

**THE ANALYSIS SUBSECTION
OF THE ISA HOUSTON SECTION
BYLAWS**

ARTICLE I - NAME

The name of this organization is THE ISA HOUSTON ANALYSIS SUBSECTION. Hereinafter the organization shall be referred to as the "SUBSECTION". The ISA HOUSTON SECTION is hereinafter referred to as the "SECTION". The INTERNATIONAL SOCIETY FOR MEASUREMENT & CONTROL is hereinafter referred to as the "SOCIETY".

ARTICLE II - OBJECTIVES

The purpose of the SUBSECTION is to advance the arts and sciences related to the theory, design, manufacture and use of instruments and controls in the various sciences and technologies.

The SUBSECTION is organized and operated exclusively for educational, scientific and other non-profit purposes, and no part of any net earnings shall inure to the benefit of any private member.

ARTICLE III - POLICIES

1. The SUBSECTION's Bylaws shall not be in conflict with the Bylaws of the SECTION or SOCIETY or the Manual of Operating Procedures of the SOCIETY. The SUBSECTION and members of the SUBSECTION shall abide by the Bylaws of the SUBSECTION.
2. The SUBSECTION may promote its objectives by holding technical meetings, by conducting educational programs, and by other such means for the dissemination of knowledge concerning instrumentation.
3. Neither the SUBSECTION, nor its officers, nor members of the SOCIETY shall engage in any attempt to influence the course of legislation, whether Federal, State or Local, on behalf of, or as a representative of, the SOCIETY or its SECTIONS by political activities, expenditure of funds, or propaganda.
4. Notwithstanding any other provisions of the Bylaws, the SUBSECTION shall not conduct or carry on any activities not permitted an organization which is exempt under SECTION 501(c)(3) of the United States Internal Revenue Code and its regulations as they now exist or as they may be amended.
5. The SUBSECTION shall maintain affiliation with the SOCIETY.

ARTICLE IV - MEMBERSHIP

The voting membership of the SUBSECTION shall consist of members of the SOCIETY and ANALYSIS DIVISION who desire to affiliate with the SUBSECTION.

ARTICLE V - GOVERNMENT

1. General Policies of the SUBSECTION shall be controlled by the Board of Directors through its powers to initiate changes to these Bylaws, establish budget policies and to review the Annual Reports of the Officers.
2. The determination of operating policies and the control of the affairs, property and funds of the SUBSECTION shall be vested in the Board of Directors, except as may be otherwise provided by these Bylaws.
3. All major actions, decisions and programs of the individual Officers and Directors shall be subject to approval of the Board of Directors.
4. All questions coming before the SUBSECTION, its governing body and SUBSECTIONs, shall be decided by a majority of the votes cast, except as otherwise provided by these Bylaws.
5. Ballots shall be used in the election of Officers. When there is only one nominee for an office, a motion to elect by acclamation is in order.
6. All Members not in arrears for dues and otherwise in good standing, may participate in the discussions or proceedings of any of the regular, annual or special meetings of the SUBSECTION and may vote on all questions in such meetings. Each member is entitled to one vote on such matters.
7. Affiliated members of the SUBSECTION whose primary membership is in another DIVISION or SUBSECTION of the SOCIETY, and STUDENT MEMBERS shall have no voting power in this SUBSECTION.

ARTICLE VI - OFFICERS AND CHAIRMAN

1- OFFICERS

The Officers of the SUBSECTION shall consist of the following:

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|-----------------------|-------------------------|
| CHAIRMAN | MEMBERSHIP CHAIRMAN |
| VICE CHAIRMAN | NEWSLETTER EDITOR |
| SECRETARY/TREASURER | IMMEDIATE PAST CHAIRMAN |
| PROGRAM CHAIRMAN | PUBLICITY CHAIRMAN |
| VICE PROGRAM CHAIRMAN | ACTIVITIES CHAIRMAN |

2- DIRECTORS

The Board of Directors of the SUBSECTION shall be Officers listed in Article VI. SECTION 1.

ARTICLE VII - DUTIES OF OFFICERS AND CHAIRMAN

1 - CHAIRMAN

It shall be the duty of the Chairman of the SUBSECTION to preside at all meetings of the SUBSECTION and Board of Directors. He shall call special meetings, appoint special representatives with approval of the Board of Directors, have general supervision over all matters pertaining to the SUBSECTION, coordinate with the DIVISION, and perform such other duties as may be required.

2 - VICE CHAIRMAN

It shall be the duty of the Vice Chairman to assist the Chairman in the performance of his duties and officiate for him in his absence. The Vice Chairman shall have supervision over SUBSECTION representatives to engineering societies and other organizations outside the SUBSECTION in which the SUBSECTION participates and shall report for these representatives to the Board of Directors.

3 - SECRETARY

It shall be the duty of the Secretary to keep correct minutes of all meetings of the SUBSECTION and Board of Directors. He shall attend to all correspondence, subject to the approval of the Board of Directors. He shall also send notices of Board of Directors meetings to each member of that Board. He shall maintain files of the minutes and correspondence, passing these to his successor.

4 - TREASURER

It shall be the duty of the Treasurer to keep correct accounts for the SUBSECTION from any sources. He shall at such time as the Board Directors may direct, present for examination all books, papers, records and vouchers that may be necessary for proper auditing of the accounts. He shall present at each regular meeting of the Board of Directors, a Financial Statement giving an itemized account of receipts, disbursements, and balances. He shall present a yearly report to the SECTION Treasurer.

5 - PROGRAM CHAIRMAN

It shall be the duty of the Program Chairman to make all necessary arrangements for the regular SUBSECTION meetings and any special meetings.

6 - VICE PROGRAM CHAIRMAN

The Vice Program Chairman shall assist the Program Chairman in the execution of his duties.

7 - MEMBERSHIP CHAIRMAN

The Membership Chairman shall pursue a continuing program to maintain and increase the membership of the SUBSECTION. He shall maintain a current membership roster of the SUBSECTION.

8 - NEWSLETTER EDITOR

The Newsletter Editor shall be responsible for obtaining publicity for the SUBSECTION and correspondence to members. The Newsletter Editor shall be Editorial Director for the SUBSECTION Newsletter and Coordinator of the publishing and printing activities of the SUBSECTION. He shall assure that notices of regular meetings are sent to each member.

9 - IMMEDIATE PAST CHAIRMAN

The Immediate Past Chairman shall be Chairman of the Nominating Committee.

10 - PUBLICITY CHAIRMAN

The Publicity Chairman shall be responsible for obtaining publicity for the SUBSECTION and correspondence to members via electronic media. The Publicity Chairman shall be Editorial Director for the SUBSECTION and Coordinator of the functioning of electronic media of the SUBSECTION. He shall assure that notices of regular meetings are available to each member.

11 - ACTIVITIES CHAIRMAN

The Activities Chairman shall coordinate all fund raising activities of the SUBSECTION.

ARTICLE VIII - ELECTION OF OFFICERS

1. The Annual Election of officers and directors shall be held in DECEMBER and elected and appointed officers shall assume office JANUARY 1.
2. The officers shall be elected biannually and shall hold office for two (2) years.
3. At least two (2) months prior to the annual election meeting, the Chairman shall appoint two (2) members to the Nominating Committee to assist the Nominating SUBSECTION Chairman. The Nominating SUBSECTION Chairman shall be the immediate Past Chairman. The Nominating Committee, by Majority vote, shall select a slate of officer candidates and secure from each candidate a statement signifying his willingness to be nominated and to serve if elected. At the regular meeting immediately preceding the election meeting, the Nominating Committee shall make its report to the SUBSECTION and present the slate of candidates nominated for each office.
4. The officers shall have been members of the SUBSECTION in good standing for at least 1 year prior to their election to office.
5. The Chairman shall not succeed himself in the same office.

6. At the election meeting nominations of qualified members, in addition to those presented by the Nominating Committee, will be accepted from the floor, provided the member nominee signifies his willingness to serve if elected.

7. The written announcement of the annual election meeting shall specify that the election will be held and shall include the slate of candidates as determined at the meeting preceding the election.

8. Any office of the SUBSECTION, except Chairman, becoming vacant during its regular term shall be filled by a majority vote of the Board of Directors until the next regular election for said office. The Chairman's Office becoming vacant during its regular term, shall be filled by the Vice Chairman.

ARTICLE IX - FINANCE

1. The fiscal year shall be from July 1st to June 30th.

2. At the beginning of the fiscal year the Board of Directors shall review the proposed budget, as prepared by the Treasurer, and establish a budget for that fiscal year.

3. All instruments for the payment of money by the SUBSECTION shall be drawn in the name of the SUBSECTION.

4. Members of the SUBSECTION Board of Directors shall not receive compensation in any form for services rendered.

ARTICLE X - MEETING

1. Meetings of the SUBSECTION shall be held regularly. A quorum shall be considered to exist, for the purpose of conducting business, of qualified voting members present at the meeting.

2. Meetings of the Board of Directors shall be held regularly or at any time at the call of the Chairman. Four (4) members of the Board of Directors may also call a meeting. Five (5) members of the Board of Directors shall constitute a quorum for the transaction of business.

ARTICLE XI - COMMITTEES

1. Each Officer may appoint one or more Committees to assist him in the execution of his duties.

2. Committee reports to the Board of Directors shall be made by the officer in charge of the Committee, or in his absence, his delegated substitute.

3. When deemed advisable by the Chairman, the Chairman of special Committees shall attend the Board of Directors meeting to present the Committee report.

**ARTICLE XII - TERMINATION OF MEMBERSHIP AND
DISSOLUTION OF SUBSECTION**

1. Any member whose SOCIETY membership has been duly terminated by the SOCIETY, according to the provisions of the SOCIETY's Bylaws, shall have his SUBSECTION membership automatically terminated.
2. The SECTION Board of Directors may dissolve any SUBSECTION for cause.

ARTICLE XIII - IMPEACHMENT OF OFFICERS

Any Officer or Board Member may be impeached by the following procedure:

- (a) Impeachment may be originated by any member's complaint in writing to the Board of Directors.
- (b) The impugned Officer shall be heard by the Board of Directors after due notice, after which the Board of Directors may submit the matter to the SUBSECTION membership for disposition at a regular meeting.
- (c) Subsequent to the provisions of Article XIII, SECTION 1b, an officer may be removed from office by a two-thirds (2/3) vote of the qualified voting members present.

ARTICLE XIV - AMENDMENTS TO BYLAWS

These Bylaws may be amended by a two-thirds (2/3) vote of the qualified voting members present. A proposed amendment shall be published with the announcement of the regular meeting at which the vote is to be taken. The proposed amendment should also be read at the preceding regular meeting.

ARTICLE XV - UNDEFINED POINTS

Any points not covered in these Bylaws or the SECTION's Bylaws shall be governed by Robert's Rules of Order Newly Revised.

Revised and Approved 12/15/1999