

REFRIGERATION SERVICE ENGINEERS SOCIETY AUXILIARY

By-Laws

ARTICLE I

Name

Section 1 – The name of this organization shall be the Refrigeration Service Engineers Society Auxiliary, hereafter referred to as the RSESA.

ARTICLE II

Objects

Section 1 - The objects shall be to further the interest and entertainment of all members of the RSESA.

Section 2 - The RSESA shall be non-sectarian and free from any political affiliation.

Section 3 - The meetings of the RSESA shall be devoted to the business of the RSESA, and at all times preference shall be given to topics relating to the welfare and entertainment of its members.

ARTICLE III

Motto

Section 1 - The Motto of the RSESA shall be “To Make Life Worthwhile”.

ARTICLE IV

Emblem and Seal

Section 1 - The Emblem and Seal of the RSESA are copyrighted trademarks. Members in good standing are granted permission to use such trademarks on business cards and stationary. Such use shall be accompanied by the words “Member RSESA” and shall not imply RSESA endorsement or preference for a product or service. An application for all other uses shall be submitted to the President for approval to insure compliance with applicable rules. The applicant must be notified within 90 days if the application is not approved. The Board of Directors may terminate any **such** permission as it deems necessary.

ARTICLE V

Jurisdiction

Section 1 - The territorial jurisdiction of the RSESA shall be unlimited.

ARTICLE VI

Charters

Section 1 - The RSESA shall grant Charters to Chapters, State, Provincial, Regional and Sectional Associations located within the territorial jurisdiction of the United States of America and Canada. All Charters shall be signed by the President and attested to by the Secretary, who shall imprint thereon the Seal of the RSESA. All Charters shall be subject to these by-laws and such rules and regulations as the Board of Directors have promulgated or shall promulgate from time to time hereafter. The issuance of a Charter to a Chapter or Association, pursuant to this Section 1, shall entitle such Chapter or Association to those privileges accorded to Chapters and Associations by these By-laws, and shall constitute permission to use the Emblem, Seal, Name and Logo of the RSESA in conjunction with its local name designation, subject to the restrictions contained in these By-laws. Any Charter may be revoked by a two thirds (2/3) vote of the Board of Directors.

Section 2 - A Charter shall be granted to a Chapter upon the petition of six (6) individuals, three of which must be current members in good standing. Payment of International dues must be submitted with membership applications of the non members with the petition for a Chapter Charter. A Chapter is considered disbanded when the membership falls below four (4) members. Chapters shall meet not less than one (1) time each year to remain an active Chapter. Chapters not meeting this requirement shall be considered disbanded

Section 3 - A Charter shall be granted to a State or Provincial Association with the petition of two (2) or more Chapters within any State, or Province, each Chapter having six (6) or more members in good standing.

Section 4 - A Charter shall be granted to a Regional or Sectional Association upon the petition of two (2) or more State, or Provincial Associations or the majority of the Chapters therein. If there are no Chapters within the Regional or Provincial geographic area, ten (10) members-at-large in good standing of that area may petition to form a Regional or **Sectional** Association and be granted a Charter.

Section 5 - The President shall designate a RSESA Board Member or RSES International Officer or Director to present the Charter to a Chapter, State, Provincial, Regional or Sectional Association unless specifically requested to approve any other RSESA or RSES member chosen by the Chapter, State, Provincial, Regional or Sectional Association for the presentation.

ARTICLE VII Membership

Section 1 - Membership in the RSESA is open to all individuals who are associated with the refrigeration and air conditioning industry; employees of industry related companies, family members and associates of RSES members.

Section 2 - The RSESA shall furnish membership applications to those individuals qualifying and wishing to join the RSESA. The applications shall include, but not be limited to Name, Address, Phone Number, E-mail Address and Name of the RSESA Chapter if there is a connection to such a Chapter.

Section 3 - It shall not be required that a member be associated with a Chapter. Such Members shall be Members-At-Large.

Section 4 - A Member may be elected as an Honorary Member of the RSESA at an annual meeting upon recommendation of the Board of Directors. RSESA Honorary Members shall have their annual national dues waived by the RSESA.

Section 5 – Chapters may confer “Chapter Honorary Membership” on any of its members at their discretion. International dues for such honored members must be remitted to the International Treasurer by the Chapter.

Section 6 – **Privileges of members (1)** A member must have reached the age of eighteen (18) years of age to begin membership tenure and vote at Chapter meetings, serve as a voting delegate, serve as an alternate delegate, serve as a proxy or vote as a member at large.

ARTICLE VIII Dues

Section 1 - The Board of Directors shall from time to time review the amount of annual dues and recommend such changes it deems necessary to the House of Delegates at the annual meeting for approval by the membership as represented by Chapter Delegates, Alternate Delegates, Proxies and Members at Large who are present at the annual meeting. Prior to the vote the recommended changes shall be published in the official publication on the RSESA 60 sixty days prior to the vote.

Section 2 - Yearly dues are due January 1st each year. All members whose dues are not paid by that date are delinquent and if dues are not paid by March 31st are removed from the membership rolls.

Section 3 - Former Members who have been delinquent for not more than three (3) years may reinstate their membership with continuity of membership by paying all back dues to date.

ARTICLE IX Officers

Section 1 - The officers of the RSESA shall consist of a President, Vice-President, Secretary, Treasurer, Sergeant-At-Arms and Historian, who shall be elected by the membership as represented by Chapter Delegates, Alternate Delegates, Proxies and Members-at-Large present at the annual meeting..

Section 2 - To be eligible for election as an Officer or Director a member must have been a member for a minimum of one (1) year, and must be at least eighteen (18) years of age.

Section 3 - All officers shall be elected for a one (1) year term of office except the Secretary and Treasurer. Who shall be elected for a two (2) year term. The Secretary and Treasurer will be elected on alternate years. No Officer may be elected to the same office for more than two (2) consecutive terms

Section 4 - The officers shall serve until the next annual meeting or until their successors have been elected and installed.

Section 5 - Should a vacancy occur among the officers for any reason, it shall be the duty of the President to appoint an Acting Officer within thirty (30) days of notification of the vacancy to serve the remainder of the term in the office vacated except as provided in Article X, Section 1, Vice-President.

ARTICLE X Duties of Officers

Section 1 - The duties of the Officers shall be those as implied by their office title and as specified herein.

President

The President shall preside at all meetings and shall appoint all standing committee Chairpersons. The President shall be an exofficio member of all standing committees, without the right to vote. The President must authorize any and all expenditures before payment may be made by the Treasurer. The President shall have charge of the RSESA seal.

Vice-President

The Vice-President shall render assistance to the President and in the absence of the President perform the duties of the President. If the office of President should become vacant for any cause, the Vice-President shall become the Acting President for the remainder of the unexpired term of the President with all of the duties, rights and privileges of the office.

Secretary

The Secretary shall keep a record of the business proceedings of the RSESA, and provide an annual report to the Editor of the "Sight Glass" for publication in the pre-conference edition. The Secretary shall keep the correspondence of the RSESA and furnish such correspondence to Officers, Directors and Committees as required for them to perform their assigned duties. The Secretary shall keep a list of all committees, and shall furnish said committees with all papers referred to them for action. The Secretary shall receive from the Treasurer all RSESA membership applications for addition to the membership roll. The Secretary shall notify all members of all meetings as provided in ARTICLE XIII, Section 3 of these By-laws and furnish necessary information to the Director of Credentials at all meetings.

Treasurer

The Treasurer shall receive and deposit all income of the RSESA, pay all bills approved for payment by the President, keep accurate accounts of all receipts and expenditures and provide a written, audited report to the RSESA at the annual meeting. The Treasurer shall receive all membership applications and forward them to the Secretary. The treasurer shall send dues invoices to all members by December 1st each year and notify all members whose dues have become delinquent and remove them from the membership roll if not paid by March 31st and notify the Secretary of such removals. The Treasurer shall be required to give bond in the sum of not less than five thousand (5,000.00) dollars, or as much as may be determined from time to time by the Board of Directors. The RSESA shall bear the cost of such bond.

Sergeant-At-Arms

The Sergeant-At-Arms shall assist the President in conducting all meetings, maintain order, lead the opening ceremonies, call the roll of Officers and Directors and have charge of the RSESA property, such as flags and banners. The Sergeant-At-Arms shall monitor the voting process and collect ballots for counting.

Historian

The Historian shall maintain a current history of the RSESA and provide an annual report to the "Sight Glass" editor for publication in the pre-conference edition.

ARTICLE XI
Board of Directors

Section 1 - The Board of Directors shall consist of the Officers, Immediate Past President and five (5) Directors elected by the membership as represented by Chapter Delegates, Alternate Delegates, Proxies and Members At Large who are present at the annual meeting.

Section 2 - The Directors and their duties shall be as follows:

Director of Publicity shall get as much information as possible about the RSESA into all publications of State, Provincial, Regional and Sectional Associations, and send all publicity for the annual conference to the "Sight Glass" editor for insertion in the pre-conference issue.

Director of Membership shall have charge of all information and material for the formation of Chapters and upon request, send such material to individuals interested in the formation of a Chapter.

Director of Credentials shall provide Delegate/Proxy credentials forms to each chapter and member at large not less than sixty (60) days prior to the annual meeting, have charge of credentials verification and issue ballots at the annual business meeting. The credential forms shall request all information required by the credentials Committee and include proper instructions for completion.

Director of Officer Activities shall have charge of the "Round Robin Letter" and assure that each Officer and Director receives it during the year. This shall be made into a scrap book for presentation to the outgoing President at the annual installation ceremonies as a memento of their year as President.

Director of Chapter Supplies shall have charge of all Chapter supplies and keep an accurate account of all supplies purchased and sold during the year and make a report at the annual meeting.

Section 3 - Should a vacancy occur for any reason among Directors, it shall be the duty of the President to appoint an Acting Director within thirty (30) days of notification of the vacancy, who shall serve until the next annual meeting and elections.

Section 4 - The Directors shall serve until the next annual meeting or until their successors have been elected and installed.

ARTICLE XII
Committees

Section 1 - The President shall appoint the Chairperson of all Standing Committees. The Chairperson shall appoint all other members of their Committee with the approval of the President...

Section 2 - The President or the Board of Directors may appoint Special Committees as each deem necessary. Such Special Committees shall only deal with the issues for which they were appointed.

ARTICLE XIII
Meetings

Section 1 - The annual conference shall be held at such time and place as may be designated by the Board of Directors. The annual business meeting shall be held during the annual conference.

Section 2 - Special meetings may be called by the President or a majority vote of the Board of Directors. These special meetings may be held by conference telephone call or video conferencing.

Section 3 - The Secretary shall notify all members of all meetings not less than sixty (60) days prior to the dates of such meetings. All notices shall include date, time and place of such meetings.

Section 4 - At all meetings, only members in good standing and at least eighteen (18) years of age shall carry votes. Chapters may be represented by a Delegate, Alternate Delegate or Proxy. All Delegates and Alternate Delegates shall be members in good standing of the Chapters they represent. If neither the Delegate or Alternate Delegate are able to attend the meeting, the Delegate may appoint a Proxy to carry the votes of the Chapter. A Proxy may carry the votes for more than one Chapter provided the total votes carried do not exceed fifty (50) votes. A Delegate or Alternate Delegate may be a Proxy for other Chapters provided the total votes carried do not exceed fifty (50) votes. Proxies surrender their right to cast votes for a Chapter whose Delegate or Alternate Delegate are in attendance at the meeting. Members-At-Large shall be allowed to cast one (1) vote. A Member-At-Large may authorize a proxy in writing to cast their votes at any meeting. A current membership card or the records of the Treasurer shall serve as credentials identification for Members-At-Large. Members-at-Large shall not carry a total of votes exceeding fifty (50) votes. One copy of the credential forms provided to Chapters shall be returned to the Secretary not less than thirty (30) days prior to the annual meeting. A second copy shall be carried to the meeting to serve as credentials identification.

ARTICLE XIV Publication

Section 1 - The Official publication of the RSESA shall be known as the "Sight Glass".

ARTICLE XV Fiscal Year

Section 1 - The fiscal year of the RSESA shall be January 1st through December 31st each year.

Section 2 - The annual reports of the Secretary and Treasurer shall cover the periods between annual meetings, books having been closed sixty (60) days prior to the meetings.

ARTICLE XVI Liabilities

Section 1 - No Officer, Director, Member, Chapter or Association may enter into any contract or agreement on behalf of the RSESA without prior approval of the Board of Directors. No Officer, Director, Member, Chapter or Association may initiate any action which may cause litigation against the RSESA.

ARTICLE XVII Parliamentary Rules

Section 1 - Robert's Rules Of Order Newly Revised, latest edition shall decide all questions in the debates or proceedings, provided they do not conflict with these By-laws.

ARTICLE XVIII Amendments

Section 1 – These By-laws may be amended, suspended or new By-laws adopted by a 2/3 majority vote of the membership as represented by Chapter Delegates, Alternate Delegate, Proxies and Members-At-Large at an annual meeting. Prior to any vote the proposed changes must have been published in the official publication of the RSESA 60 days prior to the annual meeting. Any changes to these By-laws shall become effective at the adjournment of the meeting at which **such** changes were approved.