

**Tennessee Valley Chapter
Society of Fire Protection Engineers**

TVSFPE Chapter By-Laws

Revision 6

Issue Date: 12/19/2017

Approved By: Samuel Barrack **Date:** 12-19-17
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Tennessee Valley Chapter Society of Fire Protection Engineers Chapter By-Laws

Document History

Document history was started in 2011 by the Executive Committee to implement control over the By-Laws. Rev 0 is the first document change since the new control methods have been formed.

Revision Number	Issue Date	Membership Vote Record	Description Of Change
0	10/13/2011	<p>First reading occurred at the September 2011 General Meeting with proposed changes transmitted to the Membership List prior to the reading.</p> <p>Revision 0 was accepted by membership vote at the October 2011 General Meeting.</p>	<p>Removed paragraph from section VI-1 stating: Expenditures approved by the Executive Committee in accordance with the requirements of Article X, Scholarship do not require approval of the Chapter membership, but shall be reported to the members at the next scheduled meeting of the Chapter.</p> <p>Removed paragraph from section X-3 stating: Currently working in the field of fire protection and seeking continuing formal fire protection education at an institution acceptable to the Executive Committee (practical training is not considered formal education).</p> <p>Removed paragraph from section X-4 stating: Of the funding allocated, scholarships will be disbursed according to the following schedule:</p> <ul style="list-style-type: none"> • Undergraduate scholarships – 60% minimum • Graduate scholarships – 25% maximum • Continuing Education Scholarships – 15% maximum <p>Deviations for the disbursement schedule identified in Article X will be approved by a vote of the membership at a scheduled or called meeting.</p> <p>Added paragraph to section X-4 stating: Assuming reasonably equivalent quality of the scholarship application information and the potential return to the field of fire protection, the Executive Committee shall give preference to applicants enrolled in an undergraduate degree program. It is expected that approximately 2/3 of the moneys awarded will be to undergraduate applicants; however, if the graduate applications are demonstrably superior, the Executive Committee has both the authority and responsibility to grant up to 100% of the funds awarded to the superior candidates.</p>

<p>1</p>	<p>03/08/2012</p>	<p>First reading occurred at the November 2011 General Meeting. No Vote Held in January 2012 due to inclement weather and low meeting attendance.</p> <p>Proposed changes transmitted to the Membership List prior to the February 2012 General Meeting.</p> <p>Second reading Occurred at the February 2012 General Meeting.</p> <p>Revision 1 was accepted by membership vote at the March 2012 General Meeting.</p>	<p>Added four paragraphs to section V stating:</p> <p>Section V-8: It shall be a specific duty of the Executive Committee to arrange for speakers at the technical meetings.</p> <p>Section V-9: It shall be a specific duty of the Executive Committee for the advancement of fire protection engineering through Professional Practice.</p> <p>Section V-10: It shall be a specific duty of the Executive Committee for the continued Technical Excellence of the Chapter including but not limited to technical chapter meetings, annual seminars, and presence in the community.</p> <p>Section V-11: It shall be a specific duty of the Executive Committee to advance fire protection engineering education within the community.</p>
<p>2</p>	<p>01/10/13</p>	<p>First reading occurred at the September 2012 General Meeting with proposed changes transmitted to the membership prior to the meeting.</p> <p>Revision 2 was accepted by membership vote at the October 2012 meeting with one amendment to the proposed changes.</p>	<p>Added sentence to Section V-3 stating: The Treasurer shall use forms and formatting approved by the Chapter for maintaining the financial records.</p> <p>Modified Section VI-1 to state that the executive committee can authorize expenditures of up to \$250 to conduct chapter business at any single meeting. Previous amount was 25% of the Chapter's available monies or \$1500, whichever is less.</p> <p>Added two paragraphs to Section VI:</p> <p>Section VI-2: Annual maximum scholarship expenditures in accordance with the requirements of Article X shall be approved by the Chapter membership at a scheduled meeting.</p> <p>Section VI-3: All donations to individuals or organizations including but not limited to bereavement and memorial shall be approved by the Chapter membership at a scheduled meeting.</p> <p>Created Section VI-4 from a sentence that was previously in Section VI-1 stating: Section VI-4: Necessary expenditures required by the Secretary and the Treasurer for stationery,</p>

			<p>postage, and incidentals, not to exceed \$100.00 per month, are exempt from a membership vote. This statement did not previously include “per month.”</p> <p>Changed the numbering of the section that was previously Section VI-2 to Section VI-6</p> <p>Added a new Article:</p> <p>ARTICLE XI: DISSOLUTION OF THE CHAPTER</p> <p>Section XI-1: If the membership of the Chapter votes and approves the dissolution of the Chapter, the President or presiding officer shall notify the Society.</p> <p>Section XI-2: The financial assets of the Chapter at the time of dissolution shall be conveyed to the Society of Fire Protection Engineers Educational & Scientific Foundation, an IRS 501(c)(3) corporation.</p>
3	10/9/14	<p>First reading occurred at the September 2014 General Meeting with proposed changes transmitted to the membership prior to the meeting.</p> <p>Revision 3 was accepted by membership vote at the October 2014 meeting.</p>	<p>Added and clarified language in Section II-1 to ensure the objectives of the Chapter are more in line with the requirements of an IRS 501(c)(3) non-profit organization.</p> <p>Moved the statement from Section II-1 regarding ethical standing of chapter members to new section III-6. Moved Section II-2 and II-3 to new sections III-7 and III-8 respectively.</p> <p>Added and clarified language in Section XI-2 to ensure the language about the dissolution of the Chapter is more in line with the requirements of an IRS 501(c)(3) non-profit organization.</p>
4	1/14/16	<p>First reading occurred at the October 2015 meeting with proposed changes transmitted to the membership prior to the meeting.</p> <p>Revision 4 was accepted by membership vote at the November 2015 meeting.</p>	<p>Modified Sections IV-1 and IV-2 to change officer terms from one year to two years.</p> <p>Modified Section IV-4 to change term limits for President and Vice President from ‘no more than two consecutive terms’ to ‘no consecutive terms.’</p> <p>Added language to Section V-3 to state that the treasurer shall be responsible for oversight of investment of the scholarship fund.</p> <p>Added a new Article Section VI-6 to establish rules and guidelines for investment of scholarship funds.</p>

5	6/1/17	<p>Reading occurred at May 2017 meeting with proposed changes transmitted to the membership prior to the meeting.</p> <p>Based on a vote of the majority of the chapter membership at the May meeting the waiting period was waived and proposed changes were approved at May meeting.</p>	<p>Modified Section X-4 to raise the percentage of seminar profits that can be used to fund scholarships from 25% to 75% and to 100% when the scholarship fund is greater than \$100,000.</p>
6	12/19/17	<p>First reading occurred at the September 2017 meeting with proposed changes transmitted to the membership prior to the meeting.</p> <p>All changes except for the change to section X-4 were approved by membership vote at the October 2017 meeting.</p> <p>The change to section X-4 was approved by membership vote at the November 2017 meeting.</p>	<p>Modified Section III-1 to remove references to specific grades of membership in SFPE and also to allow for “local-only” members in accordance with changes to SFPE policy.</p> <p>Modified Section IV-3 to remove references to specific grades of SFPE membership.</p> <p>Deleted language in section VII-2 that was originally written when executive committee members served one year terms.</p> <p>Added language to Section VII-5 to clarify that executive committee elections shall occur every two years instead of annually.</p> <p>Added Section VIII-3 to exempt full time students from paying dues.</p> <p>Modified Section X-1 to state that the scholarship fund shall be named after John D. Hoogesteger but that scholarships awarded from this fund shall be referred to as the Tom Christman Scholarship.</p> <p>Modified Section X-2 to clarify that the scholarship fund and not that year’s scholarship shall be funded at 25%.</p> <p>Modified Section X-4 to allow scholarship award amounts to be based on investments gains and to change scholarship amounts to</p>

			50% of seminar profits and 75% when the value of the scholarship fund exceeds \$100,000.
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TVSFPE Chapter By-Laws

ARTICLE I: NAME

Section I-1: The name of the organization shall be the Tennessee Valley Chapter of the Society of Fire Protection Engineers, a non-profit organization, and is herein referred to as the Chapter. The Chapter is chartered by the Society of Fire Protection Engineers, herein referred to as the Society.

ARTICLE II: OBJECTIVES

Section II-1: The objective of the Chapter shall be the advancement of the science and education of fire protection engineering and its allied fields within the meaning of section 501(c)3 of the Internal Revenue Code.

ARTICLE III: MEMBERSHIP

Section III-1: Membership shall include individuals residing or working in the general area of the Tennessee Valley. Members may hold a grade of membership in SFPE or may be local-only members.

Section III-2: All applications for Chapter members shall be submitted to the Secretary, who shall verify the applicant's membership status in the Society. The applicant shall be notified in an appropriate manner of the Chapter membership and shall be recorded by the Secretary.

Section III-3: Except for Student Members, all Chapter members shall have voting privileges. Each member shall be entitled to one vote in the affairs of the Chapter.

Section III-4: Chapter members who become ineligible due to loss of membership in the Society of Fire Protection Engineers shall forfeit their voting privileges in the Chapter, but may have their privileges reinstated if they remedy the condition for which they were suspended.

Chapter members who fail to pay their dues when payable or within sixty days thereof shall be forthwith suspended by the Secretary and Treasurer, but shall be automatically reinstated, if within six months of such suspension they remedy the condition for which they were suspended.

By action of the Executive Committee, after due notice and hearing if requested by the Chapter member, the membership of a Chapter member may be terminated if the Executive Committee finds the member guilty of unethical professional conduct, conduct prejudicial to the best interest of the Chapter, or of falsification of membership application. Any individual whose Chapter membership has been suspended or terminated may apply for reinstatement and the Executive Committee shall, in any such case, specify the procedure to be followed.

Section III-5: The Chapter recognizes the need to maintain a liaison with individuals in fire- related fields of endeavor and interest who are not members of the Society. The Chapter encourages and accepts the support and participation of these individuals in Chapter activities. The Chapter will accord the

"courtesies" of regular Chapter publications and participation in meetings and other events upon payment of an annual handling and mailing fee.

Upon receipt of annual handling and mailing fees, the Treasurer shall notify the Secretary who shall confirm receipt of fees to the applicants and formally enter their names on the Chapter mailing list.

Section III-6: Chapter Members are to maintain a high professional and ethical standing.

Section III-7: The Chapter shall not speak for the Society of Fire Protection Engineers on any local or national matter without specific written authorization of the Society. No action by this Chapter shall be binding on the Society without specific prior authorization of the Board of Directors of the Society.

Section III-8: The Chapter shall abide by the Constitution and By-Laws of the Society.

ARTICLE IV: OFFICERS AND EXECUTIVE COMMITTEE

Section IV-1: Officers of the Chapter shall be: President, Vice President, Immediate Past President, Secretary, and Treasurer. With the exception of Immediate Past President, officers shall be elected by members and hold office for two years or until their successors are elected and qualified. All officers shall serve without salary.

Section IV-2: There shall be an Executive Committee consisting of: President, Vice President, Secretary, and Treasurer, Immediate Past President, and two members elected by the Chapter for a term of not less than two years.

Section IV-3: The President and a majority of the Executive Committee shall hold a grade of membership in the Society of Fire Protection Engineers other than Student Member.

Section IV-4: The President and Vice President shall not serve consecutive terms in any one elective office.

Section IV-5: Vacancies in office may be filled until the next election by a majority vote of the Executive Committee.

ARTICLE V: DUTIES OF OFFICERS AND EXECUTIVE COMMITTEE

Section V-1: It shall be the duty of the President to preside at all meetings and to perform other duties usual to the office. The President shall call meetings of the Executive Committee as considered necessary or by request of three or more members of the Committee. The President may appoint special or standing committees, as occasion may require, subject to majority approval of the Executive Committee. If, for any reason, the President is not available, the Vice President shall have the powers and prerogatives of the President.

Section V-2: It shall be the duty of the Secretary to record all official actions of the Chapter and to perform the duties usual to the office of Secretary. The Secretary shall issue all notices of meetings. The Secretary shall keep a register of the members of the Chapter. The Secretary shall submit, at least annually, a membership list, minutes of the meetings, notices of meetings, and other pertinent information to the Secretary/Treasurer of the Society of Fire Protection Engineers.

Section V-3: It shall be the duty of the Treasurer to maintain all financial records of the Chapter, to collect dues, to dispense checks for expenses, to prepare an annual budget, to oversee investment of the scholarship fund, to prepare a current financial statement for each regularly scheduled Chapter meeting, and to perform other duties usual to the office of Treasurer. The Treasurer shall use forms and formatting approved by the Chapter for maintaining the financial records.

Section V-4: The President and Vice-President shall be the Chairman and Vice-Chairman, respectively, of the Executive Committee.

Section V-5: The Executive Committee shall meet at least quarterly, but may meet as often as necessary or desirable, at the discretion of the Chairman.

Section V-6: A majority of the Committee shall constitute a quorum at any meeting of the Executive Committee.

Section V-7: It shall be a specific duty of the Executive Committee to pass upon the desirability of any action submitted to the Chapter for its consideration with respect to basic policy. Negative or advisory results will be reported immediately to the Chapter for further action.

Section V-8: It shall be a specific duty of the Executive Committee to arrange for speakers at the technical meetings.

Section V-9: It shall be a specific duty of the Executive Committee for the advancement of fire protection engineering through Professional Practice.

Section V-10: It shall be a specific duty of the Executive Committee for the continued Technical Excellence of the Chapter including but not limited to technical chapter meetings, annual seminars, and presence in the community.

Section V-11: It shall be a specific duty of the Executive Committee to advance fire protection engineering education within the community.

ARTICLE VI: EXPENDITURES AND APPROPRIATIONS

Section VI-1: The Executive Committee may authorize expenditures up to \$250 to conduct chapter business at any single meeting. All expenditures or appropriations exceeding \$250 shall be approved by the chapter membership at a scheduled meeting.

Section VI-2: Annual maximum scholarship expenditures in accordance with the requirements of Article X shall be approved by the Chapter membership at a scheduled meeting.

Section VI-3: All donations to individuals or organizations including but not limited to bereavement and memorial shall be approved by the Chapter membership at a scheduled meeting.

Section VI-4: Necessary expenditures required by the Secretary and the Treasurer for stationery, postage, and incidentals, not to exceed \$100.00 per month, are exempt from a membership vote.

Section VI-5: The Chapter shall in no way incur financial obligations upon the Society without full written approval of the Board of Directors of the Society of Fire Protection Engineers.

Section VI-6: The chapter shall be permitted to invest scholarship funds. Investment of the scholarship funds shall be managed by the Executive Committee and designee(s). All investments of scholarship funds shall be approved by chapter membership at a scheduled meeting. The chapter shall approve the entities in which to invest as well as the amounts to be invested. If multiple investments are made the chapter may approve an original amount and percentages of that amount to be invested into different entities. Quarterly re-balancing of investments to percentage amounts previously approved by the chapter shall be permitted to be made by the Executive Committee and designee(s) without approval of the chapter membership. No person on the executive committee, any advisory committee or any chapter member or friend of the chapter serving in an advisory role shall be held liable for any losses due to market fluctuations incurred to investments made in accordance with these by-laws.

ARTICLE VII: MEETINGS

Section VII-1: A minimum of eight monthly meetings shall be held each year. In case of a special meeting, at least 10 days written notice will be given to those individuals on the Chapter's mailing list.

Section VII-2: At the November meeting, the President shall present an annual report reviewing the activities of the Chapter during the past twelve months and recommending future activities. The Treasurer shall present a report showing receipts and disbursements for the past twelve months and a statement of assets, liabilities, and net worth.

Section VII-3: In order to transact business at any meeting of the Chapter, there shall be at least six members present or 20% of the total membership of the Chapter (whichever is greater).

Section VII-4: Robert's Rules of Order shall govern the transaction of business in all meetings unless inconsistent with these articles.

Section VII-5: In the second year of the executive committee's term a nominating committee shall be appointed and shall report in writing to the members, at least 30 days preceding the November meeting, a list of nominations for all officers and vacancies on the Executive Committee to be voted on. This shall not preclude additional nominations from the floor preceding the voting at the annual meeting.

ARTICLE VIII: DUES

Section VIII-1: The annual dues of each member shall be determined by a vote of the Chapter membership. Dues shall be payable upon acceptance of application for new members and on or before January 1 of each year, thereafter. Those who fail to pay dues within the prescribed time shall be suspended after due notice in writing is given to said individuals of their delinquency.

Section VIII-2: Processing of annual handling and mailing fees for those individuals and organizations that receive chapter publications but are not Members of the Society will be equivalent to Chapter dues. This includes the amount, payment due date, and actions regarding non-payment of such fees.

Section VIII-3: Full-time students shall be exempt from paying dues.

ARTICLE IX: AMENDMENTS

Section IX-1: These articles may be amended at any regular meeting by a two-thirds vote of the members present. Proposals for amendments shall be submitted in writing to the Secretary. These proposals shall be distributed in writing to the membership and read at the meeting immediately preceding that at which the amendments are to be voted upon.

Section IX-2: The waiting period may be waived upon approval of the Executive Committee and a majority of all members of the Chapter.

ARTICLE X: SCHOLARSHIP

Section X-1: The scholarship fund serviced by the TVSFPE Chapter shall be known as the John D. Hoogesteger Scholarship Fund. Scholarship awards from this fund shall be known as the Tom Christman Scholarship.

Section X-2: The chapter shall make an annual contribution to the John D. Hoogesteger Scholarship Fund of a minimum of 25% of the previous year's net revenues, except for donations specifically earmarked for the scholarship fund or other special projects.

Section X-3: The Executive Committee shall meet annually to determine if a scholarship will be awarded for the year. Scholarships shall be awarded to approved applicants that are pursuing careers in the field of Fire Protection.

The Executive Committee will approve applicants and disperse scholarship amounts as directed by Article VI Expenditures and Appropriations.

Approved applicants will be selected from the group of applicants meeting the filing deadline based on the quality of the scholarship application information and the potential return to the field of fire protection.

Scholarship eligibility, determination, award, and notification shall be made within 60 days of the filing deadline.

Scholarships shall not be automatically renewed from year to year.

Previous recipients must re-apply for consideration in following years.

Approved applicants shall be pursuing formal education in the field of fire protection, as demonstrated by:

- Enrolled in an Institution of Higher Education seeking an undergraduate degree in the field of Fire Safety/Fire Protection Engineering Technology/Fire Protection Engineering.
- Enrolled in an Institution of Higher Education seeking an advanced degree in the field of Fire Protection Engineering or Fire Protection Research.

Section X-4: Scholarships can be funded by one of the following in any given year:

1. Up to a maximum of the accrued interest and investment gains from the John D. Hoogesteger Scholarship Fund (CD, Savings, and investment accounts) from the previous calendar year or
2. Up to a maximum of 50% of the profits from the seminar from the previous year, or
3. Up to \$2000 from the John D. Hoogesteger Scholarship Fund, or
4. Up to 75% of the profits from the seminar from the previous year when the balance of the John D. Hoogesteger Scholarship Fund exceeds \$100,000.

Assuming reasonably equivalent quality of the scholarship application information and the potential return to the field of fire protection, the Executive Committee shall give preference to applicants enrolled in an undergraduate degree program. It is expected that approximately 2/3 of the moneys awarded will be to undergraduate applicants; however, if the graduate applications are demonstrably superior, the Executive Committee has both the authority and responsibility to grant up to 100% of the funds awarded to the superior candidates.

ARTICLE XI: DISSOLUTION OF THE CHAPTER

Section XI-1: If the membership of the Chapter votes and approves the dissolution of the Chapter, the President or presiding officer shall notify the Society.

Section XI-2: Upon the dissolution of the Chapter, assets shall be distributed for one or more purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or a state or local government, for a public purpose. For the purposes of dissolution, assets of TVSFPE shall be conveyed to the Society of Fire Protection Engineers Education & Scientific Foundation which is currently a section 501(c)3 organization if they are exempt at the time of dissolution.