



ASSOCIATION OF ENERGY ENGINEERS

CHAPTER START-UP PROCEDURE FOR INTERNATIONAL CHAPTERS

BRIEF SUMMARY

(See last page of this set-up kit to view cover sheet which will serve as the first page of your application for chapter charter.)

AEE offers support to AEE members who wish to establish chapters in their areas. The procedure for setting up a new chapter is briefly outlined below.

REQUIREMENTS FOR CHAPTER CHARTER

- Three organizational and two interim board meetings must be held.
- The Minutes of all organizational meetings must be sent to AEE Headquarters. Minutes of the first meeting are to include the names of the Interim Chapter Board and should be submitted to AEE Headquarters following the meeting. The minutes of the second meeting should also be submitted following the meeting. The minutes of the third meeting should be included in the application package. The minutes of the interim board meetings should be included with the application package.
- The Petition for Chapter Charter must be signed by ten (10) AEE members and submitted in the application package to the AEE Board of Directors.
- The Chapter Affidavit must be completed and returned to AEE Headquarters in the application package.
- The local chapter is to establish Chapter Bylaws consistent with the objectives of the Association of Energy Engineers and submitted in the application package. Any modifications made to the template that is provided in this Chapter Start-up Kit are to be noted at time of submittal. Modifications must be approved by the AEE Board of Directors.
- ***The checklist on the last page of this document is to be used as the cover sheet for the application package.***

CHARTER PRESENTATION

- The AEE Board of Directors will review the submitted material, and upon its approval the proposed chapter will be notified that the charter has been granted.
- The Chapter Board should then arrange a date for a charter presentation. The Chapter should contact AEE Headquarters to determine if an AEE officer or representative may be available to present the charter.

- Photos of this meeting along with names and appropriate copy describing the event may be sent to AEE Headquarters for publication in the AEE *Chapter Insight* online newsletter and to be posted on the AEE website.

REQUIREMENTS TO REMAIN IN COMPLIANCE AS CHAPTER IN GOOD STANDING

- The annual Chapter Operations Report must be filed by February 15 of each year.
- A minimum of three meetings must be held each year.
- The membership of the Chapter must include at least ten members in good standing of AEE the parent organization.
- All Chapter officers must be members of AEE in good standing of AEE the parent organization.



ASSOCIATION OF ENERGY ENGINEERS

CHAPTER START-UP KIT

This kit contains the following information:

About AEE

AEE Mission Statement

AEE Code of Ethics

Why to Start a Chapter

How to Start a Chapter

Procedure for Organizing a Chapter

How to Become Chartered

Forms *(templates included in this Chapter Start-up Kit):*

- ❖ **Interim Chapter Board** *(To be submitted after 1st Organizational Meeting)*
- ❖ **Petition for Charter** *(To be submitted after 3rd Organizational Meeting in application package)*
- ❖ **Chapter Affidavit** *(To be submitted in application package)*
- ❖ **Chapter Bylaws** *(To be submitted in application package)*
- ❖ **Cover Sheet** *(To serve as first page of application package)*

Reports Required After Chapter Is Chartered

- ❖ **Chapter Operations Report** – The data collected in this Report will confirm if Chapter is in compliance with minimum requirements. *(Template will be sent to chapters the first part of December with a deadline of February 15 for submittal)*
- ❖ **Report on Officers** *(Required within 30 days of election of office)*

Requirements to Remain in Compliance as a Chapter in Good Standing

- ❖ **An annual Chapter Operations Report must be filed by February 15 of each year.**
- ❖ **A minimum of three meetings must be held each year.**
- ❖ **The membership of the Chapter must include at least ten members in good standing of AEE the parent organization.**
- ❖ **All Chapter officers must be members of AEE in good standing of AEE the parent organization.**



ASSOCIATION OF ENERGY ENGINEERS

ABOUT AEE

The Association of Energy Engineers is a 501(c) (6) nonprofit professional organization that specializes in training, membership development, chapter development, and certification for professionals practicing in the fields of energy management, renewable energy and green buildings. The goal of AEE is to foster cooperative action in advancing the common purposes of its members and to promote activities designed to enable the industry to be conducted with the greatest economy and efficiency.

Established in 1977, AEE is headquartered in Atlanta, Georgia, with over 18,000 members in over 100 countries, and more than 100 chapters around the globe.

MISSION STATEMENT

**The Association of Energy Engineers' mission is to
promote the scientific and educational interests of those engaged
in the energy industry and to foster action for Sustainable Development.**



ASSOCIATION OF ENERGY ENGINEERS

CODE OF ETHICS FOR ENERGY ENGINEERS AND MANAGERS

The Energy Engineer/Manager, to uphold and advance the honor and dignity of the profession and in keeping with high standards of ethical conduct:

- ❖ Will be honest and impartial, and will serve with devotion employers, clients, and the public;
- ❖ Will strive to increase the competence and prestige of the profession;
- ❖ Will use his or her knowledge and skill for the advancement of human welfare.

SECTION 1. The Energy Engineer/Manager will be guided in all professional relations by the highest standards of integrity, and will act in professional matters for each client or employer as a faithful agent or trustee.

SECTION 2. The Energy Engineer/Manager will have proper regard for the safety, health, and welfare of the public in the performance of professional duties.

SECTION 3. The Energy Engineer/Manager will avoid all conduct or practice likely to discredit and profession or deceive the public.

SECTION 4. The Energy Engineer/Manager will endeavor to extend public knowledge and appreciation of engineering and its achievements and to protect the profession from misrepresentation and misunderstanding.

SECTION 5. The Energy Engineer/Manager will express an opinion of an engineering subject only when founded on adequate knowledge and honest conviction.

SECTION 6. The Energy Engineer/Manager will not disclose confidential information concerning the business affairs or technical processes of any present or former client or employer without consent.

SECTION 7. The Energy Engineer/Manager will endeavor to avoid to a conflict of interest with his employer or client, but when unavoidable, he or she shall fully disclose the circumstances to employer or client.

SECTION 8. The Energy Engineer/Manager will uphold the principle of appropriate and adequate compensation for those engaged in engineering work.

SECTION 9. The Energy Engineer/Manager will cooperate in extending the effectiveness of the profession by interchanging information and experience with other engineers and students, and will endeavor to provide opportunity for the professional development and advancement of engineers under his supervision.



Association of Energy Engineers

CHAPTER KIT

WHY TO START A CHAPTER

AEE INFORMATION

AEE offers support to AEE members who wish to establish chapters in their areas. As they begin to attract fellow members and also non-members as they build their new chapters, it will be important to explain how membership in AEE benefits both its individual members and its chapters.

INDIVIDUAL BENEFITS

- Valuable publications are included with AEE membership, available online.
- \$100 savings on seminar and conference registrations. Live Seminars are presented on different subjects in various locations in the US. In addition, Real-Time Online Seminars are offered online along with On Demand courses. Please see www.aeecenter.org/seminars for an updated list of programs. Three conferences/expos are held each year: AEE World, AEE East, and AEE West.
- In addition to the flagship certification program Certified Energy Manager (CEM), AEE offers certifications in Building Commissioning, Business Energy, Carbon Reduction Management, Distributed Generation, Energy Auditing, Energy Procurement, GeoExchange Design, Green Building Engineer, Indoor Air Quality, Lighting Efficiency, Measurement & Verification, Power Quality, and Sustainable Development.
- For a small additional fee, members may elect to join one or more of the divisions of AEE: the Energy Managers Institute, the Environmental Engineers & Managers Institute, the Energy Service Marketing Society, the Facility Managers Institute, the Alternative & Renewable Energy Development Institute, the Council on Women in Energy and Environmental Leadership, or the Cogeneration & Competitive Power Institute. Members of this last division receive *Cogeneration & Distributed Generation* journal and *Diesel & Onsite Power Production* magazine.
- Opportunity to belong to an AEE chapter and benefit from a local point of view on energy issues and from belonging to a network of energy professionals in your area.

CHAPTER BENEFITS

- AEE provides an annual appropriation to chapters based on meeting attendance of members of AEE the parent organization.
- Awards programs recognize outstanding performance of members on local, regional and national/international levels.
- Scholarship program is available to assist students in chapter area.
- Chapters and individuals are recognized in the chapter section of the AEE website.
- The Chapter Leadership Meeting held during AEE's annual Conference provides a forum and assistance to chapter officers.
- A listing of AEE chapters with contact information for each is maintained on AEE's website: www.aeecenter.org.

- Annual Chapter Recognition Awards acknowledge outstanding performance in a number of categories by individual chapters.

HOW TO START A CHAPTER

There are several keys to success in developing a new chapter:

- Assemble a steering committee of AEE energy engineers and managers with the interest and the time to organize a chapter. This group should include a balanced representation of the commercial/industrial, utility and governmental sectors, if possible.
- Through the steering committee, identify potential members and introduce them to the idea of a local chapter. A simple breakfast or lunch hosted by a utility or large energy consumer is a way to begin this dialogue.
- Selecting committees for membership development and program planning is a good way to involve prospective members.
- Begin to hold monthly or quarterly meetings with stimulating programs as a means of attracting members and assessing the local interest. Chapters have used several meeting times - lunch, after-work, dinner, and evening times - with success.
- Attract new AEE members at meetings with a display of AEE publications and membership information (both can be obtained from Headquarters).
- Use local media, utility and trade publications for meeting announcements and topical articles.

The AEE Board of Directors reviews the Petition for Chapter Charter with these criteria in mind:

- A group of at least 10-20 AEE members who will support a new chapter.
- Representation within these members of the commercial/industrial, utility and governmental sectors.
- An interim board that agrees to see the new chapter through its critical first year (all chapter officers must be members of AEE).
- Well-conceived program and financial plan covering the first year.

A list of people who might have previously expressed interest in starting a chapter in your area is available through AEE Headquarters. We recommend that you contact them for assistance. If there is a chapter already established near your area, we will notify its president of your interest as well as the AEE regional vice president.

A list will be provided to you of AEE members in your area. **As chapter members must be members of AEE, the parent organization**, these lists will provide you the nucleus for chapter recruitment. Contact Michelle Whitlock, michelle@aeecenter.org for your local member list. This list of members with contact information is to be used for contacting potential chapter members for the purpose of forming a steering committee and later for notification of your organizational meetings.

Your chapter's membership should be diverse, representing a broad scope of the energy industry in your area as much as possible. For example, one company's employees should not be the majority of the chapter's membership.

PROCEDURE FOR ORGANIZING A CHAPTER

PRE-CHAPTER ORGANIZATION ACTIVITIES

- A. In order to form a new chapter, there must be ten (10) or more dues-paying members of AEE, the parent organization, within a reasonable distance of the proposed chapter. There is no definition of

reasonable distance in terms of mileage; it involves the willingness of an individual to travel to a location participate in AEE's activities.

- B.** The founders should be familiar with AEE's objectives. Since **at least ten (10) dues-paying members of AEE, the parent organization, are required to form a new chapter**, the first task is to recruit AEE members who will be "at large" until the chapter is formed. The technique of promotion varies, but experience has shown that several persons working as a team are very effective.
- C.** A steering committee of founders should set up the first organization meeting and all members and potential members (including engineers, consultants, plant, process and building engineers, governmental agencies, manufacturer's representatives and contractors) should be contacted. The meeting should be publicized well in advance, having full coverage in consulting engineering offices, governmental design agencies, manufacturing plants, and contracting firms within a reasonable distance.

THE FIRST GENERAL MEETING

- A.** The first general meeting should have two purposes: to familiarize the potential members with AEE; to elect an interim president, vice-president, secretary and treasurer (interim board).
- B.** The first meeting should be temporarily chaired by one of the parties forming the chapter. This temporary chairman should:
 1. Appoint a person to take minutes of the meeting.
 2. Make arrangements for attendees to sign in with name, address, phone number, e-mail address and business affiliation. This sign-in sheet will be used as a chapter mailing list.
 3. If meeting is dinner meeting, take responsibility for collection of meal charges.
- C.** One of the parties involved in forming the chapter should speak to the group about AEE, its programs and benefits; and about projected plans and goals for a chapter. Discussion should follow. Distribute AEE member applications if any in the group are not AEE members.

Membership applications may be submitted to AEE Headquarters by hard copy, by fax, or may be obtained online at www.aeecenter.org.

Members should make note of the name under which they joined. This is the name that must be used in the future in all correspondence with AEE.

Note to chapters outside U.S.: One officer in the chapter should be assigned to handle the processing of memberships. Applications should be submitted periodically in groups to AEE Headquarters, preferably using the International Membership Spreadsheet. After processing, membership packages will be shipped to designated chapter officer for distribution among individual members.

- D.** Election of interim chapter board should follow the presentation. The voting procedure should begin the election for the interim president who then should preside over the election procedure for the other interim offices.
- E.** If there is no further business, the interim president should announce the date and location of the next meeting and adjourn the meeting.
- F.** The interim vice-president should collect the sign-in sheet to use for mailing or emailing announcements for the next meeting.

G. The interim secretary should send a copy of the meeting minutes to AEE immediately as a notification that the first organizational meeting has been held. At that time, your chapter- in-development will be listed on the AEE Chapter website.

FIRST INTERIM BOARD MEETING

A. The first interim board meeting should include the following:

1. Review the responsibilities of each interim office.
2. Select the place and time for the next four monthly or quarterly general meetings. Choose topics and speakers that will be of general interest to the majority of the attendees. **All presentations MUST be nonproprietary and this MUST be understood by the speakers.** Speakers should know their subject matter and present it well. **Good programs are essential.**
3. Select a temporary newsletter editor who will write a newsletter which can be used for meeting notices. During this development period, this newsletter may be simple in format. **A copy of every newsletter should be sent to AEE Headquarters.**
4. Set up a membership-recruitment program.

SECOND GENERAL MEETING

A sample agenda for this meeting follows:

6:00 p.m.	Social Hour: Name tags distributed; fees collected	Treasurer
7:00 p.m.	Dinner	
7:30 p.m.	Call meeting to order	President
	Self-introduction of attendees	
	Reading of last minutes	Secretary
	Treasurer's report	Treasurer
	Old and new business	President
8:00 p.m.	Program speaker - introduction	Vice-president
9:00 p.m.	Acknowledgments and final announcements	President
9:15 p.m.	Adjournment - The interim secretary should send a copy of this meeting minutes to AEE Headquarters	

SECOND INTERIM BOARD MEETING

- A.** Evaluate the results of chapter formation to date. Take corrective measures to improve if necessary.
- B.** Conduct other business as required.
- C.** Send minutes of meeting to AEE Headquarters.

THIRD GENERAL MEETING

A. This meeting should follow the format of the second general meeting.

- B. The first permanent Board of Directors should be elected at this meeting. The term of office for this board will begin upon presentation of the Chapter Charter.
- C. Upon completion of this third general meeting, the interim board should circulate the Petition for Chapter Charter obtaining ten (10) signatures of AEE members. **This Petition and minutes of this meeting should be forwarded to AEE Headquarters, along with a completed Chapter Affidavit and Chapter Bylaws.**

HOW TO BECOME CHARTERED

FILING REQUIREMENTS

The following requirements are necessary for a chapter to be chartered:

- Minutes of the three organizational meetings must be submitted to AEE Headquarters. Minutes of the first meeting are to include the names of the Interim Chapter Board* and should be submitted to AEE Headquarters following the meeting. The minutes of the second meeting should also be submitted following the meeting. The minutes of the third meeting may accompany the Petition for Charter.
- The Petition for Chapter Charter* must be signed by a minimum of ten (10) eligible members (AEE members in good standing).
- A Chapter Affidavit* and Cover Sheet* are to be completed and submitted with the Petition for Chapter Charter.
- Mail Petition, Affidavit, Chapter Bylaws, and Cover Sheet to:

AEE Board of Directors
Attn: Michelle Whitlock
Association of Energy Engineers
3168 Mercer University Drive
Atlanta, GA 30341 U.S.A.

Or e-mail to michelle@aeecenter.org.

**The template for this form is provided at end of this document.*

CHARTER PRESENTATION

- A. The AEE Board of Directors will review the submitted material, and upon its approval the proposed chapter will be notified that the charter has been granted.
- B. The Chapter Board should then arrange a date for a charter presentation. The Chapter should contact AEE Headquarters to establish a date when an AEE officer or representative may be available to present the charter.
- C. Photos of this meeting along with names and appropriate copy describing the event may be sent to AEE Headquarters for publication in the AEE Chapter Insight newsletter sent to all AEE members.

REPORTS REQUIRED AFTER CHAPTER IS CHARTERED

- A. Annual Chapter Operations Report***. *This report is not optional.* A template for that year's Report will be sent the chapter around the first part of December, with a deadline for submittal of no later than February 15.
- B. Reports of Nomination and Election of Chapter Officers***. It shall be the duty of the chapter officers to furnish the AEE Board of Directors through its Executive Administrator a complete list of the duly elected officers annually. *Only members in good standing of AEE, the parent organization, may be elected to offices in the chapter. Membership status should be confirmed before placing a name in nomination.*
- C. Minutes of Chapter Meetings.** Copies of meeting minutes and newsletters should be sent to the Assistant Director for the chapter's Region and to AEE Headquarters to the attention of the Executive Administrator.
- D. Reports of Activities.** From time to time the AEE Board may request reports on activities in the chapter.

** The template for this form is provided at end of this document.*

MINIMUM REQUIREMENTS FOR COMPLIANCE AS CHAPTER IN GOOD STANDING

- A. An annual Chapter Operations Report must be filed by February 15 of each year.**
- B. A minimum of three meetings must be held each year.**
- C. The membership of the Chapter must include at least ten members in good standing of AEE the parent organization.**
- D. All Chapter officers must be members of AEE in good standing.**
-

(Complete and return this page)

INTERIM CHAPTER BOARD

Please fill out the form below, print and mail to Michelle Whitlock
AEE, 3168 Mercer University Drive, Atlanta, GA 30341 or
e-mail to michelle@aeecenter.org

Chapter Name: _____

Interim President's Name and AEE Member #: _____ # _____

Address: _____

Telephone: _____ Fax: _____ E-Mail: _____

Interim Vice-President: _____ # _____

Interim Secretary: _____ # _____

Interim Treasurer: _____ # _____

Interim Term of Office Beginning Date: _____

Note: Please complete and return to AEE Headquarters after your first organizational meeting.

All officers of chapter must be members in good standing in AEE, the parent organization. *Be sure to check the status of nominees' memberships before allowing their names to be placed on the ballot.*

(Complete and return this page together with Chapter Affidavit and Chapter Bylaws in application package)

PETITION FOR CHARTER

We, the undersigned, being members in good standing of the Association of Energy Engineers, hereby petition for charter to form the _____ Chapter of the Association of Energy Engineers.

All information requested below must be completed.

1.	Print Name Clearly (<i>Name must appear exactly as shown on AEE membership</i>):	AEE Member # (required):	E-Mail Address:	Signature:
2.	Print Name Clearly (<i>Name must appear exactly as shown on AEE membership</i>):	AEE Member # (required):	E-Mail Address:	Signature:
3.	Print Name Clearly (<i>Name must appear exactly as shown on AEE membership</i>):	AEE Member # (required):	E-Mail Address:	Signature:
4.	Print Name Clearly (<i>Name must appear exactly as shown on AEE membership</i>):	AEE Member # (required):	E-Mail Address:	Signature:
5.	Print Name Clearly (<i>Name must appear exactly as shown on AEE membership</i>):	AEE Member # (required):	E-Mail Address:	Signature:
6.	Print Name Clearly (<i>Name must appear exactly as shown on AEE membership</i>):	AEE Member # (required):	E-Mail Address:	Signature:
7.	Print Name Clearly (<i>Name must appear exactly as shown on AEE membership</i>):	AEE Member # (required):	E-Mail Address:	Signature:
8.	Print Name Clearly (<i>Name must appear exactly as shown on AEE membership</i>):	AEE Member # (required):	E-Mail Address:	Signature:
9.	Print Name Clearly (<i>Name must appear exactly as shown on AEE membership</i>):	AEE Member # (required):	E-Mail Address:	Signature:
10.	Print Name Clearly (<i>Name must appear exactly as shown on AEE membership</i>):	AEE Member # (required):	E-Mail Address:	Signature:

Name, Address and Signature of Interim Chapter President:	Date:
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Mail signed petition to AEE Board of Directors, Association of Energy Engineers,
E-mail to michelle@aeecenter.org

***(Complete and return this page together with Petition for Charter and Chapter Bylaws
in application package)***

CHAPTER AFFIDAVIT

Association of Energy Engineers, Inc.

The Association of Energy Engineers, Inc. ("Association") is a not-for-profit organization and is tax-exempt under Internal Revenue Code Section 501(c) (6). The Association was formed and operates to promote the scientific and educational interests of those engaged in the energy industry through continuing education programs, newsletters, and other related activities.

The Association carries out much of its work through its chapters, which operate to promote the mission of the Association in local communities across the United States and abroad. Chapters hold periodic meetings to discuss activities and issues that are occurring in the energy industry and host special events, meetings or seminars and educational courses. The expenditures of the chapter mostly include rental space, printing, postage, educational materials, meals and miscellaneous office expenses. The Chapters may collect dues as well as meeting and seminar fees to defray the costs of their programs and activities.

Although the chapters have substantial autonomy in their governance, the IRS rules require that they remain subject to the "general supervision and control" of the Association.

This affidavit sets forth the general terms and conditions of the relationship between the Association and the chapter, and upon its completion and execution, the Association will confirm the charter of an existing chapter, or will issue a charter to a new chapter formally designating it as an official Chapter of the Association.

AFFIDAVIT

In consideration of the confirmation or issuance of a charter, the Chapter through its initial duly authorized undersigned officer agrees as follows:

1. The Chapter is responsible for complying with the laws of its country regarding the establishment of a chapter of a US organization.
2. The Chapter shall operate exclusively to promote the mission and purposes of the Association. The Chapter shall not offer programs which compete with those being offered directly by the Association, or carry on any activities or operations which might, directly or indirectly, adversely affect the goodwill, reputation or relations of the Association with its members or the public generally.
3. The Chapter will regularly encourage its members to hold concurrent active membership in the Association.
4. Only a member in good standing of the Association shall be eligible to serve as an officer of the Chapter.
5. The Chapter shall maintain at all times a membership of no fewer than ten (10) members in good standing of the Association.
6. The Chapter shall hold no less than three (3) meetings of its membership per year.

- 7. The Association urges the Chapter to use the model bylaws provided by the Association. Any changes adopted to the model bylaws shall require the prior approval of the Association. The model bylaw provision requiring that, in the event a Chapter terminates that any remaining assets shall be distributed to the Association or its charitable foundation, is mandatory and may not be amended.
- 8. By February 15 of each year, the Chapter shall file a Chapter Operations Report with the Association for the previous year using the form prepared by the Association. The Report shall include a list of the current officers and directors of the Chapter, and the current membership roster. This membership roster should identify which are members of the Association and which are members only of the Chapter. The list should include contact information. The Chapter acknowledges that this Report, and the information included in it, is critical to maintaining an efficient and collaborative relationship between the Association and its chapters and ensuring that the Association’s tax exemption is not jeopardized.
- 9. The Chapter is authorized to use the Association’s name, acronym and logo in conjunction with the Chapter’s name. (Logo shall conform to the Association’s published Policy on Logo Usage.) However, the Association shall be the sole owner of the Association name, acronym and logo, and it may revoke such authorization with or without cause. The Chapter shall enter into all contracts and all other legal agreements in the name of the Chapter and not in the name of the Association.
- 10. If Chapter chooses to take part in AEE training courses or use any AEE training materials, Chapter agrees that in the event a conflict of any type arises, including involvement of any other entity in country, AEE shall have the authority to cease all AEE training and collect any funds it is due. AEE also shall have the authority to dissolve the Chapter and to prohibit any further use of the AEE name, logo, and copyrighted materials.
- 11. The Chapter acknowledges that it has received and reviewed the Chapter Start Up Kit provided by the Association, and will abide by any additional requirements and policies set forth there.
- 12. In the event of failure of the Chapter to meet these obligations, the Association shall give the Chapter written notice of any violations and a reasonable period of time to become compliant. Failure to remedy violations may result in the revocation of the Chapter’s charter by the Association.

CHAPTER NAME: _____

Chapter Officer Signature: _____

Chapter Officer Name and AEE Member Number (please print clearly):

_____ # _____

Chapter Officer Title: _____ **Date:** _____

(Complete and return this page together with Petition for Charter and Chapter Affidavit in application package)

This Chapter Bylaws conforms to AEE's purposes. If the chapter adopts this form, its Bylaws will not need approval by the AEE Board of Directors. However, if this form is modified, the modifications will need approval. ***Please note where modifications have been made when submitting to the AEE Board of Directors.***

The Chapter is responsible for ensuring that the AEE headquarters office in Atlanta receives a copy of the Chapter's most recent Bylaws.

(Revised Nov 2017)

BYLAWS OF THE

(Chapter Name)

OF THE ASSOCIATION OF ENERGY ENGINEERS®

Article I - Name

Section 1. The name of the chapter shall be the _____ Chapter.

Section 2. The chapter may have such officers as may from time to time be designated by the Board of Directors.

Article II - Definition

Section 1. The term "Energy Industry" or "Industry" includes but is not limited to activities involved in energy utilization, conservation of energy sources and services.

Section 2. The term "Association" means Association of Energy Engineers with which this chapter is affiliated.

Section 3. The term "good standing" means a member of the Association of Energy Engineers who has paid dues within sixty (60) days of his/her renewal date.

Article III - Purposes

The purposes of this Association shall be:

Section 1. To promote the scientific and educational interests of those engaged in the energy industry.

Section 2. To foster cooperative action in advancing by lawful means the common purposes of its members, and promote activities designed to enable the industry to be conducted with the greatest economy and efficiency.

Section 3. To afford due consideration to and expression of opinion upon questions affecting the industry and to hold meetings for the presentation and discussion of technical papers.

Section 4. To cooperate with other industries and organizations.

Section 5. To conduct or engage in all lawful activities in furtherance of the foregoing purposes or incidental thereto.

Section 6. To affiliate with and promote the objectives of the Association of Energy Engineers.

Article IV - Membership

Section 1. A member of the chapter is encouraged to become a member of the Association of Energy Engineers.

Section 2. Duration of membership and resignation. Membership in this chapter may terminate by voluntary withdrawal as herein provided, or otherwise in pursuance of these bylaws. All rights, privilege, and interests of a member in or to the chapter shall cease on the termination of membership. Any member may, by giving written notice of such intention, withdraw from membership.

Section 3. Suspension and expulsion. Any member may be suspended or terminated for cause. Sufficient cause for such suspension or termination of membership shall be violation of the bylaws or any lawful rule or practice duly adopted by the chapter, or any other conduct prejudicial to the interests of the Association or the chapter as determined by a two-thirds vote of the Board of Directors.

Section 4. Voting. Members shall have voting rights for those items brought before them by the Board of Directors or by a properly approved motion from the floor.

Section 5. The Board of Directors may want to include various local grades, i.e. Affiliate member, Student, Retired.

Article V - Dues

Section 1. The annual dues for each member of the chapter shall be determined by the Board of Directors.

Section 2. Members who fail to pay their chapter dues within thirty (30) days from the time the same become due shall be notified by the secretary. In the case where payment is not made within the next succeeding thirty (30) days the member shall be dropped from the rolls and thereupon forfeit all rights and privileges of chapter membership. Reinstatement will be considered upon request of a member and for good cause shown.

Article VI - Meetings

Section 1. Annual. There shall be an annual meeting of the chapter during the month of _____, unless otherwise ordered by the Board of Directors, for election of officers. Notice of such meeting, signed by the secretary, shall be mailed or e-mailed to the last recorded address of each member at least thirty (30) days before the time appointed for the meeting.

Section 2. Regular. Regular meetings of the chapter shall be held on the ____ of each month. If meetings are not held each month, a minimum of three meetings must be held during the year. Notice of time and place shall be mailed or e-mailed to each member at his last recorded address at least ten (10) days in advance of each meeting.

Section 3. Special -Special meetings of the chapter may be called by the president. Notice of any special meeting shall be mailed or e-mailed to each member at his last recorded address at least ten (10) days in advance, with a statement of time and place and information as to the subject or subjects to be considered.

Section 4. Quorum. Ten percent (10%) of chapter members in good stand present at any meeting of the chapter shall constitute a quorum, and, in case there be fewer than this number, the presiding officer may adjourn the meeting from time to time until a quorum is present. In the absence of a quorum, chapter officers are empowered to act for the chapter.

Section 5. The order of business may be as follows:

1. Call to order
2. Reading of minutes of previous meeting
3. Communications or letters
4. Reports of officers
5. Reports of committees
 - a. Standing
 - b. Special
6. Meeting agenda
7. Old business
8. New business
9. Adjournment

Section 6. The order of business may be altered or suspended at any meeting by a majority vote of the members present.

Article VII - Board of Directors

Section 1. The Board of Directors shall have supervision, control and direction of the affairs of the chapter.

Section 2. The Board shall be composed of the chapter's president and president-elect, vice-president, secretary, treasurer, and chairmen of the standing committees.

Section 3. Board Meetings. Except that the Board shall have a regular meeting at the time and place of the annual meeting, the Board shall meet upon call of the President at such times and places as he may designate.

Section 4. Quorum. A majority of the whole Board shall constitute a quorum at any meeting of the Board. Any small number may adjourn from time to time until a quorum be present.

Section 5. Absence. If a director is absent from three (3) consecutive meetings for reasons which the Board has failed to declare to be sufficient, his resignation shall be deemed to have been tendered and accepted.

Section 6. Compensation. Directors as such shall not receive any compensation for their services. The Board may by resolution authorize reimbursement of expenses incurred in the performance of their duties.

Section 7. Resignation or removal. Any director may resign at any time by giving written notice to the president, the secretary, or to the Board of Directors. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the president or the Board.

Section 8. Vacancies. Any vacancies that may occur on the Board by reason of death, resignation, or otherwise may be filled by the remaining members of the elected officers for the unexpired term.

Article VIII - Officers

Section 1. The elected officers of this chapter shall be a president and president-elect, one (1) vice president, a secretary, and a treasurer. The candidates shall be nominated prior to the annual meeting, and the officers elected by the chapter during the chapter's annual meeting. Election shall be by ballot where a majority of the votes cast shall elect the officers, provided there is quorum present.

Section 2. Elected officers shall take office thirty (30) days after election and serve for a term of one year effective the first of each year and until his or her successor is duly elected. Officers may serve more than one year at the discretion of the Board of Directors.

Section 3. Vacancies in any elected office may be filled for the balance of the term. Election can be held at any regular or special meeting where a quorum is present.

Section 4. President. The president shall be the principal elective officer of the chapter, shall preside at meetings of the chapter and of the Board of Directors. He shall be a member ex-officio, with right to vote, of all committees and of the nominating committee.

Section 5. Vice President. The vice presidents may be delegated by the president to perform his duties in the event of the president's temporary disability or absence from meetings. He shall have such other duties as the president of the Board may assign.

Section 6. Treasurer. The Treasurer shall keep an account of all monies received and expended for the use of the chapter and shall make disbursements authorized by the Board and approved by the president and such other officers as the Board may prescribe. He shall deposit all sums in the bank, or trust company, approved by the Board of Directors, and shall make a report at the annual meeting or when called upon by the president. Funds may be drawn only upon the signature of the treasurer or president or both as prescribed by the Board of Directors. The treasurer, with the approval of the Board, may appoint one or more assistant treasurers to perform such duties as the treasurer may assign.

Section 7. Secretary. The Secretary's duties shall be to give notice of and attend all meetings of the chapter, to keep a minutes of all proceedings, to attest documents and perform such other duties as are usual for such official or as may be duly assigned to him.

Section 8. Standing Committee Chairman. Duties shall be reviewed by the outgoing chairman with the newly elected chairman.

Article IX - Committee

Section 1. The president, subject to the approval of the Board of Directors, shall annually appoint such standing and special subcommittees as may be required by the bylaws or as he may find necessary.

Section 2. Nominations Committee. During the month of _____ of each year, the Board of Directors shall appoint a nominating committee of three (3) persons to nominate candidates for office. The committee shall notify the secretary, in writing, at least thirty (30) days before the date of the annual meeting, of the names of the candidates it proposes, and the secretary shall mail or e-mail a copy thereof to the last recorded address of each member at least twenty (20) days before the annual meeting.

Section 3. Independent Nominations. Nominations for elected office may also be made by members of the chapter if received by the secretary thirty (30) days prior to the annual meeting.

Article X - Mail or E-Mail Vote

Section 1. Whenever, in the judgment of the Board of Directors, any question should be put to a vote of the active membership, and when it deems it inexpedient to call a special meeting for such purpose, the directors may send such a matter to the membership in writing by mail or e-mail for vote and decision, and the question thus presented will be determined according to a majority of the votes received by mail or e-mail within thirty (30) days after such submission to the membership. Any and all action taken in pursuance of a majority mail or e-mail vote will be reviewed at a duly appointed meeting.

Article XI - Fiscal Year

The fiscal year shall commence on the first day of January and shall end on the last day of December.

Article XII - Seal

The chapter shall have a seal of such design as the Board of Directors may adopt.

Article XIII - Indemnification

The chapter may, by resolution of the Board of Directors, provide the indemnification of the chapter of any and all of its directors or officers or former directors or officers against expenses actually and necessarily incurred by them in connection with the defense of any action, suit, or proceeding in which they or any of them are made parties, or a party, by reason of having been directors or officers of the chapter, except in relation to matters as to which such director or officer shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability for negligence or misconduct.

Article XIV - Use of Chapter Funds

The chapter shall use its funds only to accomplish the objectives and purposes specified in these bylaws, and no part of said funds shall inure, or be distributed, to the members of the chapters.

Article XV - Amendments

The authority to make amendments shall be vested in the Board of Directors, subject to the approval of the members in good standing at a special or regular meeting and the Association Board of Directors.

Article XVI - Authorization

Section 1. The chapter shall not enter into any contracts binding the Association without prior written approval of the Association Board of Directors. It shall be understood that the chapter is an extension of the Association and members shall act accordingly. The chapter must seek specific approval for the use of the Association of Energy Engineers' name in written approval of the Association Board of Directors.

Section 2. No members of the chapter shall enter into any contracts in the name of the chapter in dealings with others without the written consent and authorization of the chapter's Board of Directors.

Section 3. The chapter shall cooperate with the Association of Energy Engineers in compliance with its request for reports on activities, meetings and budgets.

Article XVII - Dissolution

Section 1. If a Chapter does not file as annual Chapter Operations Report, or if a Report is filed but reveals that the Chapter has not met these minimum requirements to remain a Chapter in good standing:

REPORT ON OFFICERS

Please complete the information below and submit to AEE Headquarters within no more than thirty days of officers taking office.

Mail to: Michelle Whitlock
Executive Administrator Association of Energy Engineers
3168 Mercer University Drive
Atlanta, GA 30341

Or **E-mail to:** michelle@aeecenter.org

Or **Fax to:** 770.446.3969

CHAPTER OFFICERS

CHAPTER NAME: _____

Regular Chapter Meeting Day: _____

Regular Chapter Meeting Location: _____

Chapter Website Address: _____

PRESIDENT: _____

Name: _____

Member Number: _____

Mailing Address for Chapter Materials: _____

Phone: _____ Fax: _____

E-Mail: _____

VICE PRESIDENT: _____

Name: _____

Member Number: _____

Mailing Address for Chapter Materials: _____

Phone: _____ Fax: _____

E-Mail: _____

TREASURER: _____

Name: _____

Member Number: _____

Mailing Address for Chapter Materials: _____

Phone: _____ Fax: _____

E-Mail: _____

SECRETARY: _____

Name: _____

Member Number: _____

Mailing Address for Chapter Materials: _____

Phone: _____ Fax: _____

E-Mail: _____

Officers below are optional. Other officers authorized by your Chapter should be added here.

SCHOLARSHIP CHAIR: _____

Name: _____

Member Number: _____

Mailing Address for Chapter Materials: _____

Phone: _____ Fax: _____

E-Mail: _____

AWARDS CHAIR: _____

Name: _____

Member Number: _____

Mailing Address for Chapter Materials: _____

Phone: _____ Fax: _____

E-Mail: _____

HISTORIAN: _____

Name: _____

Member Number: _____

Mailing Address for Chapter Materials: _____

Phone: _____ Fax: _____

E-Mail: _____

CHAPTER OPERATIONS REPORT

This annual report is not optional.

The time period covered by the report is from January 1 through December 31.

In December you will be sent a message that includes a link to the online form that is to be completed, signed by the designated Officers of the Chapter, and submitted no later than February 15 of the year following the year being reported. The data collected in this Report will confirm if Chapter is in compliance with minimum requirements for Chapters in good standing.

❖ This Report is to include a list of the current Chapter members. This list should be in two parts:

- 1) Chapter members who are members of AEE the parent organization; and
- 2) Chapter Members who are members only of the Chapter, not members of AEE the parent organization. This list should include contact information.

A link to the template for this list is included in the online form.

❖ The amount of the annual appropriations to be made by AEE Headquarters to chapters is determined by the information contained in this report.

❖ Officers of the Chapter must be members in good standing with AEE the parent organization. Prior to submitting your report, please confirm the membership status of each of your officers. This will prevent a delay in your report being processed. *Note: Status of membership should always be confirmed before accepting nominees for Officer positions.*

The Report section is to be completed and signed by the President.

The Financial Statement & Balance Sheet is to be completed and signed by the Chapter Treasurer.

Never use a template from a previous year.

Changes are made each year so be sure to use only the form that is provided in December each year.

It must be completed and submitted to michelle@aeecenter.org

No later than

FEBRUARY 15

