

OPERATING PROCEDURES

OP No. 1 - MEMBERSHIP

- Section 1. Membership applications may be received at either the state Society or NSPE. If submitted to the state Society, the executive director or secretary will review the application for eligibility and, if eligible, the application will be forwarded to NSPE.
- Section 2. Membership in the Society imposes the obligation to uphold the honor and dignity of the engineering profession. It is therefore required of members to be familiar with ethical and legal standards, to observe them, to aid in preventing violations by others and to be familiar with the Society's policies and procedures relating to handling of alleged violations.
- Section 3. Violation of the Society Bylaws, NSPE Bylaws or of the Code of Ethics, or criminal conviction shall be considered as just cause for discipline as hereinafter provided.
- Section 4. A Fellow Member of MSPE shall be a professional engineer member of recognized high character with distinguished engineering achievements and who shall be elected Fellow only as determined by the Assembly of Fellows, with consent of the Board.

The MSPE Assembly of Fellows shall consist of all living individuals who remain members in good standing that have been previously approved by the Assembly of Fellows, and shall adopt any other Bylaws and / or Operating Procedures as deemed necessary to fulfill their required function. A Fellow Member of MSPE may use a designation of "F.MSPE" in their title.

- Section 5. The Board of Directors may create additional membership categories including, but not limited to, Associate Member or Corporate Member, that do not include voting rights as needed and desired for the benefit of the Society. The dues of such additional membership categories shall be collected solely for the use of the Society in implementation of the Society's stated goals.

OP No. 2 - DUES

- Section 1. The NSPE Board of Directors shall set the annual dues for membership in the Society. The Board shall determine the portion of dues shared with chapters and interest groups.
- Section 2. NSPE shall collect annual dues, unless directed otherwise by the Board of the state Society. If the Society or chapter collects dues, the appropriate state official shall transmit to NSPE the national dues collected for that organization, on a monthly basis.
- Section 3. If the dues of any member remain unpaid on the due date, said member shall be listed as "delinquent" and shall be dropped from the membership rolls of the Society if unpaid for a period of 90 days. Payment of delinquent dues must accompany the request of such person for readmission for the current year.
- Section 4. A member shall become eligible for Honorary, Life or Retired membership status, with waiver or reduction of dues after meeting the requirements as set forth by the NSPE Bylaws.
- Section 5. Dues may be waived for a period of one year in hardship circumstances, including unemployment. The member's State Society and the NSPE Executive Director shall approve application for a waiver of dues. Such application, if approved by the Society, shall be submitted to NSPE for approval of the waiver of any NSPE dues.

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Section 6. Upon receipt of a bachelor's degree in engineering, Student Members in good standing shall be advanced without filing an application to the next higher membership grade for which qualified, except that graduate students may retain Student Membership by written request to the Society.

OP No. 3 - FISCAL AND ADMINISTRATIVE YEARS

Section 1. The fiscal year of the Society shall be from January 1 through December 31 (unless state law required a different interval).

Section 2. The administrative year of the Society shall be from July 1 through June 30 (unless state law requires a different interval).

OP No. 4 – CHAPTERS

Section 1. A chapter may organize within the provisions of the Bylaws of the Society and may, upon application, receive a charter from the Society and then be known as a chapter of the Society.

Section 2. A charter may be issued upon approval of an application by the Board and shall be signed by the president and the secretary of the Society.

Section 3. In advance of the Society's Annual Meeting, each chapter shall elect officers and directors as required. The secretary of each chapter shall send a report of such election results to the secretary of the Society at least 10 days prior to the date fixed for the Annual Meeting.

Section 4. Chapters shall be wholly responsible for complying with the reporting requirements of the Internal Revenue Service (IRS) as well as other applicability regulatory agencies. Failure to do so in a timely fashion will be sufficient cause for revocation of the chapter charter by the Society.

Section 5. Chapters may raise money for scholarships independent of the Society's scholarships and shall establish written procedures for administering funds and maintaining tax-exempt status, and such procedures shall be filed with the secretary.

Section 6. The Board may authorize and issue charters for student chapters at approved and Accreditation Board for Engineering and Technology (ABET) accredited engineering colleges or institutes of technology. Rules and regulations for the organization and operation of student chapters shall be determined by the Board and shall be designated according to the policies of NSPE.

- a. Each student chapter shall have a faculty adviser who shall wherever possible be a member of the Society. The student chapter adviser shall be appointed by the Society, through the local chapter concerned, on the recommendation of the dean of the college or school involved.
- b. Each student chapter shall have a liaison officer from the sponsoring chapter who shall not be directly affiliated with the college or school involved. The sponsoring chapter shall appoint the liaison officer.

OP No. 5 - AFFILIATED GROUPS

Section 1. Affiliated groups may be established with approval of the Board. The purpose of such affiliations shall be to assist in promoting the best interests of the professional engineer and the Society and shall be defined in a charter agreement establishing the affiliation. The affiliated group shall be responsible to the Board for fulfilling the actions defined in the charter.

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OP No. 6 - BOARD OF DIRECTORS

- Section 1. The Board of Directors shall have the direction and general supervision of all matters pertaining to the Society. It shall adopt and monitor a budget and cause the accounts of the treasurer to be audited not less than once a year.
- Section 2. The Board shall provide for and superintend the publication and distribution of all proceedings or transactions of the Society and shall have authority to appoint an editor and publish an official periodical for the Society, in either print, electronic, or internet form.
- Section 3. The Board shall be empowered to invest and reinvest such funds as may be available for the creation of a reserve fund. A three-fourths vote of the Board shall be required to authorize expenditures from this fund, which are other than for investment or reinvestment.
- Section 4. Board designees, particularly the vice presidents elected based on regional distribution, shall maintain regular contact with chapters within their designated region.
- Section 5. The Board shall hold a regular meeting at the time of the Annual Meeting and at least six total meetings per administrative year. It shall hold special meetings at the call of the president or on the petition of 25 percent of the directors.
- Section 6. A notice of each meeting of the Board shall be transmitted in writing, which may include electronic means, to each member of the Board at least seven calendar days prior to the scheduled date thereof. An agenda and copy of each report and resolution, which are to be considered at such meetings, shall accompany the notice of the meeting and no other matters shall be considered at such meetings without the consent of the majority of the members of the Board in attendance.
- Section 7. All written business correspondence that is intended to represent or could be reasonably construed as representing the positions or interests of the Society that is prepared by the Board and / or the Executive Director shall be peer-reviewed by at least one other Board member. Disputes shall be referred to the Board for resolution.

OP No. 7 - BALLOTS OF THE BOARD

- Section 1. The president may at any time direct the secretary to submit any question to the members of the Board by means of a letter or electronic ballot.
- Section 2. Upon direction of the majority of the members of the Board present at any meeting, where less than all members of the Board are present, the secretary shall submit any question to the members of the Board by means of a letter or electronic ballot.
- Section 3. In the event of any meeting at which less than all members of the Board are present and the majority vote on any question constitutes less than a majority of all members of the Board, any member of the Board may direct the secretary to submit the question to all members of the Board by means of a letter or electronic ballot.
- Section 4. A majority of all votes received within 15 days of the mailing of the ballots shall decide the question, provided votes are received from at least two-thirds of the total membership of the Board.
- Section 5. The secretary shall record as a part of the minutes of the appropriate meeting the data concerning each letter ballot, including the dates of the mailing and the return of the ballots, and the names and votes of

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all members voting. The secretary shall notify all members of the Board of the results within three weeks of the date of the original action.

OP No. 8 – ELECTIONS

- Section 1. A Nominating Committee shall be constituted on or before December 1 of the administrative year. The committee shall be proposed by the president, chaired by the immediate past president, and approved by the Board. The Nominating Committee shall solicit candidates for office from the chapters and membership-at-large by contacting each organization's leadership and notifying the membership through the state publication.
- Section 2. Any member can submit nominations to the Nominating Committee for consideration. Nominations may be submitted to the secretary or directly to the Nominating Committee. The nomination shall contain the name of the member being nominated along with a brief description of the member's biography. Endorsements and testimonials of the member's capabilities to fulfill the duties of the office for which they are being nominated for shall be encouraged. A member may be self-nominated for an office.
- Section 3. The Nominating Committee shall review the nominations for each office and consider whether candidates are qualified. They may contact the candidate or others who may be familiar with the candidate's qualifications and capabilities to determine whether they are capable of serving in the office for which they are nominated. The Nominating Committee shall report all qualified candidates for each office to the secretary for inclusion on the official ballot for voting, not later than April 1.
- Section 4. A valid ballot shall be one, which is reviewed and approved by the Board, and is distributed electronically to all eligible voting members no later than April 15. All votes from the membership must be submitted on the electronic ballot no later than April 30.
- Section 5. Once the date for submission has passed, the Executive Director shall promptly deliver the results to the nominating Committee prior to the Annual Meeting of the Society. The nominee with the highest number of votes for each position will be listed on the Teller's Report, which will be presented by the Nominating Committee for a vote at the Annual Meeting.
- Section 6. The election of chapter officers shall be completed at least 10 days prior to the Annual Meeting each year. They shall assume their duties on the first day of the administrative year and shall hold office until their respective successors assume such duties. The procedures for electing chapter officers shall be established in the chapter bylaws.

OP No. 9 – OFFICERS

- Section 1. President -- The president shall preside at all meetings of the Society and of the Board of Directors; shall be, ex-officio, a member of all committees; shall appoint chairs and members of all committees; and have general direction of the business of the Society. The President shall exercise supervision over the operations of the executive director, and keep the Board apprised concerning that position.
- Section 2. President-Elect -- The president-elect shall act as president in the president's absence and shall undertake assignments at the request of the president or the Board. The principal activity of the president-elect shall be an assessment of the Society, and the development of plans for the following year.
- Section 3. Vice Presidents -- The vice presidents shall have such duties as the president or Board may assign. In the absence of, or in case of the inability of the president and president-elect to serve, it shall be the duty of one of the vice presidents to perform all the duties of the president. The selection of which vice-president

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shall assume the duties of the president shall be determined by a majority vote of the Board. The vice presidents elected by regional distribution shall be responsible for maintaining contact with the chapters and / or at-large members assigned to their territory, shall provide regular reports to the Board as to their activities, and shall advocate on their behalf as appropriate to the Board when requested.

- Section 4. Treasurer -- It shall be the duty of the treasurer to protect all money and records of account of the Society, make an annual report of receipts and disbursements to the Society; give such security, to secure the faithful discharge of duties as may be determined from time to time by the Board. The fee for security shall be paid out of the treasury of the Society. At the expiration of the term of office, all books, papers, and money belonging to the Society shall be turned over to the successor treasurer, who shall give the preceding treasurer a receipt acknowledging the transfer.
- Section 5. Secretary -- The secretary shall review proper proceedings of meetings and perform such duties as are required by law, assigned by the Board, or as otherwise delineated in the Bylaws and Operating Procedures.
- Section 6. Past President – The past president shall be the most immediate available past president, and shall attend Board meetings, chair the Nominating Committee, and shall perform any other duties as may be required by the Bylaws and Operating Procedures and as delegated by the president.
- Section 7. NSPE Delegate –The Delegate to the House of Delegates shall attend and represent the Society at the NSPE House of Delegates Assembly and represent the Society in all other matters of the House of Delegates. The Delegate shall report actions taken by the House of Delegates to the Society Board of Directors and shall consult with the Board of Directors on a regular basis to properly represent the wishes of the Society before the House of Delegates.

OP No. 10 – COMMITTEES

- Section 1. The Standing Committees of the Society shall be as set forth by the Board. The following committees should be considered as standing committees:
- Legislative and Government Affairs
 - Ethics and Practices
 - Membership
 - Budget and Finance
 - Nominating
 - MATHCOUNTS
 - Bylaws and Operating Procedures
 - Personnel
 - Scholarship
 - Education
 - Awards
 - Building Fund Advisory
- Section 2. Each of the standing committees shall consist of members appointed annually by the president, who shall also designate the chair of each committee. Non-members may be invited to participate on committees by Committee Leadership.
- Section 3. Each standing committee shall inform the Board of its activities in advance of each Board meeting, or as otherwise directed by the president.
- Section 4. The president shall appoint such other special committees as may be desirable for the conduct of the business of the Society.

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Section 5. No committee shall commit the Society without specific authorization from the Board.

OP No. 11 - INTEREST GROUPS – RESERVED

OP No. 12 – NEW PROFESSIONALS COMMUNITY (NPC)

Section 1. The NPC shall be a forum for New Professionals to provide the state and region input on issues of interest and concern to the NPC. The NPC shall be composed of Newly Licensed Professionals (who have had their first professional engineers license for five years or less) that are members of MSPE.

Section 2. The president, executive director, and/or Membership Committee Chair shall establish a list of members from active membership rolls that are eligible to participate in the NPC. From this group, the NPC shall elect a representative that may attend Board meetings.

OP No. 13 – MEETINGS

Section 1. The Annual Meeting of the Society shall be held as ordered by the Board for receiving the annual reports and the transaction of any other business. All members of the Society are welcome at this meeting.

Section 2. Periodic and/or special meetings of the Board, called as provided for in the Bylaws shall be meetings open to all members of the Society. A “closed” or “executive” session may be called only to discuss personnel, disciplinary or other legal matters that require strict confidentiality. A “closed” meeting shall be called only upon a vote of the Board. Only business specifically allowed for in a “closed” meeting shall be discussed.

Section 3. The president shall vote only in cases of a tied vote. In situations where Operating Procedure 7 applies, the vote of the president shall not be considered unless the vote remains tied following expiration of the required time period, or their vote is necessary to achieve a minimum threshold for resolution of the question at hand.

Section 3. The order of business at meetings of the Board shall be determined by the president and shall be subject to approval of the Board.

Section 4. The latest version of Robert's Rules of Order shall govern matters of parliamentary procedure of and conducting votes by members of the Society.

OP No. 14 - OFFICIAL PERIODICAL

Section 1. The Society shall publish an official periodical and this publication shall be produced on at least a monthly basis and shall be distributed to all members of the Society, either via mail or electronically. The subscription cost for members shall be included in their annual dues fee. The Board shall establish a subscription rate for non-members interested in receiving the publication.

Section 2. Paid advertisements may be sold to generate revenue in conjunction with the official periodical. The Board shall establish advertising standards and rates. Any revenue generated shall be deposited in the general fund of the Society.

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OP No. 15 – DISCIPLINE

- Section 1. Charges or complaints of alleged violations of the Code of Ethics or of laws and regulations governing the profession may be filed in writing by anyone having factual knowledge of the matters; charges concerning the NSPE Bylaws or Society Bylaws shall be filed by a member in good standing. Each member is responsible to render written reports of factual knowledge of alleged violations of the Code of Ethics. Such charges shall be filed with the Secretary of the Society.
- Section 2. The Ethics and Practices Committee shall conduct an initial informal investigation of alleged violations. When such informal investigations indicate that a formal investigation is advisable, the Society president shall direct the Ethics and Practices Committee to conduct a formal investigation and recommend whether or not a hearing is warranted.
- Section 3. Hearings will be conducted by a Hearing Commission of not less than three past presidents, appointed by the president, which shall render a decision in the matter.
- Section 4. The accused shall have the right to appeal the decision to the Board of Directors, in which case the Hearing Commission members who sat earlier shall not participate in the appeal proceedings.
- Section 5. A two-thirds vote of the Board in an appeal shall be necessary to a finding sustaining a charge or charges. Thereafter the penalty shall be determined by majority vote.
- Section 6. Disciplinary action may be taken by the Society against a member who resigns his membership after charges of unethical conduct have been filed against such member, in which case the former member shall have the same rights of defense and procedure as prescribed for members in good standing. In the case of resigned members, the Society may issue a notice of censure or prescribe that the Society records show that such member shall not be eligible for membership for a stipulated number of years, or indefinitely, or both, and may publish its findings.
- Section 7. If a professional engineer is charged who is not a member, the accused will be advised of the charges and offered the service of the Society in investigating and adjudicating the charges. If the person charged consents, the case will be handled in the established manner.
- Section 8. The person who filed the charges will be notified of the final decision and it shall be published in the official publication of the Society unless the Board shall have determined that justice is better served by withholding publication.
- Section 9. The Board shall adopt and publish a policy and procedures to govern the handling of disciplinary matters. The procedures shall provide for due process, for representation by counsel, for cooperation and exchange of information with and recommendations to the State Registration Board, for recording and disposition of records, for use of advisory council by the Society and for cooperation with other state societies and the National Society.
- Section 10. Disciplinary action taken by the Society is not intended to replace, supersede, or represent actions against an individual's license to practice as a Professional Engineer as issued by the authority of the State of Michigan or any other state where the engineer may be licensed.

OP No. 16 - ADMINISTRATIVE AREAS

- Section 1. The administrative areas of the state for the election of vice presidents shall be as follows:

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Western Region (Southwestern, Western, and Muskegon Chapters), Mid-Michigan Region (Capital Area and Jackson Chapters), Eastern Region (Detroit Metro and Southeastern Chapters), Thumb Region (Blue Water, Flint, and Great Lakes Bay Region Chapters), and At-Large Region (the former Douglass Houghton Chapter, the former Huron Shores Chapter, Northern Chapter, and any other members wishing to belong to the At-Large Region).

OP No. 17 – TRUSTS AND FOUNDATIONS

Section 1. The Board may establish, receive and administer trusts.

Section 2. Each Trust, established by the Michigan Society of Professional Engineers, shall be administered by a Board of Trustees consisting of three Licensed Members in good standing, one of whom shall be a Past President of the Society. The executive director shall be a non-voting member of each Board of Trustees.

The State Board shall appoint the first three trustees, one to serve two (2) years, one to serve three (3) years and one to serve four (4) years. After the first two (2) years, one trustee shall be appointed annually by the State Board to serve for a three (3) year term. In the event of a trustee's inability to serve, the State Board may appoint a trustee to fill the unexpired term.

Section 3. Each Board of Trustees, for a Trust established by the Michigan Society of Professional Engineers, shall administer all funds of the Trust in accordance with the trust agreement and such other instruments as may be required to be filed with the State of Michigan. All expenses of the Trust shall be paid from the Trust fund. All other Trusts shall be administered in accordance with the terms of the Trust instrument, subject only to the Cy Pres Doctrine.

Section 4. Each Board of Trustees shall make a complete report to the Society, at its annual meeting, on the activities of the Trust and the financial status of the Trust fund.

Section 5. The following trusts exist within the Society at the time of adoption of this Operating Procedure:
MSPE Scholarship Fund
Michigan Engineers Foundation

OP No. 18 – EXECUTIVE DIRECTOR

Section 1. Executive Director- The Executive Director shall keep an accurate record, and have custody, of all official papers and records; call the meeting to order in the absence of the president, president-elect and vice presidents; issue all calls and notices ordered by the president or the Board; submit at the Annual Meeting and at regular Board meetings a written report covering the duties and activities of the position, including a statement of the membership of the Society; give security, to be paid out of the treasury of the Society, to secure the faithful discharge of assigned duties; receive such compensation as the Board shall determine; and have such other duties and prerogatives as the Board may assign. At the expiration of service, the Executive Director shall turn over to a designated successor all books, documents and other property of the Society in the custody of the executive director, receiving a receipt, acknowledging the return of property.

Section 2. The Executive Director, as referred to in this section, may consist of a single individual employed directly by the Society upon approval of the Board, or the designated individual within a professional management firm contracted by the Board. Duties assigned to the Executive Director may be assigned to subordinate staff as appropriate. Should said Executive Director be an individual employed directly by the Society, the Board shall determine the terms of employment, hiring, and termination by majority vote.

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OP No. 19 – EFFECTIVE DATE

Section 1. These Operating Procedures shall become effective upon their adoption in the manner prescribed for voting on amendments and thereupon the previous Operating Procedure and prior amendments thereto are repealed.

Adopted as State By-laws at a meeting of the Society on October 23, 1946 and amended: January 21, 1950; June 17, 1953; November 18, 1953; June 8, 1956; December 18, 1956; July 15, 1959; July 20, 1960; December 20, 1961; December 18, 1963; June 17, 1964; April 21, 1965; June 15, 1966; September 17, 1966; September 17, 1967; December 9, 1967; April 9, 1969; September 17, 1969; February 13, 1971; June 14, 1972; September 10, 1975; June 9, 1976; December 8, 1978; June 8, 1979; February 7, 1979; January 1980 (Good Standing); October 16, 1980 (Collecting Dues and Fees); July 23, 1982 (Retyped and brought up to date); September 8, 1982 ; December 2, 1983 ; December 2, 1989 (Art. IV change) ; May 20, 1994 (Art. IV Sec. 2b) ; September 11, 1995 (Sec. 2.b,c,d Art. II Sec. 7.5, Art. IV Sec.1); May 16, 1996 (Art. VIII, Sec.5); September 6, 1997 (Removed Art. I Sec.2c and re-designated each of the succeeding subsections; revised subsection 2b,2c; Art. III Sec.2c,d, Sec.3; Art. IV Sec.1; Art. IX Sec 2, 3; Art. XII Sec.2); May 18, 2000; September 27, 2001; June 10, 2011; June 10, 2015. Revised and re-named as Operating Procedures by the Board of Directors on March 15, 2017. Amended by the Board of Directors: June 2, 2021.