

Constitution
of the
Dartmouth Society of Engineers at Thayer School

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Article I. NAME

The name of this voluntary association shall be THE DARTMOUTH SOCIETY OF ENGINEERS AT THAYER SCHOOL, hereinafter called the “Society”.

Article II. PURPOSE

The purpose of this Society shall be to develop a strong and enduring Society structure in order to further the interests, welfare, and educational purposes of Dartmouth College and Thayer School of Engineering and their alumni and alumnae, for so long as the Society is in existence and Dartmouth College remains organized exclusively for the charitable, educational or scientific purposes within the meaning of Sections 501(c) (3) and 170 (b) (1) (A) of the Internal Revenue Code of 1986, as amended.

Article III. OBJECTIVES

The objectives of this Society shall be:

- To bring together alumni and alumnae of Dartmouth interested in engineering and to make for better acquaintance, fellowship, professional development, and mutual support among them, particularly between those already established and the younger engineers as they leave Dartmouth College and/or Thayer School.
- To sponsor a Student Chapter of the Society, hereinafter “Student Chapter” and to aid in making this Student Chapter an active and purposeful student organization. This assistance constitutes advising on current engineering opportunities, participating in lectures on practical field development, supplying information on the trend of business management as related to engineering, and other activities that help to cement the relations between the undergraduate society and the parent organization.
- To promote the interchange of ideas between graduates and faculty and staff, and to strengthen the tie between members of the Society and Thayer School, to the end that the interests, influences, and efficiency of Dartmouth College may be advanced through its Associated School of Engineering.

Article IV. MEMBERSHIP

Section 1. All Dartmouth and Thayer School alumni and alumnae, and members of the faculty and staff of Dartmouth College and Thayer School interested in engineering or the Society are eligible for membership.

Section 2. The Executive Committee may elect to Life Membership any member sixty-five years of age or older who has paid dues for nine of the previous ten years or who is otherwise selected

by the Executive Committee to be so honored. Life membership may also be conferred on a member of the Society through payment of a one-time fee as determined by the Executive Committee.

Section 3. A member shall be considered to be in good standing if he/she meets one or more of the following criteria:

1. Holds a Life Membership
2. Serves on the Executive Committee or organizing committee for a local chapter
3. Has paid dues (if dues are charged)
4. Meets a set of participation criteria as may be defined by the Executive Committee

Article V. GOVERNMENT

Section 1a. The officers of the Society shall consist of a President, a Vice President, a Secretary, and a Treasurer (the “Officers”).

Section 1b. The Executive Committee shall consist of the Officers, a minimum of two but not more than six Members-at-Large, the Thayer School Alumni Council Representative(s), and the three immediate past presidents. Ex-Officio members shall include the Dean and one representative designated by the Dean; the President of the Student Chapter or a representative designated by him/her; and a representative of the Thayer School Annual Fund.

Section 1c. The principal function of the Executive Committee shall be to ensure that the objectives of the Society are being fulfilled.

- Recognizing that developing strong bonds between alumni is best done on a local level, the Executive Committee will be responsible for establishing and supporting local chapters of the Dartmouth Society of Engineers in various cities around the world where there are significant concentrations of Thayer School alumni. Specifically, it will:
 - Ensure that local chapters have active leaders and a governance structure that is conducive to the long-term success of each local chapter
 - Act as a conduit to connect alumni in local chapters with students, faculty, and administrators at Thayer School. It will keep the local chapters informed of developments at the School and will likewise keep the school informed of the activities and sentiments of the members of local chapters.
 - Disseminate best practices among the various local chapters, with the goal of making each local chapter as effective and efficiently run as possible
- The Executive Committee will have primary responsibility for supporting the activities of the student chapter; the Executive Committee delegates to the Student Chapter the right to organize themselves.
- The Executive Committee will undertake other activities that further the national and global interests of the Society and of engineering in general.

Section 2. The President shall preside at all meetings of the Society and of the Executive Committee.

Section 3. The Vice President shall assist the President and shall assume the President's duties in

the event of the President's absence.

Section 4. The Secretary shall be responsible for keeping and distributing a record of the meetings of the Society and the Executive Committee, ensuring that a record of the names and addresses of the members is kept, administering the annual elections, distributing proposed changes to this constitution in accordance with Article XIII, and issuing such reports to the members of the Society as may be directed by the Executive Committee.

Section 5. The Treasurer shall be responsible for keeping the Society's accounts, receiving and disbursing money, ensuring that prudent investments of the funds are made, and submitting financial reports and budget proposals to the Executive Committee. Extraordinary appropriations from the Society's funds shall be subject to the approval of the Executive Committee.

Section 6. The Members-at-Large of the Executive Committee shall assist in the affairs of the Society as directed by the President.

Section 7. The Thayer School Alumni Council Representative(s) shall be elected as specified in Article VI and Article VII in accordance with the Alumni Council's term limits.

Section 8. The Executive Committee shall be responsible for the conduct of the business of the Society and shall direct its affairs in accordance with this constitution. Appropriate committees will be appointed by the Executive Committee and will serve for the duration of one year. Agenda on proposed changes in the constitution or other legislative matters will be sent to each member of the Executive Committee and if a member is unable to attend a scheduled meeting, he or she will be permitted to vote by proxy through a participating Executive Committee member; proxies must be communicated directly to the President & Vice President by the Executive Committee member who plans to be absent, not by the Executive Committee member exercising the proxy. Each person on the executive committee shall have 1 vote, irrespective of how many offices they hold (e.g. being both Treasurer and Alumni Council Representative doesn't give that person more than 1 vote); proxies they may wield will add to the number of votes that person can exercise.

Section 9. The President and the Vice President shall be elected for terms of one year, or as otherwise determined by the Executive Committee. The Secretary and Treasurer shall be elected for terms of three years, or as otherwise determined by the Executive Committee. Members at Large of the Executive Committee shall be elected for terms of three years, one to be elected each year.

Officers and Members-at-Large, other than the President and Vice President, shall be eligible for reelection to a second consecutive term of that same office. After having been out of that office for a year or more, they can again become a candidate for it; the Executive Committee may, with a unanimous vote, waive this requirement and allow Officers other than the President and Vice President to stand for office for more than 2 consecutive terms.

The President and the Vice President shall be eligible for reelection to a maximum of three consecutive terms.

Officers and Members-at-Large of the Executive Committee will begin their terms of office within 30 days of being elected and continue to serve until they are relieved or are no longer eligible for that office according to the above paragraph.

The Executive Committee may vote to remove from office any of its members that do not participate in three Executive Committee meetings in a 12 month period. *Ex officio* members are exempted from this provision.

The Executive Committee shall fill vacancies.

Section 10. The Executive Committee may, at its discretion, establish local chapters. Each Local Chapter's primary mission will be to help fulfill the objectives of the Society by building a strong network of Thayer and Dartmouth alumni in the chapter's local area who have an interest in engineering and innovation. The local chapters shall be governed in a manner agreeable to the Executive Committee. Local chapters may receive financial support from the Dartmouth Society of Engineers when requested by the local chapter and approved by the Executive Committee.

Section 11. The Executive Committee may communicate internally using either electronic and/or postal means as it sees fit. Communications with the members and potential members (as defined in Article IV, Section 1) shall also be as the Executive Committee sees fit. It is the goal that all possible communications move to electronic means to reduce the expenses of the Society, while not leaving any members or potential members behind.

Article VI. NOMINATIONS

In the spring of each year, a nominating committee shall be appointed by the President from the members of the Society. It shall be the duty of the committee to submit for balloting a slate as follows:

- One nominee for President
- One nominee for Vice President
- One nominee for Secretary and one for Treasurer every third year
- One for Member-at-Large of the Executive Committee
- Open Alumni Council Representative seats

Additional nominations to be included on the ballot may be made by a written petition signed by at least ten members of the Society and presented to the nominating committee before the ballots are printed. The nominating committee will be charged with determining the willingness to serve and availability of all nominees.

The Executive Committee is charged with the responsibility of providing to the Dean of Thayer School at the request of the Board of Overseers a slate of nominees for that Board, and at the request of the Dean, of providing a nominee for the annual recipient of the Robert Fletcher Award or for such other awards as the Dean may request.

Article VII. ELECTIONS

The Secretary shall be responsible for preparing a ballot and including on it all nominations as outlined above. The ballot shall allow space to write in names not in nomination. Ballots shall be sent to all Society members in good standing one month before the annual meeting via paper or

electronic means. Society members in good standing may vote by casting their ballot prior to the designated deadline. Plurality shall be required to elect. Ballots are to be preserved for one year after the election.

Article VIII. MEETINGS

The president shall call meetings of the Executive Committee as required. The Executive Committee shall meet at least twice per year. A quorum will consist of five members of the Executive Committee or 60% of the number of members who participated in the last three formal meetings, whichever is smaller.

The Society shall hold an annual meeting at a time and place designated by the Executive Committee. Attendees may participate via electronic means on equal standing with in-person attendees. The regular business of the Society shall be transacted at this meeting. Fifteen members of the Society shall constitute a quorum for conducting business at this meeting.

Special meetings of the Society may be held throughout the year as the members and the Executive Committee may determine.

Executive Committee meetings will be open to all current and past members of the Executive Committee. Members of the Executive Committee may participate via electronic means on equal standing with in-person attendees.

Article IX. DUES

The Executive Committee may elect to charge Members dues and/or admissions fees to events. Any dues shall be paid to the Society and forwarded to the Treasurer of the Society. Dues will be graduated based on class and years since graduation, as described below. Alumni and alumnae of ten years or more will pay full dues; more recent classes will be allowed a reduced payment. No initiation fee will be assessed. The dues amount and payment schedule shall be established and reviewed periodically by the Executive Committee.

Article X. THE SOCIETY YEAR

The fiscal year of the Society shall be from July 1 of one year to June 30 of the next. Unless otherwise determined, the annual activities and reports of the Society shall conform to that period of time.

Article XI. PRIVATE INUREMENT

No part of the net earnings of the Society shall inure to the benefit of, or be distributable to, any Society member, officer, or any other private person or individual. All of the assets and net earnings of the Society shall be used to further its educational and charitable purposes.

Article XII. POLITICAL ACTIVITY

No activities of the Society shall be directed toward matters of propaganda or toward influencing legislation of any kind. The Society shall not participate or intervene in any political campaign on behalf of any candidate for public office.

Article XIII. AMENDMENTS

Proposed amendments to this Constitution shall be distributed to all members in good standing. The Constitution of this Society may be amended by the affirmative vote of two-thirds of those

members in good standing who participate in the election.

Article XIV. DISSOLUTION

The Society shall be deemed to be dissolved at such time as there shall be no member living whose address is known to the Alumni/ae Relations Office of Thayer School or sooner if the number of Society members becomes so few as to render it impractical to continue the organization's existence. If the Executive Committee believes that continued operation is impractical it shall follow the below procedure:

- With a unanimous vote of the Executive Committee, pass a resolution indicating its intent to dissolve
- Send a letter to all Life Members and Past Presidents indicating the Society's intent to dissolve, the reasons for this decision, and soliciting volunteers to re-start the Society
- If the Committee receives at least three volunteers within 180 days of the date of the letter, these volunteers will become members of the Executive Committee and shall assume the offices of President, Vice President, and Treasurer.
- If the Committee does not receive at least three volunteers within 180 days the Society shall be deemed to be dissolved.

Upon dissolution or termination, all of the property and assets of the Society shall, after the payment of any lawful debts, be distributed to an IRS tax exempt & deductible organization as described in Article II above, to wit, either:

- a successor organization to the Society that is recognized as such in writing by the Dean of Thayer School,
- the Thayer School of Engineering at Dartmouth College, or
- one or more other such exempt organizations or purposes.