




NATIONAL SOCIETY OF BLACK ENGINEERS

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# NATIONAL SOCIETY OF BLACK ENGINEERS PROFESSIONALS BYLAWS



## **PREFACE**

The National Society of Black Engineers (NSBE) Professionals Bylaws describes the manner in which the NSBE Professionals will be structured and governed. The Bylaws are intended to accompany, and be consistent with, the NSBE Constitution and Bylaws, Rules and Regulations, and the NSBE Professionals Operating Guidelines.

## **PREAMBLE**

We, the Professional members of the National Society of Black Engineers, who wish to support the goals and objectives of NSBE, do hereby dedicate ourselves to develop intensive programs to increase Black and other ethnic minority participation in the field of engineering and engineering technology and to develop a standard of excellence among minority students, practicing engineers, and physical scientists by forming the National Society of Black Engineers Professionals.

## **ARTICLE I – Name**

The name of this organization is the National Society of Black Engineers Professionals, hereafter referred to as the NSBE Professionals, a section of the National Society of Black Engineers, a national student and professional based organization.

## **ARTICLE II – Purpose**

The purpose of this organization is to support the National Society of Black Engineers in a way that: develops and enhances its programs, increases technical awareness, encourages scholastic achievement and stimulates enthusiasm in the Black engineering community, in order to promote technical expertise, professionalism and fellowship among Black and ethnic minority engineers.

## **ARTICLE III – Membership**

### **Section 1.**

Membership and participation in the NSBE Professionals shall be free from discrimination on the basis of race, religion, sex, ethnic group, or national origin.

### **Section 2.**

Membership in the NSBE Professionals is in accordance with the NSBE Constitution (Article III, Section 3(d)) under the designation – Professional member.

### **Section 3.**

Lifetime or Honorary members may qualify themselves as a Professional Member in accordance with the NSBE Constitution.



## ARTICLE IV – Dues

### Section 1.

#### Membership Dues

- a. Yearly membership fees shall be reviewed annually by the National Professionals Charter/Membership Chair, National Professionals Treasurer, and National Professionals Finance Chair in conjunction with the National Executive Board and in accordance with the NSBE Constitution (Article VI, Section 1).
- b. No initiation fee shall be required of any member.
- c. Yearly dues shall accompany any application for membership.
- d. Recommended changes in the amount of the dues require a two-thirds approval vote of the Professionals Executive Board.

## ARTICLE V – Organization

### Section 1.

The NSBE Professionals shall consist of all Professional chapters in each of the six regions.

### Section 2.

Professional chapters shall be defined as ten or more members in a defined geographical area who have chartered as a Professional chapter of NSBE. Professional members may petition the Professionals Executive Board to allow for chapters of less than 10 members.

### Section 3.

Regions - A region shall be defined as all the chapters in the geographical locations outlined in Article IV, Section 4 of the NSBE Constitution.

## ARTICLE VI – Administration

### Section 1.

There shall be an Executive Board of the NSBE Professionals called the Professionals Executive Board (PEB), which shall consist of:

- a. National Professionals Chair
- b. National Professionals Chair-Elect
- c. National Professionals Secretary
- d. National Professionals Treasurer
- e. National Professionals Programs Chair
- f. National Professionals Treasurer-Elect
- g. Six (6) Professionals Regional Chairs
- h. National Professionals Standing Committee Chairs
- i. Appointed Professionals Executive Board positions as approved by the Professionals Executive Board



## Section 2.

The Professionals Executive Board shall:

- a. Determine all questions of policy and shall administer the affairs of the NSBE Professionals according to the NSBE Constitution, NSBE Bylaws, Professionals Interface Guidelines, and Professionals Bylaws.
- b. Be subject to the orders of the National Executive Board and the Professional membership, and none of its acts shall conflict with decisions made by the vote of the general body, or the goals and objectives of the National Society of Black Engineers.
- c. Not receive any salary for service.
- d. Make recommendations to the NSBE Professionals.
- e. Coordinate activities at all levels of the NSBE Professionals.
- f. Shall act as the formal communication link to the six regions and the National Executive Board.
- g. Initiate and execute policies deemed necessary for the day-to-day operations of the NSBE Professionals.

## Section 3.

### The Zone Structure

- a. **Administrative Zone:** The Administrative Zone shall consist of the National Professionals Chair, National Professionals Chair-Elect, National Professionals Secretary, National Professionals Treasurer, and National Professionals Programs Chair. The National Professionals Chair Emeritus and the National Professionals Parliamentarian shall also work with this zone as advisory members. Members of this zone shall oversee all other zones. The National Professionals Chair shall coordinate the work of this zone.
- b. **Membership Zone:** The Membership Zone shall consist of the National Professionals Chair-Elect, the Professionals Charter/Membership Chair, and the Professionals Regional Chairs. The National Professionals Chair-Elect shall coordinate the work of this zone and provide zone members with the resources they need in order to function effectively. He or she shall also present regular reports of zone activities to the National Professionals Chair.
- c. **Communications Zone:** The Communications Zone shall consist of the National Professionals Secretary, the Professionals Publicist and the Professionals Technology Officer. The National Professionals Secretary shall coordinate the work of this zone and provide zone members with the resources they need in order to function effectively. He or she shall also present regular reports of zone activities to the National Professionals Chair.
- d. **Finance Zone:** The Finance Zone shall consist of the National Professionals Treasurer, the Professionals Finance Chair, the National Professionals Treasurer-Elect, the Professional Development Conference Chair and the Technical Professional Conference Chair. The National Professionals Treasurer shall coordinate the work of this zone and provide zone members with the resources they need in order to function effectively. He or she shall also present regular reports of zone activities to the National Professionals Chair.
- e. **Programs Zone:** The Programs Zone shall consist of the National Professionals Programs Chair, Professionals Pre-College Initiative Chair, Professionals College Initiative Chair, Professionals Talent Development Chair, Professionals Technical



Excellence Chair, and any ad-hoc Professionals Executive Board members assigned to the Programs Zone. The National Professionals Programs Chair shall coordinate the work of this zone and provide zone members with the resources they need in order to function effectively. He or she shall also present regular reports on zone activities to the National Professionals Chair.

#### **Section 4.**

##### **Solicitation**

The NSBE Professionals shall be responsible for conducting solicitation and other fundraising activities by the process approved by the National Treasurer.

#### **Section 5.**

##### **Technical Professional Conference**

The Professionals Executive Board shall be responsible for providing input for all Professionals activities and meetings at the Annual Convention in the form of the Technical Professional Conference (TPC). There shall be a Technical Professional Conference Planning Committee responsible for the planning and implementation of the TPC at the Annual Convention. This committee will be managed by the Technical Professional Conference Chair, who will also serve on the Convention Planning Committee (CPC).

#### **Section 6.**

##### **NSBE Professionals Annual Review**

The Professionals Executive Board shall be responsible for compiling and publishing the NSBE Professionals Annual Review. The NSBE Professionals Annual Review should be a comprehensive report describing all NSBE Professionals activities, financial status, and membership information for the most recently completed NSBE year. The National Professionals Chair Emeritus will serve as the lead person to prepare the NSBE Professionals Annual Review and shall work with PEB members, in particular the National Professionals Secretary, National Professionals Treasurer, National Professionals Programs Chair, National Professionals Charter/Membership Chair, National Professionals Finance Chair, and National Professionals Publicist to compile the report. The NSBE Professionals Annual Review should be completed and approved by the National Professionals Chair by September 1<sup>st</sup> of the calendar year.

### **ARTICLE VII – Offices**

#### **Section 1.**

All elected offices will be held by Professional members in good standing as defined by Article III, Section 6 of the NSBE Constitution.

#### **Section 2.**

The elected offices of the Professional Executive Board are:

- a. National Professionals Chair
- b. National Professionals Chair-Elect
- c. National Professionals Secretary
- d. National Professionals Treasurer
- e. National Professionals Programs Chair
- f. National Professionals Treasurer-Elect



- g. Six (6) Professionals Regional Chairs
- h. National Professionals Standing Committee Chairs

### **Section 3.**

The National Professionals Chair, National Professionals Chair-Elect, National Professionals Secretary, National Professionals Treasurer, and National Professionals Programs Chair form the Professionals Executive Officers (PEO).

### **Section 4.**

Any member of the NSBE Professionals is eligible to be elected for a Professionals Executive Office (PEO) who has been a member in good standing of the NSBE Professionals for at least two operational years immediately prior to the operational year for that office. All remaining elected PEB positions require a member to be in good standing of the NSBE Professionals for at least one operational year immediately prior to operational year of that office.

### **Section 5.**

The Professionals Executive Board members will take office May 1<sup>st</sup> following the election and will serve as follows:

- a. National Professionals Chair – one year term, after which he/she will assume the position of National Professionals Chair Emeritus
- b. National Professionals Chair-Elect – one year term, after which he/she will assume the position of National Professionals Chair
- c. National Professionals Secretary – two year term
- d. National Professionals Treasurer –one year term
- e. National Professionals Programs Chair – two year term
- f. National Professionals Treasurer-Elect – one year term, after which he/she will assume the position of National Professionals Treasurer
- g. Regional Professionals Chairs – one year term
- h. National Professionals Standing Committee Chairs – two year term

### **Section 6.**

The Professionals Executive Board members may not serve as National Advisory Board members during their term of office.

### **Section 7.**

#### **Vacancies**

- a. Should a vacancy occur in the office of National Professionals Chair, the National Professionals Chair-Elect shall fill the unexpired term. The incoming National Professionals Chair shall serve the unexpired term and the full term to which he or she was elected to serve.
- b. Should a vacancy occur in the office of National Professionals Chair-Elect, the unexpired term shall temporarily be filled by appointment by the National Professionals Chair and two-thirds approval of the Professionals Executive Board. Election of a Chair-Elect in the event of a vacancy shall be at the discretion of the Professionals Executive Board.
- c. Should a vacancy occur in any office other than National Professionals Chair or National Professionals Chair-Elect, the unexpired term shall be filled by appointment by the



National Professionals Chair with two-thirds approval of the Professionals Executive Board.

- d. Any Professionals Executive Board member who feels that he or she will be unable to perform the duties of said office for thirty (30) consecutive days may submit a letter of resignation to the remaining Professionals Executive Board members requesting removal from the board. A vote by the Professionals Executive Board is not required. Follow the vacancy procedure to fill the office.

**Section 8.**

Professionals' regional offices and their duties shall be defined by individual regional working rules in accordance with all regulations of the NSBE Professionals.

**Section 9.**

Professionals' chapter officers and their duties shall be defined by the Professionals Chapter Constitution in accordance with all regulations of the NSBE Professionals.

**Section 10.**

The previous National Professionals Chair shall serve a one year term as National Professionals Chair Emeritus and will:

- a. Serve as an advisory member of the board (shall not vote).
- b. Prepare the NSBE Professionals Annual Review.

**Section 11.**

There shall be a Professionals Parliamentarian appointed by the National Professionals Chair and approved by a simple majority vote of the Professionals Executive Board to serve a one year term. The Professionals Parliamentarian will:

- a. Serve as an advisory member of the board (shall not vote).
- b. Serve as a resource on parliamentary procedure.
- c. Chair the elections committee.

**Section 12.**

There shall be a Technical Professional Conference Chair appointed by the National Professionals Chair and approved by a simple majority vote of the Professionals Executive Board to serve a one year term, according to the following process:

- a. The host region's Regional Professionals Chair shall be the chair of a regional selection committee that nominates a Professional member who meets the following criteria:
  - i. Has been a Professional member during the previous operational year.
  - ii. Has attended at least two Annual Conventions during the past five years.

The TPC Chair must also meet the qualifications for CPC membership as defined in the Convention Planning Committee Operational Guidelines and will be subject to the rules and regulations defined in the aforementioned document.



### **Section 13.**

#### **Elections of National Officers**

- a. Election of the National Officers as outlined in Article VII, Section 5 will take place annually at the Annual Convention. Regional Professionals Chair-Elects should be elected at the Regional Professionals meeting during the Annual convention to serve a one year term beginning May 1<sup>st</sup> of that year and matriculate to become Regional Professionals Chair for a one year term followed by Regional Professionals Chair-Emeritus for a one year term. The National Professionals Secretary, National Professionals Program Chairs, and National Professionals Standing Committee Chairs will serve for two year terms with the terms staggered as follows:
  1. The National Professionals Secretary, National Professionals Talent Development Chair, National Professionals Technical Excellence Chair, National Professionals Pre-College Initiative Chair, and National Professionals College Initiative Chair shall take office during even-numbered calendar years or as applicable.
  2. The National Professionals Membership Chair, National Professionals Programs Chair, and National Professionals Publicist and National Professionals Finance Chair shall take office during odd-numbered calendar years or as applicable.
- b. Appointment of the National Professionals Technology Officer shall occur during the odd-number calendar years. The Professionals Technology Officer will take office during the same appointment year and serve a two year term beginning May 1<sup>st</sup> of that year.
- c. Service for more than half of a term shall be considered as a full term, except that the National Professionals Chair-elect shall be eligible to serve a full term as national Professionals Chair, regardless of the length of any partial term served while filling a vacancy.
- d. Service for more than half of a term shall be considered as a full term, except that the National Professionals Treasurer-Elect shall be eligible to serve a full term as National Professionals Treasurer, regardless of the length of any partial term served while filling a vacancy.
- e. The PEB shall appoint an elections committee to compile and disseminate documents and procedures to members seeking office. This elections committee will also coordinate the election at the Annual Convention with the supervision of the Professionals Parliamentarian.

### **Section 14.**

- a. There shall be a Professional Development Conference Chair appointed by the National Professionals Chair and approved by a simple majority vote of the Professionals Executive Board to serve a one year term.
- b. The National Professionals Chair-Elect shall nominate a candidate who meets the following criteria:
  - a. Has been a Professional member during the previous operational year.
  - b. Has attended at least two Technical Professional Conferences and/or Professional Development Conferences during the past five years.





## ARTICLE VIII – Committees

### Section 1.

There shall be nine (9) Standing Committees of the NSBE Professionals, which are:

- a. Charter/Membership
- b. Finance
- c. Publicity
- d. Professional Development
- e. Technical Excellence
- f. Pre-College Initiative (PCI)
- g. College Initiative (CI)
- h. Young Technical Professionals (YTP)

### Section 2.

These Standing Committees shall have the following duties:

- a. **Charter/Membership**
  - i. Listing all of the various chapter status and problems incurred in establishing a charter.
  - ii. Reviewing charters of those organizations proposing membership and forwarding reviewed charters to the National Executive Board for approval.
- b. **Finance**
  - i. Identify and develop national funding sources.
  - ii. Identify mechanisms for fundraising.
- c. **Publicity**
  - i. Shall develop mechanisms for establishing and sustaining the NSBE Professionals magazine. This includes the funding and publication responsibilities for the magazine, newsletter and all other publications. In addition, identify other Black engineering professional organizations for publicity and/or support and establish interface mechanisms with above-mentioned organizations when expedient and viable.
- d. **Professional Development**
  - i. To identify and provide training opportunities in leadership, business, and management to promote the professional success of the NSBE Professional members.
- e. **Technical Excellence**
  - i. To encourage NSBE Professional members to achieve high standards of technical competence through the obtainment of advanced technical degrees, engineering certifications, involvement in national technical standards development, active participation in engineering professional societies, and other such activities.
- f. **Pre-College Initiative**
  - i. Shall manage and coordinate the activities of the Pre-College Initiative Program and Regional and Professional Pre-College Initiative.
- g. **College Initiative**
  - i. To promote interaction of the NSBE Professional members and the undergraduate and graduate members of the society.
  - ii. To encourage NSBE members to pursue advanced graduate degrees.



**h. Young Technical Professionals (YTP)**

- i. To identify and provide training opportunities in leadership, business, and management for technical professionals within 0-5 years of their corporate experience to promote the professional success of the NSBE Professional members.
- ii. Shall Manage and coordinate the activities of the Young Technical Professionals Program to increase retention of the young technical professionals and build YTP Brand
- iii. Establish an annual baseline data for young technical professionals within the 0-5 years of their corporate experience and craft and implement a strategy for retention and involvement in NSBE.

**Section 3.**

**Committee Membership**

Standing committees shall consist of the PEB Representative (who shall serve as the Chairperson of the Committee), the Six Regional Committee Representatives and additional positions as defined in the Professional Bylaws, and any additional members recommended by the Committee Chairperson and approved by the PEB. All positions on national and regional standing committees shall be held by members in good standing.

- a. The Charter/Membership Committee shall consist of the National Professionals Charter/Membership Chair and all Regional Professionals Chair-Elects or Regional Professionals Executive Board members directly responsible for coordinating membership activities at the Professionals regional level.
- b. The Finance Committee shall consist of the National Professionals Finance Chair (Committee Chair), the Technical Professional Conference Chair and all Regional Professionals Executive Board members directly responsible for coordinating solicitation and other fundraising activities at the Professional regional level.
- c. The Publicity Committee shall consist of the National Professionals Publicist and all Regional Professionals Executive Board members directly responsible for coordinating publications and public relations activities at the Professionals regional level.
- d. The Technical Excellence Committee shall consist of the National Professionals Technical Excellence Chair and all Regional Professionals Executive Board members directly responsible for coordinating technical excellence activities at the Professionals regional level.
- e. The Professional Development Committee shall consist of the National Professional Talent Development Chair and all Regional Professionals Executive Board members directly responsible for coordinating professional development activities at the Professionals regional level.
- f. The Pre-College Committee shall consist of the National Professionals Pre-College Initiative Chair and all Regional Professionals Executive Board members directly responsible for coordinating PCI activities at the Professionals regional level.
- g. The College Initiative Committee shall consist of the National Professionals College Initiative Chair and all Regional Professionals Executive Board members directly responsible for coordinating College Initiative activities at the Professionals regional level.
- h. The Young Technical Professional Committee shall consist of the National Professionals Membership Chair (Committee Chair), National Professionals Talent Development Chair, Young Technical Professional Co-Chair, one (1) Representative from each Region



currently within the 0-5 years of their career, two (2) International Professional Members currently within the 0-5 years of their career.

**Section 4.**

In addition to the above duties, the committees will carry out tasks deemed necessary by the Professionals Executive Board.

**ARTICLE IX - Duties of Elected and Appointed Offices**

**Section 1.**

The duties of the elected offices are:

**A. National Professionals Chair**

1. Shall preside over all official meetings of the NSBE Professionals.
2. Shall present ideas and propose direction for the NSBE Professionals.
3. Shall serve as the representative of the NSBE Professionals on the National Executive Board serving as a non-voting member.
4. Shall appoint members of all standing and special committees, with advice and consent of the Professionals Executive Board, except where otherwise provided for in this document.
5. Shall approve, in advance, all official external communications sent out in the name of NSBE Professionals.
6. Shall oversee all activities of the NSBE Professionals.
7. Shall approve the NSBE Professionals Annual Review.
8. Shall coordinate the activities of the Professionals Executive Board and serve as Chair of the Administrative Zone.
9. Shall appoint a Professionals Parliamentarian, with advice and consent of the Professionals Executive Board, except where otherwise provided for in this document.
10. Shall attend national and regional Professionals activities as the PEB representative whenever financially and logistically feasible.
11. Shall produce an official transition report at the close of the term of office.

**B. National Professionals Chair-Elect**

1. Shall preside in the absence or the inability of the National Professionals Chair.
2. Shall perform any activities, duties, and responsibilities as designated by the National Professionals Chair.
3. Shall promote National Professionals Chair initiatives.
4. Shall oversee the activities of the six regions and serve as the chair of the Membership Zone.
5. Shall promote chapter development programming and activities for the NSBE Professionals chapters.
6. Shall develop and finalize the Professionals Executive Board meeting agendas.
7. Shall require from regional Professionals chairs a record of activities.
8. Shall attend national and regional Professionals activities as the PEB representative whenever financially and logistically feasible.
9. Shall produce an official transition report at the close of the term of office.



**C. National Professionals Secretary**

1. Shall record accurately the minutes of the Professionals Executive Board and Professionals Executive Officers meetings and distribute these minutes to the appropriate executive board members.
2. Shall make available the minutes from all Professionals meetings to the members of the NSBE Professionals upon request and place them on file at NSBE World Headquarters (WHQ) using the approved NSBE policy.
3. Shall report the minutes of the previous meeting at the present meeting of the Professionals Executive Board.
4. Shall require from the Professionals Executive Officers, Standing Committees and special committees of the NSBE Professionals a record of the activities of said body.
5. Shall maintain and distribute the Professionals Executive Board directory and the six Regional Professionals Executive Board directories.
6. Shall work with the National Professionals Parliamentarian to maintain official copies of all NSBE Professionals governing documents to be archived at NSBE WHQ according to the approved NSBE policy.
7. Shall manage the activities of the Professionals Communications Zone, which includes overseeing all national communications to the NSBE Professionals membership via print and electronic media.
8. Shall assist the National Professionals Chair Emeritus with compiling information for inclusion in the NSBE Professionals Annual Review.
9. Shall produce an official transition report at the close of the term of office.

**D. National Professionals Treasurer**

1. Shall act as an assistant treasurer to the National Treasurer.
2. Shall manage the activities of the Professionals Finance Zone.
3. Shall identify and implement national finance programs to meet the goals and objectives of NSBE Professionals.
4. Shall document annual dues of the NSBE Professionals in a manner developed along with the Professionals Executive Board and recommend NSBE Professionals dues changes in accordance with Article IV, Section 1.
5. Shall submit an annual report to the Professionals Executive Board at the end of the current fiscal year, giving a complete accounting of finances for the fiscal year and the proposed/approved budget for the next fiscal year, and reporting on such other matters that the PEB may require.
6. Shall make and approve expenditures for NSBE Professionals business in a manner approved by the Professionals Executive Board and consistent with policy set forth and/or approved by the National Executive Board (NEB), and consistent with the approved budget and/or any modifications approved by the NEB.
7. Shall submit a proposed budget to the Professionals Executive Board and National Executive Board prior to the deadline set by the National Treasurer for budget submissions.
8. Shall submit quarterly financial reports to the Professionals Executive Board that include generated revenue and actual expenses to date.
9. Shall keep accounts and monitor deposits of Professionals organization funds into the NSBE Professionals Treasury consistent with policy set forth by the NEB.
10. Shall perform other tasks as assigned by the National Professionals Chair and/or National Treasurer.



11. Shall produce an official transition report at the close of the term of office, which includes the current fiscal year expenditures and accompanying correspondence as well as the proposed budget for the next fiscal year.

**E. National Professionals Treasurer-Elect**

1. Shall act as an assistant treasurer to the National Professionals Treasurer.
2. Shall provide content for an annual report to the Professionals Executive Board Treasurer at the timeline dictated by the National Professionals Treasurer.
3. Shall make and approve expenditures for the NSBE Professional business in a manner approved by the Professionals Executive Board and consistent with policy set forth and/or approved by the National Executive Board (NEB), and consistent with the approved budget and/or any modifications approved by the NEB.
4. Shall oversee and support the implementation and operation of the NSBE General Exemption (GEN) Program as it pertains to Professional chapters.
5. Shall be responsible for communicating national and regional Professionals financial policy to the Regional Professionals Executive Board Finance Zones and Special Interest Groups.
6. Shall conduct regional Finance Zone meetings.
7. Shall monitor the financial policies and procedures as set forth by the National Executive Board or National Treasurer as they pertain to the NSBE Professionals.
8. Shall perform other tasks as assigned by the National Professionals Chair and/or National Professionals Treasurer.
9. Shall produce an official transition report at the close of the term of office, which includes the current fiscal year expenditures and accompanying correspondence.

**F. National Professionals Programs Chair**

1. Shall coordinate the activities of the Standing Committees and appointed committees responsible for NSBE Professionals programs and serve as a liaison between these committees and the Professionals Executive Board.
2. Shall identify and implement national programs to meet the goals and objectives of the NSBE Professionals.
3. Shall represent the Professionals Executive Board as a member of the National Programs Zone.
4. Shall coordinate allocations of funds with the National Programs Chair from the National Programs Fund to Professional chapters.
5. Shall manage programming for the Institute of Chapter Development for all NSBE Professionals chapters.
6. Shall manage the NSBE Professionals Awards Program.
7. Shall appoint an Institute of Chapter Development Coordinator and a NSBE Professionals Awards Coordinator with the approval of the Professionals Executive Board to assist with the implementation of these NSBE Professionals programs.
8. Shall oversee the evaluation of all NSBE Professionals related programs on a yearly basis.
9. Shall manage the activities of the Professionals Programs Zone.



10. Shall assist the National Professionals Chair Emeritus with compiling information for inclusion in the NSBE Professionals Annual Review.
11. Shall produce an official transition report at the close of the term of office.

#### **G. Regional Professional Chairs**

1. Shall act as regional director of Professional regional activities, including communication among local chapters of NSBE Professionals affairs.
2. Shall represent the thoughts and wishes of Professional members of the region in Professionals Executive Board, Regional Executive Board, and conference meetings.
3. Shall forward a record of regional activities to the National Professionals Chair-Elect
4. Shall coordinate and manage the activities of the Regional Professionals Executive Boards.
5. Shall ensure that all Professional chapters in the region receive the information and materials they need in order to function efficiently.
6. Shall see that all Professional chapters within the region submit required documents in a timely manner.
7. Shall identify potential Professional chapters to charter within the region.
8. Shall coordinate regional leadership training programming for Professional chapter executive boards.
9. Shall produce an official transition report at the close of the term of office.

#### **H. National Professionals Charter/Membership Chair**

1. Shall maintain the National NSBE Professionals membership roster and provide quarterly membership reports to the Professionals Executive Board.
2. Shall work with the National Membership Chairperson to maintain database of NSBE graduating student members (graduating seniors) for potential membership.
3. Shall manage all national and regional programming and events associated with NSBE graduating seniors' retention efforts.
4. Shall work with the National Professionals Chair-Elect on yearly membership recruitment and retention strategies.
5. Shall work with the Regional Professionals Chair-Elects to identify membership issues within the regions.
6. Shall publish and update a Professionals Chapter Directory and Professionals Membership Toolkits.
7. Shall interact with the Director of Membership at WHQ regarding membership issues and functional operation of the membership database portal.
8. Shall serve on the National Membership Committee.
9. Shall assist the National Professionals Chair Emeritus with compiling membership information for inclusion in the NSBE Professionals Annual Review.
10. Shall produce an official transition report at the close of the term of office.



**I. National Professionals Finance Chair**

1. Shall develop and maintain national fundraising strategies that ensure the financial strength of the NSBE Professionals. This includes, but is not limited to, corporate fundraising, grants, NSBE Professionals job postings, and membership donations.
2. Shall work directly with the National Finance Chair on securing yearly funding to meet the needs of the NSBE Professionals.
3. Shall document and submit funding needs to the National Finance Chair at the beginning of each fiscal year.
4. Shall serve as the point of contact for recruiters and companies attempting to fill technical, management, and other NSBE Professionals related positions and shall recommend policies regarding this interaction.
5. Shall attend all NSBE Board of Corporate Affiliate meetings representing NSBE Professionals.
6. Shall serve on the Technical Professional Conference Committee as the finance lead for fundraising activities.
7. Shall assist the National Professionals Chair Emeritus with compiling information for inclusion in the NSBE Professionals Annual Review.
8. Shall produce an official transition report at the close of the term of office.

**J. National Professionals Publicist**

1. Shall publish a Professionals Newsletter at least four times a year in either print or digital format.
2. Shall work with WHQ Marketing and Communications Team to identify external publications for partnerships and cross publications of technical content.
3. Shall work with the Professionals Communication Zone members to develop marketing and promotional materials in support of NSBE Professionals events. Including the Technical Professionals Conference at the Annual Convention and the Professional Development Conference.
4. Shall coordinate and promote the submission of content from the Professionals regions and Special Interest Groups to ensure publication guidelines are met and content inclusion in NSBE publications.
5. Shall develop mechanisms, in accordance with the National Publications Chair, to ensure the user of mass communication, print, and digital media to further the objectives of the organization.
6. Shall coordinate with the National Publications Chairperson to ensure that Professionals related information is included in the NSBE publications, including the NSBE Magazine and e-newsletters.
7. Shall prepare releases for advertising NSBE Professionals activities.
8. Shall make official statements for the NSBE Professionals with the approval fo the National Professionals Chairperson.
9. Shall ensure working relationships between NSBE Professional and the other organizations of mutual interest.
10. Shall work with the Standing Committees on advertising and marketing strategies of the interest to the NSBE Professionals committee, program or event.
11. Shall review NSBE Professionals materials, as needed, including conference booklets/programs, publications, presentations, speeches, and other mass media content, to ensure the proper use of the NSBE logo and other editorial concerns.



12. Shall identify new mass media and associated networks opportunities to enhance the NSBE Professionals brand.
13. Shall work with the National Professionals Secretary to maintain documentation of NSBE Professionals history.
14. Shall assist the National Professionals Chair Emeritus with preparing the NSBE Professionals Annual Review.
15. Shall produce an official transition report at the close of the term of office.

**K. National Professional Talent Development Chair**

1. Shall represent the PEB as a member of the National Leadership Institute committee.
2. Shall develop, implement and manage leadership, management, business training, and certification programs for NSBE Professional members.
3. Shall serve as a member on the Technical Professional Conference Planning Committee responsible for managing professional development content and courses.
4. Shall assist with standardization of leadership and professional development activities at all regional conferences and the Technical Professional Conference during Annual Convention.
5. Shall work with WHQ in developing alliances with other professional organizations.
6. Shall develop, initiate, and support national and regional programs to enhance the professional success of NSBE Professionals.
7. Shall work with the National Programs Chair to develop programs to prepare NSBE members for professional success in their careers.
8. Shall produce an official transition report at the close of the term of office.

**L. National Professionals Technical Excellence Chair**

1. Shall manage, develop, and promote technical excellence programs and training to increase the technical integrity of the NSBE Professionals.
2. Shall manage the NSBE Professionals Special Interest Groups (SIGs) activities and encourage Professional members to join and participate in SIGs.
3. Shall encourage Professional chapters to partner with SIGs to help execute SIG projects as chapter technical programs.
4. Shall identify Professional chapter technical excellence programs that can be national programs.
5. Shall develop alliances with other technical organizations.
6. Shall promote the overall technical activity and expertise of the NSBE Professionals.
7. Shall serve as a member of the TPC Planning Committee responsible for managing all technical related content and courses.
8. Shall assist and encourage NSBE Professionals members to pursue professional/technical licenses and certifications.
9. Shall produce an official transition report at the close of the term of office.

**M. National Professionals Pre-College Initiative Chair**

1. Shall represent the PEB as a member of the National PCI committee.
2. Shall work with the National Pre-College Initiative Chair to coordinate the establishment of NSBE Jr. chapters.
3. Shall serve as the head coordinator for the Try-Math-A-Lon Competition, which includes competitions on the national, regional, and local Professional chapter levels.
4. Shall coordinate and execute PCI programs sponsored by the NSBE Professionals.





5. Shall identify additional methods by which the NSBE Professionals can benefit the NSBE Jr. membership and shall recommend national and regional programs to accomplish this goal.
6. Shall develop and manage leadership training programs for NSBE Jr. members.
7. Shall assist with the execution of National PCI programs, as requested by the National PCI Chair.
8. Shall produce an official transition report at the close of the term of office.

**N. National Professionals College Initiative Chair**

1. Shall serve as the Professionals representative to the National Academic Excellence Committee.
2. Shall work with the National Programs Chair and National Academic Excellence Chair to develop and implement programs of academic benefit to community college, undergraduate and graduate NSBE members.
3. Shall develop, initiate, and promote activities to increase the interaction between Professional members and collegiate members (i.e., Members) at all levels of the Society.
4. Shall investigate and advocate opportunities for Professional members to pursue advanced degrees, graduate and post-doctoral research.
5. Shall develop programs to mentor NSBE Members on internship or co-op rotations at institutions with a Professional member presence.
6. Shall work with the National Professionals Charter/Membership Chair on NSBE graduating seniors' retention efforts.
7. Shall produce an official transition report at the close of the term of office.

**Section 2.**

The duties of the appointed offices are:

**A. National Professionals Technology Officer**

1. Shall develop and maintain the operation of the NSBE Professionals website.
2. Shall work with the Professionals Communications Zone members to ensure that NSBE Professionals communications are effectively using the NSBE Professionals website.
3. Shall provide insight, research, and recommendations regarding technologies required to effectively operate the organization.
4. Shall work with the National Communications Chair and the Director of Information Technology at WHQ to create web communication policies and to ensure that NSBE Professionals follows those policies and procedures.
5. Shall produce an official transition report at the close of the term of office.
6. Shall serve a two-year term.

**B. Technical Professional Conference Chair**

1. Shall act as chair of the Technical Professional Conference Planning Committee.
2. Shall serve as the Professionals representative on the Annual Convention Planning Committee (CPC) in the role of TPC Coordinator and as such shall fulfill the duties as described in the Convention Planning Committee Operational Guidelines.



3. Shall be subject to the orders of the NSBE Professionals membership and shall take no acts in conflict with decisions made by vote of the Professional membership or the goals and objectives of the National Society of Black Engineers.
4. Shall oversee all NSBE Professionals activities at the Annual Convention.
5. Shall ensure the coordination of programs, training, and other activities provided for the NSBE Professionals at regional and national conferences.
6. Shall produce an official transition report at the close of the term of office.

#### **C. Professional Development Conference Chair**

1. Shall lead and manage the Professional Development Conference Planning Committee.
2. Shall collaborate on program content and design with the National Professionals Development Chair and Regional Professionals Development Chair in the host region.
3. Shall report to the National Professionals Treasurer on conference financial matters.
4. Shall act as the lead conference coordinator when meeting with potential conference investors.
5. Shall assure all events and activities are in alignment with the Professionals Talent Development Plan and Professionals Strategic Goals.
6. Shall manage the entire conference from conception through execution.
7. Shall create a post conference report 30 days after the close of the conference.

### **ARTICLE X – Voting**

#### **Section 1.**

Each Professional Chapter in good standing is entitled to have two delegates at all meetings where a vote of the general membership is taken.

#### **Section 2.**

Each Professional Chapter delegate is entitled to one vote, unless only one delegate (in which case the delegate can cast both votes) represents the chapter.

#### **Section 3.**

Each Professional Chapter is entitled to cast two votes (via its two delegates) during the election of Professionals Executive Board members.

#### **Section 4.**

All members of the Professionals Executive Board, excluding the National Professionals Parliamentarian and the National Professionals Chair Emeritus have the right to vote during all board meetings.



## ARTICLE XI – Meetings

### Section 1.

There shall be regularly scheduled meetings as determined by the Professionals Executive Board.

### Section 2.

A quorum for transacting business at general meetings of the NSBE Professionals shall consist of no less than a simple majority of all members present at the meeting and a majority of the elected officers.

### Section 3.

A quorum for all transaction of Professionals business at the annual meeting of the National Society shall be:

- a. No less than two (2) Professionals Executive Officers; and
- b. No less than four (4) Regional Professionals Chairs; and
- c. No less than two (2) Professional members in good standing from any one (1) region of the National Society.

A quorum for the transaction of all business at Professionals Executive Board Meetings shall be ten voting members of the Professionals Executive Board. The quorum must include:

- a. No less than two (2) Professionals Executive Officers; and
- b. No less than two (2) Professionals Standing Committee Chairs; and
- c. No less than three (3) Regional Professionals Chairs.

## ARTICLE XII – Regions

### Section 1.

Each region shall have a Professionals Executive Board consisting of a chair and officers, and shall have operating guidelines approved by the Professionals Executive Board and filed as an official document of the NSBE Professionals.

### Section 2.

Regional Professionals Executive Boards shall serve as liaisons between its Professional chapters and the Professionals Executive Board and shall carry out the objectives of the NSBE Professionals.

## ARTICLE XIII – Chapters

### Section 1.

Chapters shall serve as the primary program vehicle for the members; programs should be in accordance with the objectives of the National Society.

### Section 2.

Each chapter shall have a chapter constitution to be filed as an official document of the NSBE Professionals at WHQ.

### Section 3.

Chapters must register annually with the National Society to be officially recognized as a chartered chapter.



### **ARTICLE XIV – Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the National Society in all cases to which they are applicable and in which they are not inconsistent with these operating guidelines and any special rules of order the National Society may adopt.

### **ARTICLE XV - Termination of Professionals Executive Board Members**

#### **Section 1.**

Any elected officer of the Professionals Executive Board may be impeached and removed from said position. Any PEB member seeking to terminate an elected officer of the Professionals Executive Board must adhere to the following impeachment process:

- a. Upon recommendation of the PEB member seeking to terminate an elected officer, the Chair shall prepare a statement of impeachment listing the NSBE Professionals Bylaws responsibilities that were not satisfied and/or accomplished. In the case where the Chair has been requested for removal, the Secretary will prepare the statement.
- b. The Chair, via e-mail (request a read receipt) with a cc: to the Professionals Secretary will send the charges against the elected board member. In the case where the Chair has been requested for removal, the Secretary will e-mail the statement.
- c. The elected board member must respond to the charges in writing to each voting Professionals Executive Board member within 5 business days of receipt of the impeachment request notice. The board member should prepare for the inquiry and rebuttal.
- d. The inquiry will be performed with the elected board member being impeached and the remaining elected board members.
- e. If the elected board member does not respond within 5 business days to the impeachment request notice, a vote by the Professionals Executive Board will automatically be taken.
- f. The impeachment shall be approved by the two-thirds affirmative vote of the remaining elected officers of the Professionals Executive Board.
- g. If the elected board member was not impeached, a follow up status of their obligations shall be addressed by the Professionals Executive Board at which time the impeachment process may be revisited after 15 days. In the event that the elected officer is impeached, the decision of the Professionals Executive Board is final.

#### **Section 2.**

Any appointed member of the Professionals Executive Board may be impeached and removed from said position. To terminate an appointed member of the Professionals Executive Board, the following impeachment process shall be followed:

- a. Upon recommendation of the PEB member seeking to terminate an appointed board member, the Chair shall prepare a statement of impeachment listing the responsibilities that were not satisfied and/or accomplished.
- b. The Chair via e-mail (request a read receipt) with a cc: to the Professionals Secretary will send the charges against the appointed board member, receipt requested.



- c. The appointed board member must respond to the charges in writing to each voting Professionals Executive Board member within 5 business days of receipt of the impeachment request notice. The appointed board member should prepare for the inquiry and rebuttal.
- d. The inquiry will be performed with the appointed board member being impeached and the elected board members.
- e. If the appointed board member does not respond within 5 business days to the impeachment request notice, a vote by the Professionals Executive Board will automatically be taken.
- f. The impeachment shall be approved by the affirmative vote of no less than two-thirds of the elected members of the Professionals Executive Board.
- g. If the appointed board member was not impeached, a follow up status of their obligations shall be addressed by the Professionals Executive Board at which time the impeachment process may be revisited after 15 days.
- h. In the event that the appointed member is impeached, the decision of the Professionals Executive Board is final.

### **Section 3.**

Any Regional Chair member of the Professionals Executive Board may be impeached and removed from said position. To terminate a Regional Chair member of the Professionals Executive Board, the following impeachment process shall be followed:

- a. The Professionals Chair shall prepare a statement of impeachment listing the responsibilities that were not satisfied and/or accomplished.
- b. The Professionals Chair via e-mail (request a read receipt) with a cc: to the Professionals Secretary will send the charges against the appointed board member, receipt requested
- c. The Regional Chair must respond to the charges in writing to each voting Professionals Executive Board member within 5 business days of receipt of the impeachment request notice. The Regional Chair member should prepare for the inquiry and rebuttal.
- d. The inquiry will be performed with the Regional Chair being impeached and the elected board members
- e. If the Regional Chair does not respond within 5 business days to the impeachment request notice, a vote by the Professionals Executive Board will automatically be taken.
- f. The impeachment shall be approved by the two-thirds affirmative vote of the remaining elected membership of the Professionals Executive Board.
- g. If the Regional Chair is not impeached, a follow up status of their obligations shall be addressed by the Professionals Executive Board at which time the impeachment process may be revisited after 15 days.
- h. In the event that the Regional Chair is impeached, the decision of the Professionals Executive Board is final.
- i. In the event the Regional Chair is impeached, they can still serve his/her term as the regional elected officer, but not as the Professionals Executive Board representative.
- j. The Regional Professionals Executive Board must supply an acceptable replacement to represent the Region on the Professionals Executive Board, and the replacement must be approved by a two-thirds vote of the elected Professionals Executive Board members



## ARTICLE XVI – Amendments

### Section 1.

The Professionals Bylaws shall be amended by:

- a. A two-thirds vote of the Professionals Executive Board, or
- b. A two-thirds vote of the delegates attending the Annual Convention

### Section 2.

- a. Amendments must be submitted in a written proposal to the Professionals Executive Board to be reviewed. The proposal must be clearly stated and justified.
- b. Upon changing the Professionals Bylaws, an updated copy must be sent to the National Parliamentarian for review by the National Executive Board and placement in the national archives.

## ARTICLE XVII – NSBE Professionals House of Delegates

### Section 1.

Per the national constitution, each chartered Professional chapter shall select two delegates to represent their chapter in regional and national business. These representatives will be known as Delegates, and the legislative body in which they will participate will be known as the National Society of Black Engineers Professionals House of Delegates and hereafter called the NSBE Professionals House of Delegates.

### Section 2.

House of Delegates – Officer Selection and Responsibilities

Each Regional Professionals House of Delegates shall select officers to facilitate its operations:

- a. Speaker of the House: Will preside over House sessions and represent the House to the Regional Professionals Executive Board, Regional Document Review Committee, general membership, and other appropriate entities within NSBE.
- b. Clerk of the House: Will maintain Delegate list servers, keep records of House legislative activities in conjunction with the Regional Professionals Secretary and National Professionals Parliamentarian, and issue House communications to the RPEB, Regional Parliamentarian, and other boards, committees, and entities within NSBE.
- c. Except as identified in these operating guidelines, Officers of the House of Delegates shall not serve as officers of the National Executive Board, Professionals Executive Board, Regional Professionals Executive Board or Regional Executive Board.
- d. All officers of the House of Delegates shall retain their right to vote.
- e. All House officers will be elected at the Annual Convention and shall follow the same term of office as the RPEB.
- f. If a House officer is separated from office for any reason, a replacement shall be elected by Delegate vote within one month of the separation. Electronic voting shall be permitted. The remaining officer shall preside over the election. If both officers are separated from office, the Regional Professionals Chair-Elect shall preside over the elections.

### Section 3.

The National Professionals Parliamentarian shall also be known as the National Speaker of the House, and shall coordinate the activities of the NSBE Professionals House of Delegates with the assistance of the six regional Speakers of the House.



#### **Section 4.**

The NSBE House of Delegates is hereby designed to make informed decisions on behalf of the Professional member of the National Society of Black Engineers.

- a. Delegates should make decisions with the consent of the chapter in which they represent.
- b. Delegates should communicate with their respective chapters before making decisions on behalf of the chapters.

#### **Section 5.**

##### **Delegate Selection**

- a. Chapter Delegates shall be selected by the Professional chapters they represent.
- b. Delegates must be members in good standing.
- c. Affiliate members may not serve in the position of Delegate per Article III, Section 2b of the NSBE Constitution.
- d. Chapter Delegates should be selected at the time new officers are elected at the chapter in order to serve the entire term.
- e. Chapters will be responsible for submitting Delegate names prior to the Regional Leadership Conference.

#### **Section 6.**

##### **Delegate Meeting at Regional Conferences**

There shall be designated House legislative sessions at all Regional Conferences at a time and place determined by the Regional Professionals Executive Board.

- a. The first Regional meeting of an operational year, Regional Leadership Conference, shall include time to provide legislative training for delegates, including but not limited to parliamentary procedure, NSBE operating procedures and governing documents.
- b. All Regional meetings shall include House of Delegates legislative sessions for the purpose of addressing current issues within the organization.
- c. RPEB members are required to ensure proper RPEB attendance at designated House legislative sessions to meet quorum requirements for delegate activity.

NSBE Delegates will be provided with the following prior to House of Delegates legislative sessions, and shall have the following responsibilities during the Regional Conference:

- a. All changes to National Society Governing Documents since the previous Delegate meeting. Governing Documents include: NSBE Constitution, NSBE Bylaws, Professionals Bylaws, Regional Bylaws, Regional Professionals Bylaws, and all other official NSBE governing documents.
- b. Any proposals presented by any Professionals chapter within the Region for discussion.
- c. The agenda of House legislative sessions is the responsibility of the Speaker of the House.
- d. Delegates shall cast votes in their individual regional meetings on behalf of their chapter.

#### **Section 7.**

##### **Delegate Meeting at Annual Convention**

NSBE Delegates shall have the following responsibilities during the Annual Convention:



- a. Delegates should be present at all NSBE General Sessions and will sit in the section designated for chapter Delegates. Delegates shall be given notice of the time of the general sessions prior to Annual Convention.
- b. Delegates should be present at all National Forums and will sit in the section designated for chapter Delegates. Delegates shall be given notice of the time of the National Forums prior to Annual Convention.
- c. Delegates should be present at all ad-hoc business sessions called by the National Professionals Executive Board.
- d. The Delegates shall cast votes in the National Professionals election on behalf of their chapters.