible, including student member.

Section 3. Any current member holding a grade and not eligible for one of these grades shall be retained in the grade of Member until eligible for another grade of membership.

Section 4. A member shall abide by the Constitution and Bylaws and the Code of Ethics and shall be subject to the election, discipline, suspension or termination as provided in the Bylaws.

Section 5-. A member may be disciplined by the Society for cause as provided in the Bylaws. In disciplinary matters, the Board may; (a) authorize joint action with other state societies; (b) waive jurisdiction to another state society; or (c) request the assistance of the National Society where in the Board's judgment the circumstances warrant.

Section 6-. All members other than Honorary Members and Student Members shall have voting privileges. Only Licensed Members may hold the offices of president and president-elect; and only Licensed Members and Members may hold other elected offices.

Section 7. All members of this Society shall be members of the National Society.

Section 8. Life Membership consistent with the qualifications for such grade of the National Society of Professional Engineers is authorized.

#### ARTICLE V – DUES

Section 1. The dues of the Society shall be determined by the Board of Directors and stated in the Bylaws.

Section 2. The procedure for billing and collecting of dues shall be determined by the Board and stated in the Bylaws.

Section 3. The schedule and conditions for dues payment, delinquency, removal from membership and reinstatement shall be determined by the Board and stated in the Bylaws.

#### ARTICLE VI – ADMINISTRATION

Section 1. The Society shall be administered by a Board of Directors, hereinafter referred to as the Board. The Board shall determine all questions of policy and shall administer the affairs of the Society under this Constitution and the general provisions of the law under which it is incorporated.

Section 2. The Board shall consist of the officers and at least one director elected or appointed by each chapter.

Section 3. A simple majority of the Board members shall constitute a quorum. An affirmative vote of a majority of the Board members present at any regular or duly called meeting shall be required to pass any motion not inconsistent with the Constitution and Bylaws of the Society. The president shall vote only when necessary to break a tie.

Section 4. The Board shall direct the investment and care of funds for the Society and shall adopt an annual budget and make appropriations for other specific purposes.

Section 5. No member of the Board shall receive any salary or other compensation from the Society, except for expenses incurred on behalf of the Society and as approved by the Board.

Section 6. The Board shall consider all questions brought before it involving the rights and standing of members, and all questions of ethics.

Section 7. The Board may appoint an executive director or executive secretary, if or when financial or other conditions warrant, and establish compensation and duties for this position.

Section 8. There shall be an Executive Committee of the Board consisting of the president, president-elect, national director, vice presidents, secretary, and treasurer. Within the provisions of the Constitution and Bylaws, the Executive Committee shall act for the Board between Board meetings provided that such action is not inconsistent with Board policy. All acts of the Executive Committee shall be reported to the Board. A majority of the Executive Committee shall constitute a quorum for that committee.

Section 9. The treasurer and executive director or executive secretary may be bonded, at the expense of the Society, for such amount as may be determined by the Board.

## ARTICLE VII – OFFICERS

Section 1. The officers of the Society shall consist of the president, president-elect, vice presidents, secretary, treasurer, and the national director. Eligibility of the office of the national director shall be restricted to past State Presidents.

Section 2. The Society shall be represented on the Board of Directors of the National Society through the Western Region Vice-Presidents.

Section 3. The president-elect, vice presidents, secretary and treasurer shall be elected for a term of one year. The president-elect shall automatically assume the presidency for the year following election. The national director shall be selected for a term of three years.

Section 4. Eligibility to nomination, election, or retention of a position as an elective officer of the Society shall be contingent upon residency or employment in the state.

Section 5. The duties of the officers shall be as defined in the Bylaws.

Section 6. The officers and directors shall take office, and the president-elect elected the previous year shall assume the office of president, on the first day of the administrative year following their election, and shall hold office until their successors have been duly elected and installed.

Section 7. In the event the president becomes unable to serve, he shall be succeeded by the president-elect. The office of president-elect shall then remain vacant until the next Annual Meeting, at which meeting a president for the following year shall be elected, after receiving a report from the Nominating Committee. A vacancy occurring in any other position shall be filled for the unexpired term of the officer being replaced by a majority vote of Board members at their first meeting following the vacancy.

## ARTICLE VIII – NOMINATION AND ELECTION OF OFFICERS

Section 1. Nominations for elective offices shall be made by the Nominating Committee and may be made by petition signed by ten (10) percent of the members eligible to vote.

Section 2. The Nominating Committee shall have the most recent available past president as its chair and one member selected by each of the chapters.

Section 3. After canvassing each chapter for suggested nominees, the Nominating Committee shall offer one or more nominations for each office, no one of whom shall be a member of the Nominating Committee.

Section 4. The Nominating Committee shall report the names of nominees, together with a brief biographical sketch of each nominee, to the secretary before May 10.

Section 5. Nominations by petition, which may include members of the Nominating Committee, must be in the hands of the secretary by May 10.

Section 6. Election of officers shall be made annually by a plurality vote of members in good standing.

Section 7. The national director shall be selected by a majority vote of Board members at their first meeting following installation as officers.

#### ARTICLE IX – MEETINGS

Section 1. The Society shall hold an Annual Meeting at such time and place as may be selected by the Board, which meeting shall be open to all members and their guests.

Section 2. Special meetings of the Society shall be called by the president on a two-thirds vote of the Board or upon petition by fifty (50) members, or ten (10) percent of the membership, whichever is the smaller number.

#### ARTICLE X – COMMITTEES

Section 1. Such committees as may be appropriate shall be established as provided in the Bylaws.

Section 2. The duties of committees shall be defined by the Board.

#### ARTICLE XI – PRACTICE DIVISIONS

Section 1. To further the objectives of the Society, establishment of practice divisions is authorized.

Section 2. The Board may sanction the creation, or order the dissolution, of practice divisions as provided in the Bylaws.

#### ARTICLE XII – DISSOLUTION

Section 1. The Society shall use its funds only to accomplish the objectives and purposes specified in the Constitution. Upon dissolution of the Society, any funds remaining shall be distributed to one or more properly organized and qualified charitable, educational, scientific or philanthropic organizations to be selected by the Board. Any residual funds shall be distributed to NSPE.

#### ARTICLE XIII – AMENDMENTS

Section 1. This Constitution may be amended by a majority vote of the Board, such vote to be taken no sooner than thirty (30) days following either (a.) publication of the proposed amendment(s) in the Society's official periodical or (b.) distribution of proposed amendment(s) to the members in good standing.

## ARTICLE XIV – BYLAWS

Section 1. The Board shall prepare and adopt a series of Bylaws, which shall govern all procedures under this Constitution, including those of the Board and the committees.

Section 2. The Bylaws may be amended by a majority vote of the Board, provided that the text of the proposed amendment(s) shall be mailed to the Board at least ten (10) days before the meeting at which the vote on the amendment(s) will be taken.

## ARTICLE XV – EFFECTIVE DATE

Section 1. This Constitution shall become effective upon its adoption in the manner prescribed for voting on amendments and thereupon the previous Constitution and prior amendments thereto are repealed.

Adopted by BOD: December 14, 2016  
Published in Wiliki: October 24, 2016  
Amended by BOD: September 14, 2016