



**CONSTITUTION AND BYLAWS**  
of the  
**American Society for Engineering Management**  
*(last revised November 2021))*

# CONSTITUTION

## **ARTICLE I - NAME AND LOCATION**

### **Section 1.**

The name of this organization is the American Society for Engineering Management (ASEM), hereinafter termed the SOCIETY.

### **Section 2.**

The headquarters of the SOCIETY shall be as provided in the Bylaws.

## **ARTICLE II - OBJECTIVES**

The objectives of this SOCIETY are to:

- Advance management of science, engineering, and technical professionals in theory and in practice, *(Spring, 2020)*
- Deleted *(Spring 2020)*
- Promote the development of the profession of Engineering Management, and
- Serve the public interest. *(Dec 1, 2013)*

## **ARTICLE III - MEMBERSHIP**

### **Section 1.**

The members of this SOCIETY shall be those individuals who are interested in the objectives of the SOCIETY and who meet the requirements for membership as provided in the Bylaws. *(March 18, 2000, Spring 2020)*

### **Section 2.**

Applicants for membership shall be elected only as provided in the Bylaws.

### **Section 3.**

Any firm, association, or corporation or a subdivision of any such may become a CORPORATE PARTNER of the SOCIETY under the conditions and with the rights specified in the Bylaws. *(October 20, 2017)*

### **Section 4.**

Members of any classification may be dropped from membership for nonpayment of dues or for conduct that tends to injure the SOCIETY or to affect adversely its reputation or which is contrary to, or destructive to its objectives. *(Spring, 2020)*

### **Section 5.**

**Deleted** *(Spring, 2020)*

## **ARTICLE IV OFFICERS**

### **Section 1.**

The officers of the SOCIETY shall be a President, a President-elect, a Secretary, a Treasurer, Treasurer-elect and an Immediate Past President. *(June 1, 1986; October 11, 1991; December 1, 2013)*

## **Section 2.**

The duties of the President, the President-elect, the Secretary, and the Treasurer shall be such as usually pertain to the offices they hold as herein prescribed, or as otherwise directed by the Board of Directors. *(October 11, 1991)*

## **Section 3.**

(a) The President and the President-elect shall take office at the close of the annual meeting and shall hold office until the close of the next annual meeting or until their successors qualify. *(May 15, 1980)*

(b) The President-elect shall succeed to the presidency at the expiration of the President's term of office or to fill a vacancy in the office of the President occurring during the President-elect's term of office. *(October 11, 1991)*

(c) The Secretary shall succeed to the position of President-elect at the expiration of the President-elect's term of office or to fill a vacancy in the office of President-elect occurring during the Secretary's term of Office. *(March 18, 2000)*

(d) The Treasurer shall serve a three year term and is eligible for reelection to a second three year term. The Treasurer-elect shall serve under the guidance of the Treasurer and will succeed to the full office after one year's service under the guidance of the Treasurer. A Treasurer-elect will be elected in the terminal year (either second or fifth of a Treasurer's term. *(December 1, 2013; October 18, 2017)*

(e) If succession is not possible or if an officer is unable to fulfill the term for any reason, vacancies will be filled by special election called by the officers of the SOCIETY. *(December 1, 2013)*

## **Section 4.**

(a) The Board of Directors of the SOCIETY shall take the necessary action to provide for the day-to-day operation and management of the SOCIETY through the establishment of an Executive Office/SOCIETY Headquarters and the appointment of a principal administrative official. The principal administrative official shall coordinate the staff operations of the Executive Office/SOCIETY Headquarters, and shall perform such other functions as are delegated by the Board of Directors and/or Executive Committee, under direction and guidance of the President. *(October 11, 1991)*

(b) The principal administrative official will hold the title of Executive Director. *(October 11, 1991; October 18, 2017)*

(c) Board of Directors shall determine the salaries, if any, that will be paid to the Executive Director and other staff of the Society. *(October 18, 2017)*

## **ARTICLE V - THE BOARD OF DIRECTORS**

### **Section 1.**

The President, President-elect, the Immediate Past President, the Secretary, the Treasurer, International and Regional Directors, Functional Directors and Student Directors (2) shall constitute the Board of Directors of the SOCIETY. *(June 1, 1986; October 11, 1991; January 31, 2011; March 5, 2011; December 1, 2013, Spring, 2020, November 2021)*

### **Section 2.**

The Board of Directors shall hold at least one meeting per month and shall hold additional meetings on reasonable notice upon the call of the President of the SOCIETY or upon the written request of any four members of the Board of Directors. The President shall preside over meetings of the Board of Directors. *(June 1, 1986; October 11, 1991, Spring, 2020)*

### **Section 3.**

The Board of Directors shall determine the salaries, if any, which shall be paid to the officers of the SOCIETY, but no officer shall vote on any question involving their own salary. *(October 11, 1991)*

#### **Section 4.**

(a) The Officers of the SOCIETY (President, President-elect, Secretary, Treasurer, Treasurer– elect, and Immediate Past President), with the Executive Director and Associate Executive Director shall be the Executive Committee of the SOCIETY; in addition, the Board of Directors may elect up to two additional Board of Director members as at-large members of the Executive Committee. The Executive Committee shall have full power to act for the Board of Directors between Board meetings. *(October 11, 1991; December 1, 2013)*

(b) The Board of Directors may provide for any committees as it deems necessary to aid in the performance of its functions. *(November, 2021)*

(c) The Executive Director is the principal administrative official of the SOCIETY. The Executive Director will retain primary responsibilities for the day-to-day operation of the SOCIETY. The Executive Director shall be selected by the Executive committee and appointed by the Board of Directors. *(Spring, 2020)*

(d) The Board of Directors may establish (an) Associate Executive Director(s) to aid and assist the principal administrative official in the performance of his/her duties. Associate Executive Director(s) are appointed by the Board of Directors to serve at the pleasure of the Executive Director. *(December 1, 2013 Spring, 2020, November, 2021)*

(e) In the event the Executive Director is unable perform assigned duties, the Associate Executive Director, will, at the direction of the SOCIETY's officers, assume full responsibility for the day-to-day operation of the SOCIETY until such time as the Executive Director can assume responsibility or an Executive Director is appointed by the Board of Directors of the SOCIETY. *(Spring, 2020)*

#### **Section 5.**

(a) The appointment of Directors shall begin at an annual SOCIETY meeting and shall normally be for three years with the exception of Student Directors whose term will be for one year. *(January 31, 2011; March 5, 2011, Spring 2020, November, 2021)*

(b) No Director shall serve more than a total of two consecutive terms. After the second term a Director shall not be eligible for reappointment until a period of one year has elapsed. *(March 5, 2011, Spring 2020, November, 2021)*

(c) Deleted. *(Spring, 2020)*

(d) Deleted. *(Spring 2020)*

(e) Directors and officers must be current members and forfeit office if dues are more than 30 days in arrears. *(November 2021)*

(f) Student Directors will be selected from student chapter presidents, 2 per year on a rotating basis such that each student chapter has representation on the board before a student chapter repeats. *(November 2021)* Requirements for student Director: *(November 2021)*

(1) Current undergraduate or graduate student not anticipating graduating within 12 months *(November 2021)*

(g) the duties of directors shall be delineated in the ASEM Policy Manual. *(November 2021)*

#### **ARTICLE VI - MANNER OF ELECTION Section 1.**

(a) The Secretary and Treasurer-elect shall be elected by the membership of the SOCIETY as provided in the Bylaws. *(October 11, 1991, Spring 2020)*

(b) Directors shall be appointed by the president and approved by the board of directors. *(Spring, 2020)*

(c) Deleted. *(January 31, 2011; Spring, 2020)*

(d) Deleted. *(Spring, 2020)*

(e) Deleted. *(June 1, 1986; Spring 2020)*

**Section 2.**

Nominations for Secretary and Treasurer-elect, shall be made as provided in the Bylaws. *(June 1, 1986; October 11, 1991; March 18, 2000; January 31, 2011; Spring 2020)*

**Section 3.**

All vacancies shall be filled as provided in the Bylaws unless otherwise provided in the Constitution.

**ARTICLE VII - PUBLICATIONS**

**Section 1.**

The SOCIETY shall issue or sponsor such publications as in the judgment of the Board of Directors will best carry out the SOCIETY'S objectives.

**Section 2.**

Editors of publications issued by the SOCIETY shall be appointed by the President and approved by the Board of Directors. *(October 11, 1991)*

**ARTICLE VIII - MEETINGS OF THE SOCIETY**

**Section 1.**

The SOCIETY shall hold one annual meeting and such other meetings as are necessary to carry out its objectives.

**Section 2.**

(a) The place, day and hour of the annual meeting shall be fixed by the Board of Directors with written, printed or electronic notice given to each member of the SOCIETY. *(Spring 2020)*

(b) For any meeting other than the annual meetings, written, printed, or electronic notification stating the purpose(s), place, day and hour of the meeting shall be delivered not less than five nor more than forty days before the day of the meetings, either written, printed or electronically by, or at, the direction of the President, Secretary, or the officers, or persons calling the meeting, to each member entitled to vote at such meeting. *(Spring 2020)*

(c) At any meeting of the SOCIETY a quorum shall be as provided in the Bylaws but not less than fifteen (15) members.

**ARTICLE IX - FINANCES**

**Section 1.**

Each member of the SOCIETY shall pay dues as provided in the Bylaws.

**Section 2.**

The financial year of the SOCIETY shall be from January 1 to December 31, inclusive.

**ARTICLE X - BYLAWS**

**Section 1.**

The Board of Directors shall make such Bylaws not in conflict with this Constitution as may be necessary for the proper government of the SOCIETY.

**Section 2.**

The Bylaws may be amended by the Board in the manner provided in the Bylaws.

**ARTICLE XI - AMENDMENTS TO THE CONSTITUTION**

The Constitution may be amended in the following manner:

**Section 1.**

Any petition for amendments of this Constitution and the reasons therefore shall be submitted in writing to the Board of Directors with no fewer than the signatures of fifteen (15) members in good standing of the SOCIETY or bearing the signatures of the majority of the entire Board of Directors. *(January 28, 1985; Spring 2020)*

**Section 2.**

Each petition for amendment must be ratified by ballot with two-thirds (2/3) of the members who return ballots voting in favor of the proposal. *(December 1, 2013)*