



Society for  
Technical  
Communication

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## CHAPTER BYLAWS

### NEW YORK METRO CHAPTER (“Chapter”)

### AN OFFICIALLY RECOGNIZED ARM OF THE

### SOCIETY FOR TECHNICAL COMMUNICATION (“Society”)

The Society for Technical Communication is a New York nonprofit corporation recognized as a charitable organization under Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended.

## ARTICLE 1: MEMBERS

**Section 1: Powers.** The powers of the Chapter reside in its members.

**Section 2: Definition.** Members of the Chapter are current members of the Society who choose Chapter membership.

**Section 3: Membership Obligations.** Once you are a Chapter member, you must do these to remain in good standing:

- Follow the Chapter’s governing documents
- Work towards achievement of the Chapter’s purposes
- Follow the Chapter’s rules

**Section 4: Voting Rights.** Chapter members can vote on all Chapter business submitted to the membership.

**Section 5: Leadership.** The chapter leadership manages and directs the business of the Chapter on behalf of the members. The chapter leadership is the:

- STC NY Metro Board, including Advisors. See *Article 3: STC NY Metro Board*.
- Chapter Managers and Lay Leaders. See *Article 4: Chapter Managers and Lay Leaders*.

The Chapter does not pay the chapter leadership for serving.

A:

- Board Meeting is a meeting of the STC NY Metro Board, including Advisors
- Chapter Leadership Meeting is a meeting of the STC NY Metro Board, including Advisors, and the Chapter Managers and Lay Leaders.

**Section 6: Leadership Eligibility.** Chapter members can hold any Chapter leadership position, unless:

- These bylaws restrict it
- The STC NY Metro Board restricts it. The Board must tell the restricted person the reason for the restriction.

**Section 7: Membership Termination.** Your Chapter membership ends if you:

- Resign from the Chapter or Society
- Do not renew your Society membership
- Renew your Society membership but do not choose Chapter membership.
- Don't follow the Membership Obligations: The Chapter can expel you if all the members of the Chapter Leadership vote for it. The Society does not refund your dues.

**Section 8: Reimbursement.** The Chapter reimburses members for out-of-pocket expenses that:

- They incur
- Are reasonable
- Are necessary for the conduct of Chapter business
- The President and Treasurer approve

## **ARTICLE 2: CHAPTER**

**Section 1: Mission and Objectives.** The Chapter supports the Society's mission.

We have these objectives:

- Stimulating information exchange through social venues: For example, meetings, social media, competitions, and conferences
- Encouraging participation in the profession: Educational programs and a funded scholarship program
- Enhancing the development of the profession and the Society: Publicity, public relations, publications, and employment exchange
- Recognizing professional accomplishment: For example, competitions
- Cooperating with other professional societies, chapters, and institutions in mutually beneficial projects

**Section 2: Constraints.** The Chapter is:

- A non-profit, nonsectarian, and nonpartisan organization
- Organized and operated exclusively for charitable, scientific, and educational purposes consistent with our mission

It may not:

- Operate for the benefit of any director, officer, member, or individual.
- Attempt to influence legislation
- Attempt to participate, intervene, or publish or distribute statements on behalf of or in opposition to any candidate for public office
- Contribute to any religious cause, religious organization, political cause, or political organization

**Section 3: Use of Name and Logo.** You must use the Chapter name and logo only if:

- The Chapter officers give you permission
- It is for Chapter purposes

**Section 4: Operating Years.** The Chapter fiscal year is the same as the fiscal year of the Society.

From July 1 to June 30 is

- The Chapter program year
- The terms of office for the STC NY Metro Board members

**Section 5: STC NY Metro Board-initiated Chapter Business.** If a majority of the STC NY Metro Board agrees about Chapter business that needs input or decision of the members, it asks the members to consider it.

However, if the Chapter business is to dissolve the Chapter or merge it with another chapter, and the Chapter has 15 or fewer members who are not STC NY Metro Board members, we need three-fourths of the STC NY Metro Board agreeing. If there are 16 or more members who are not STC NY Metro Board members, the STC NY Metro Board cannot vote to dissolve the Chapter or merge it with another chapter.

**Section 6: Member-initiated Chapter Business.** If ten percent of the members agree about Chapter business that needs input or decision of the members:

- The members send their request to the Board Secretary
- The Board Secretary notifies the STC NY Metro Board
- The STC NY Metro Board asks the members consider it

However, if the Chapter business is to:

- Propose amendments to or a complete revision of the bylaws, we need 20 members agreeing
- Dissolve the Chapter or merge it with another chapter, we need three-fourths of the members agreeing

**Section 7: Considering Chapter Business Proposals.** For both STC NY Metro Board-initiated chapter business and member-initiated chapter business, the members consider it by the STC NY Metro Board either:

- Calling a meeting: The Board Secretary gives between 30 and 60 days notice of the meeting by e-mail or a post on the Chapter website.
- Sending an e-mail

**Section 8: Voting.** When the members are voting about Chapter business in a meeting:

- A quorum is ten percent of the members
- The President runs the meeting. If the President is not there, we follow the order of succession to find an officer to run the meeting.
- The Board Secretary takes and posts the minutes. If the Board Secretary is not there, the person running the meeting appoints someone to take and post the minutes.
- A member can vote by proxy or cancel a proxy by sending an e-mail to the Board Secretary. If a proxy doesn't say how long it is valid for, it is valid for 11 months:

- From the date of the first vote on the subject of the proxy after the member casts it
- For voting only on the subject of the proxy and for as many times as the same issue comes up for a vote. The Board Secretary determines if a subsequent vote of the membership is the same issue and notifies eligible proxy holders if they need to vote again.
- As long as the member is still a member in good standing of the Chapter as of the day of each vote

When the members are voting about a Chapter business proposal either in a meeting or by e-mail:

- Each member has one vote
- To have a Chapter business proposal pass, a majority of the voting members have to vote for it. Except for:
  - Bylaws amendments: Either two-thirds of the voting members or two-thirds of the STC NY Metro Board have to vote for it.
  - Dissolution or merging: A majority of the STC NY Metro Board has to vote for it.

## **ARTICLE 3: STC NY METRO BOARD**

**Section 1: Composition.** The STC NY Metro Board:

- Must have a President, a Board Secretary, and a Treasurer.
- Can have up to three vice presidents, called the First-, Second-, and Third Vice President.
- Can have advisors. Advisors are people who help the STC NY Metro Board with their expertise, for example, a person who serves in a volunteer position at the Society level.

- The Immediate Past President is an advisor.
- The President, with approval of the STC NY Metro Board, engages other advisors.

The same person can't have more than one job on the STC NY Metro Board, except that the same person can be both the Board Secretary and the Treasurer.

**Section 2: Serving.** The Chapter members elect the STC NY Metro Board members for one year terms.

The STC NY Metro Board members serve during the operating year and after they are formally inducted unless:

- They resign by notifying the Board Secretary
- The members remove them
- The STC NY Metro Board disqualifies them

When there is a vacancy within the operating year, the STC NY Metro Board appoints a person to serve the rest of the term for that job.

The Chapter suggests that, for stability:

- Each STC NY Metro Board member serve for at least two terms
- The First Vice President subsequently runs for President, and each Vice President subsequently runs for the next highest Vice President

**Section 3: Meetings and Voting.** The STC NY Metro Board meets regularly, preferably once each quarter. It publicizes its meetings and any member can attend.

There is a meeting when either:

- The President calls it
- Two other STC NY Metro Board members ask for it to the Board Secretary. The Board Secretary notifies the President to call it.

The STC NY Metro Board can hold a meeting:

- In person
- On the telephone
- Both at the same time, as long as all participants in the meeting can hear each other

A quorum is a majority of the STC NY Metro Board.

Each STC NY Metro Board member has one vote.

To have a STC NY Metro Board proposal pass, a majority of the voting members have to vote for it, except for bylaws amendments and dissolution or merger of the chapter.

**Section 4: Unanimous Written Consent.** The STC NY Metro Board can take action without a meeting as long as every member votes for it by e-mail to the Board Secretary.

The Board Secretary must take and post minutes of this action.

**Section 5: Duties.** The President:

- Supervises the Chapter operations
- Prepares and submits non-financial reports to the Society
- Performs tasks specified in other articles and sections of the bylaws

The Vice Presidents perform duties that they and the President negotiate and the STC NY Metro Board approves.

The Treasurer:

- Keeps our money in:
  - Banks that are members of the Federal Deposit Insurance Corporation
  - Credit unions that are members of the National Credit Union Share Insurance Fund

- And whoever else the STC NY Metro Board appoints, approves and signs:
  - Applications that set up accounts in the Chapter's name
  - Orders that disburse Chapter money
  - Instruments that indebt the Chapter
- Receives Chapter money
- Keeps auditable Chapter financial records
- Prepares and submits financial reports to the STC NY Metro Board, the Society, and the USA Internal Revenue Service
- Prepares and submits a yearly budget to the STC NY Metro Board and the Society
- Performs tasks specified in other articles and sections of the bylaws
- Performs other duties that they the President suggests and the STC NY Metro Board approves

The Board Secretary:

- Takes and posts minutes of Chapter Leadership meetings
- Prepares non-financial official Chapter correspondence
- Signs official documents
- Maintains non-financial official records of the Chapter
- Performs tasks specified in other articles and sections of the bylaws
- Performs other duties that the President suggests and the STC NY Metro Board approves

**Section 6: Succession.** If the President is unavailable, each Vice President, in descending order, substitutes for the President. If all of the Vice Presidents are unavailable, the STC NY Metro Board appoints someone to substitute for the President.

## **ARTICLE 4: CHAPTER MANAGERS AND LAY LEADERS**

**Section 1: Overview.** The Chapter can use individuals working alone, committees, and task forces to attend to these and other areas of service:

- Membership and member outreach
- Sponsorship
- Programs
- Board of Director nominations
- Newsletter
- Student outreach and scholarship
- Mentoring
- Internships
- Employment
- Marketing
- Communications
- Content on the website
- Content in social media
- Competition
- Collaboration with other chapters and professional organizations

The leader of a committee or a task force is a Chapter Manager.

An individual who works alone on an area of service is a Lay Leader.

**Section 2: Serving.** The President:

- Suggests and establishes committees and task forces
- Appoints and manages Chapter Managers and Lay Leaders
- Approves committee and task force members and their structure

The STC NY Metro Board approves:

- Committees and task forces
- Chapter Managers and Lay Leaders

Each Chapter Manager nominates their committee and task force members and their structure.

Each Chapter Manager and Lay Leader serves from their appointment date until:

- They resign by notifying the President
- The President or STC NY Metro Board removes or replaces them