

Running head: STC-SM BYLAWS

STC-SM Bylaws
Society for Technical Communication
Southeastern Michigan Chapter
March 2017

These bylaws describe the process by which the Southeastern Michigan chapter of STC serves its members.

Table 1.
Revision Record

Date	Action
March 1986	Adopted by the STC-SM Administrative Council
April 1986	Amended by the STC-SM Administrative Council
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June 1989	Amended by the STC-SM Administrative Council
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Table of Contents

Chapter Council.....5

 Executive Council.....5

 President6

 Vice president6

 Secretary7

 Treasurer7

 Immediate past president7

 Standing Committees—the Extended Council8

 Nominations.....8

 Programs8

 Strongly Recommended Committees8

 Membership8

 Distribution lists8

 Publicity8

 Social media9

 Web.....9

 News channel.....9

 Optional Committees and Positions9

 Conferences9

 Competitions.....9

 Professional liaison.....9

 Educational liaison10

Chapter Procedures.....10

 Annual Business Meeting.....10

 Voting on Matters Other Than Elections.....10

 Electing, Removing, and Replacing Elected Officials11

 Electing officers.....11

- Removing officers 11
- Replacing officers 12
- Electing Members of the Nominations Committee 12
- Appointing, Removing, and Replacing Committee Chairs 12
 - Appointing committee chairs..... 12
 - Removing committee chairs 13
 - Replacing committee chairs..... 13
- Assigning Property 13
- Amending the Bylaws 13
 - Amending bylaws through the executive council..... 13
 - Amending bylaws through chapter referendum 15

STC-SM Bylaws

These bylaws describe the process by which the Society for Technical Communication, Southeastern Michigan chapter, serves its members. They describe the structure of the chapter council and the procedures by which the council operates.

Should situations not addressed by these bylaws arise, the *Articles of Incorporation and Bylaws* of the Society for Technical Communication (Society) are in force. If the Society bylaws are changed so that they conflict with these chapter bylaws, the Society bylaws take precedence. Chapter bylaws must then be amended as soon as possible to bring them into agreement with Society bylaws.

Procedural issues arising that are not addressed here are handled in accordance with the *Articles of Incorporation and Bylaws* of the Society for Technical Communication, and *Robert's Rules of Order*.

The organization is the Southeastern Michigan chapter of the Society for Technical Communication. The full name, Society for Technical Communication, Southeastern Michigan chapter, may be abbreviated to STC, Southeastern Michigan chapter, or STC-SM so long as the full name also appears on official chapter printed items, stationery, or in electronic communications.

Chapter Council

The chapter council is the governing body of STC-SM. This body consists of the executive council and the extended council. The executive council is made up of the president, vice president, secretary, treasurer, and the immediate past president. The extended council comprises committee chairs, including those who manage strongly recommended and optional committees. The extended council is strongly encouraged to participate in executive council discussions, but under no circumstances can a member of the extended council cast a single vote when the council is considering resolutions. Voting is restricted to the executive council. Each committee can have only one chair, and only that chair represents the committee to the chapter executive council. All members are welcome to attend council meetings, but only the executive council can vote on motions brought before it.

The chapter council also hosts networking meetings to fill out the program year.

Executive Council

The executive council consists of the president, vice president, secretary, treasurer, and immediate past president; the vice president, secretary, and treasurer are elected. The president is

the previous year's vice president, and the immediate past president is the previous year's president. The duties of each of these officers are detailed in the following sections.

The chapter president reports to the governing body of the Society, per Society policy. All other extended council members report to the chapter president and to the chapter executive council and membership.

The executive council is accountable to the chapter membership for the professional and financial health of the chapter and is also accountable to the Society board of directors in accordance with Society bylaws. Each member of the council has specific responsibilities, both to STC-SM and to the Society.

Each executive council member can cast a single vote when the chapter council is considering resolutions.

President

The president oversees chapter operations. This individual helps committee chairs to plan, organize, and conduct various chapter activities. Duties include:

- Leading the chapter and council in establishing and meeting identified chapter goals;
- Presiding at a recommended number of five chapter council meetings;
- Appointing committee chairs and overseeing their activities;
- Helping committees plan tasks and set deadlines;
- Serving as an authorized signer on all chapter accounts and signing other documents as required;
- Presiding at chapter program meetings;
- Serving as liaison between the chapter and the Society;
- Reporting to the Society on chapter activities as required by Society policy;
- Recruiting people for non-elected positions for the following year;
- Serving as chair of the nominations committee the following year.

Vice president

The vice president serves in the president's stead when the president is unable to attend a chapter function or otherwise fulfill his or her charge. Duties include:

- Attending all council and program meetings;
- Serving as an authorized signer on all chapter accounts and signing other documents as required;
- Serving in place of the president as required;
- Performing other tasks requested by the chapter president;

- Serving as the president the following year.

Secretary

The secretary maintains a record of chapter activities. Duties include:

- Attending all council and program meetings;
- Recording and distributing minutes of council meetings;
- Maintaining a stock of administrative supplies, including stationery and envelopes;
- Making sure that a historical record of all chapter activities, including copies of all printed materials, committee reports, meeting minutes, and newsletters is maintained; electronic files should be saved as PDFs and archived in the STC-SM shared electronic repository (Dropbox for example);
- Maintaining an inventory of chapter property;
- Performing other tasks requested by the chapter president.

Treasurer

The treasurer controls and disburses chapter funds in accordance with the wishes of the executive council. Duties include:

- Attending all council and program meetings;
- Preparing a preliminary budget for the September council meeting and a final budget to be voted on no later than the November council meeting;
- Maintaining a record of chapter financial transactions;
- Serving as an authorized signer on all chapter accounts and signing other documents as required;
- Reporting monthly to the executive council on the chapter's financial status;
- Performing other tasks requested by the chapter president;
- Preparing the annual financial report, to be submitted to the Society office no later than the date specified (typically May 15, as of this writing).

Immediate past president

The immediate past president advises the president and council on chapter policy and practice, and provides a link to the previous administration. Duties include:

- Attending all council and program meetings;
- Planning and conducting chapter elections;
- Serving as the chair of the nominations committee;
- Performing other tasks requested by the chapter president.

Standing Committees—the Extended Council

The standing committees consist of the programs and nominations committees. The chairs of these committees sit on the extended council. The standing committees must be staffed and managed for the chapter to operate in accordance with these bylaws. The following list describes the minimum activities that each committee must perform to serve members' needs. Chairs of these committees should plan their activities in consultation with the chapter president and executive council.

Nominations

This committee must, at a minimum, prepare a slate of candidates for the elected positions and for the following year's nominations committee and conduct chapter elections. The immediate past president manages this committee.

Programs

This committee must, at a minimum, plan and conduct five programs throughout the year.

Strongly Recommended Committees and Positions

Strongly recommended are the membership, publicity, social media, and web committees. These committees are important to the operation of the chapter, and should be filled if possible. The chair of each of these committees sits on the extended council. The following list describes the minimum requirements of the strongly recommended committees. Chairs of these committees should plan their activities in consultation with the chapter president and executive council. A committee may consist of just the chair.

Membership

This committee should, at a minimum, welcome new members and ensure that they are introduced to chapter activities. In addition to the membership manager, a manager is strongly recommended for our distribution lists.

Distribution list manager

As of this writing, the distribution lists comprise the job board listserv and the publicity email lists. At a minimum,

- Job openings should be sent from the business community to the membership;
- Publicity lists should be maintained.

Publicity

This committee should, at a minimum, plan and develop publicity for chapter events through news releases to local outlets, the chapter blog, any preferred electronic invitation tool, and other publications and media as appropriate, or as directed by the executive council.

Social media

This committee should, at a minimum, be posting to the top two or three social media outlets (for example: tweeting via Twitter and posting to Facebook and LinkedIn). An example of a post would be letting people know there is a new event coming up or a new post on the chapter's blog.

Web

This committee should, at a minimum, post articles to the chapter's news channel (as of this writing, the chapter blog), post upcoming events to the events calendar, and otherwise maintain the chapter website. In addition to the webmaster, who is responsible for maintaining and updating the website, a manager is strongly recommended for the news channel.

News channel manager

As of this writing, the news channel is the blog and is referred to as *blog* throughout this document. The news channel manager should, at a minimum, post at least twice a month and maintain an events calendar. Council meetings must be posted at least two weeks ahead of time.

Optional Committees and Positions

The optional committees are conferences and competitions. The optional positions are professional and educational liaisons. The chairs of these committees sit on the extended council, as do the professional and educational liaisons.

The following list describes the minimum requirements. Chairs of these committees and the other individuals should plan their activities in consultation with the chapter president and executive council.

Conferences

This committee should, at a minimum, plan, organize, and execute any conferences that are hosted by STC-SM.

Competitions

This committee should, at a minimum, plan, organize, and execute any competitions held by the chapter.

Professional liaison

The professional liaison should, at a minimum, facilitate communication between STC-SM and local chapters of other professional associations in related fields, for example: IABC, UXPA, CHI, and ASTD. Other considerations include initiating relationships with local corporations and enterprises that require technical communication services.

Educational liaison

The educational liaison should, at a minimum, facilitate communication between STC-SM and local high schools and universities.

Chapter Procedures

The following procedures describe the process by which the executive council holds an annual business meeting; gives consent to council resolutions; elects, removes, and replaces chapter officers; appoints, removes, and replaces committee chairs; assigns responsibility for chapter property; and amends these bylaws.

Annual Business Meeting

One Council meeting has to be a business meeting to which all chapter members are invited. It can be combined with the end-of-the-year program.

The meeting must include, at a minimum:

- Presentation of the financial report
- Installation of new executive council

Voting on Matters Other Than Elections

In conducting business, the chapter executive council can extend or withhold consent for various chapter activities. If the council can reach a consensus on an issue, no vote is necessary.

If no consensus on an issue can be reached, a council member can present a resolution for consideration and vote. In such event, a simple majority (one-half plus one) of those chapter executive council members in attendance carries the motion, provided that a quorum of one-half plus one of the executive council is in attendance (three out of five).

Council votes not held in accordance with these conditions are not binding.

Motions disbursing chapter funds or allocating chapter funds for disbursement can be vetoed by a majority of the executive council. Such veto cannot be overridden.

Only executive council members in attendance can vote on motions before the council. Proxy votes are not allowed.

Electing, Removing, and Replacing Elected Officials

Candidates for all positions may be recruited by council members or the nominations committee or may volunteer to run for elected positions or serve in appointed positions. The chapter president makes appointments with the consent of the executive council.

Electing officers

Each spring, the chapter elects officers for the coming chapter fiscal year, July 1 to June 30. Elections may be held as early as March 1 of that year. The new officers (the executive council and the members of the nominations committee) must be notified of their election no later than June 1 of that year. They are installed at the final chapter activity and business meeting, which must be no later than July 1 of that year. Only members of STC-SM may be considered for elected office.

The nominations committee may nominate a sitting first-term president to run unopposed for a second term as president. Such nomination is subject to the nominee's approval.

Note: An individual may serve as chapter president for not more than two consecutive terms. Other members of the executive council may serve for not more than three consecutive terms in the same position.

Ballots are sent via email to all chapter members at least 20 days prior to the close of elections. If the executive council decides there is an accurate way to do so, this process can also be conducted via the chapter website or other web-based means instead.

In the event of a tie vote for any office, the nominations committee chair shall prepare ballots for a runoff election. Runoff elections must be repeated, as necessary, until the tie is broken.

The chapter immediate past president is responsible for managing the nominations committee, soliciting nominations from chapter members, preparing the slate, conducting the election, and notifying those elected to office.

If the immediate past president cannot fulfill this charge, the chapter president appoints a past executive council member to manage the nominations committee and conduct the election. Such appointment requires the consent of the chapter executive council.

Removing officers

Elected officers can be recalled by the chapter membership. A chapter member can request a recall vote by presenting a petition to the executive council bearing the signatures of five percent of the chapter membership collected over a period of not more than 30 days. The petition must be presented to the executive council at a regularly scheduled council meeting.

A recall election must be held within 30 days of presentation of the petition. Ballots are emailed to all chapter members at least 20 days prior to the close of the recall election. If the executive council decides there is an accurate way to do so, this process can also be conducted via the chapter website or other web-based means.

The immediate past president or another member appointed by the chapter president, with the consent of the chapter executive council, organizes the recall election.

Recall of an elected officer requires a simple majority of those members voting.

Replacing officers

When an officer is recalled, that officer is replaced according to procedures described below. Note, however, that the individual removed from office as the result of a recall cannot be appointed to fill the vacancy.

If the president leaves office, the vice president assumes that office. The newly installed president can then appoint a qualified chapter member to serve as vice president, subject to the consent of the executive council. Alternatively, the council can move to hold a special election within 30 days to elect a new vice president. In any event, the new vice president must be installed within 60 days of the date of vacancy.

If the vice president, secretary, or treasurer leaves office or if any of these positions cannot be filled through the regular nomination-and-election process, the president may appoint a qualified chapter member to fill the position, subject to the consent of the executive council. Alternatively, the council can move to hold a special election within 30 days to elect a chapter member to the post. In any event, the new officer must be installed within 60 days of the date of vacancy.

Electing Members of the Nominations Committee

Each spring, the chapter elects nominations committee members to serve for the following chapter year. Candidates for the nominations committee appear on the ballot with candidates for chapter office. Only members of STC-SM may be considered for a seat on the nominations committee. The number of committee members is in accordance with Society bylaws.

Appointing, Removing, and Replacing Committee Chairs

Appointing committee chairs

The chapter president appoints committee chairs. Such appointments require the consent of the executive council.

At its first meeting—typically the August transition meeting—the chapter council consists solely of the executive council. Whether or not the appointed committee chairs are in attendance at this meeting is left to the president’s discretion. The executive council must vote whether to seat the

committee chairs appointed by the chapter president as its first order of business. Once committee chairs have been seated on the extended council, they are strongly encouraged to attend council meetings and participate in council discussions. Should the executive council refuse to seat individual committee chairs, the president can make interim appointments as needed, to remain in force until the next regularly scheduled council meeting.

Only members of STC-SM can be appointed as committee chairs unless the majority of the executive council approves an exception.

Removing committee chairs

A committee chair can be removed by the president or by a resolution adopted by the executive council.

Replacing committee chairs

The president, with the consent of the executive council, appoints replacement committee chairs. If the chair of a standing committee resigns or is removed, the president must appoint an interim chair within 30 days. This interim appointment does not require the consent of the executive council; such an appointee can serve until the next regularly scheduled council meeting, when this or another appointee must be presented to the executive council for the council's consent. Should the executive council decline such consent, the president must appoint another interim committee chair within 30 days.

Assigning Property

In the course of chapter business, officers and committee chairs use chapter property. Committee members may purchase additional items as needed in accordance with their committee's operating budget. All such items become the property of STC-SM.

All items of chapter property are the responsibility of the president. The secretary maintains a listing of property, along with the names of those individuals to whom each item has been assigned. By the close of the chapter fiscal year, June 30, all property must be returned to the president to be transferred to the incoming president.

Amending the Bylaws

Amendments to these bylaws can be adopted, either by action of the executive council or by a chapter referendum.

Amending bylaws through the executive council

Any council member can present to the executive council a proposed amendment to the bylaws at a regularly scheduled council meeting.

Note: Should the Society amend the STC bylaws such that these chapter bylaws conflict with Society bylaws, the executive council must revise the chapter bylaws to bring them into agreement with Society bylaws.

Within 15 days of such presentation, the president must forward the proposed amendment to the Society bylaws committee for consideration. If the Society bylaws committee rejects the proposed bylaw as not in accordance with Society bylaws, the decision is announced, along with any rationale provided by the Society bylaws committee, in the chapter blog within 15 days. At this point, the issue is closed and the amendment is not given further consideration for a period of two years.

However, should the Society bylaws committee accept the proposed amendment, the executive council must hold an open discussion of the proposed amendment within 60 days of its presentation. This hearing will be held at a regularly scheduled council meeting.

The proposed amendment, along with the time and place of the meeting at which the amendment will be discussed, is published in the chapter blog or sent by email or other electronic media at least 10 days before the meeting.

At this meeting, the proposed amendment is read, and the chapter council hears statements from chapter members regarding the amendment. Such statements are limited to five minutes. An additional five minutes can be granted to any speaker at the discretion of the president, who presides over this meeting.

Once the proposed amendment has been given full and open consideration by the chapter membership, it must be brought for a vote before the executive council at the meeting in progress.

Adoption of the amendment requires approval by a three-fifths majority of the sitting executive council. If the proposed amendment is not adopted, it is not given further consideration for a period of two years.

Chapter members may appeal council adoption of an amendment by petitioning the executive council. Such petition must bear the signatures of five percent of the chapter membership collected during a period of not longer than 30 days.

This petition must be presented to the executive council or to the president within 45 days of such adoption. Within 30 days of such petition, the chapter must hold a referendum to determine whether the adopted amendment is to be repealed. Ballots describing the adopted amendment must be sent via email to the chapter membership at least 20 days prior to the close of the referendum.

A simple majority of those members voting repeals the amendment adopted by the executive council.

Upon amendment of the bylaws, the chapter secretary revises the bylaws. The revision record appearing at the front of this publication is changed to reflect the date and reason for amendment: Amended by the STC-SM Council.

Amending bylaws through chapter referendum

Any chapter member can petition the executive council to consider amendments to the bylaws by presenting a petition at a regularly scheduled council meeting. Such a petition must bear the signatures of five percent of the chapter membership collected over a period of not longer than 30 days.

Within 15 days of such presentation, the chapter president must forward the proposed amendment to the Society bylaws committee for its consideration. If the Society bylaws committee rejects the proposed bylaw as not in accordance with Society bylaws, the decision is announced, along with any rationale provided by the Society bylaws committee, in the chapter blog within 15 days. At this point, the issue is closed and the amendment is not given further consideration for a period of two years.

However, if the Society bylaws committee accepts the proposed amendment, the executive council must hold an open discussion of the proposed amendment within 60 days of its presentation. This hearing will be held at a regularly scheduled council meeting.

The proposed amendment, along with the time and place of the meeting at which the amendment will be discussed, is posted to the chapter blog or disseminated via other electronic communication at least 10 days before the meeting.

At this meeting, the proposed amendment is read, and the executive council hears statements from chapter members regarding the amendment. Such statements are limited to five minutes. An additional five minutes can be granted any speaker at the discretion of the chapter president, who presides over this meeting.

Once the proposed amendment has been given full and open consideration by the chapter membership, it must be brought for a vote before the chapter executive council at the meeting in progress.

Adoption of the amendment requires approval by a three-fifths majority of the sitting executive council.

If the council fails to adopt the amendment, the chapter must hold a referendum on the proposed amendment within 30 days of this action. Ballots describing the proposed amendment must be sent via e-mail to the chapter membership at least 20 days prior to the close of the referendum. If the executive council decides there is an accurate way to do so, this process can also be conducted via the chapter website or other electronic means.

Adoption of the amendment by referendum requires approval by a three-fifths majority of those members voting.

Upon amendment of the bylaws, the chapter secretary revises the bylaws. The revision record appearing at the front of this publication is changed to reflect the date and reason for amendment:
Amended by chapter-wide referendum.