

BY-LAWS

Wisconsin Chapter of the American Foundry Society

*Last amended on 4-15-02
(Editorial amendments 8-30-04)*

Article I - Name and Object

Section 1

This organization shall be known as the Wisconsin Chapter of the American Foundry Society.

Section 2

The objectives of the Chapter shall be mainly those of the American Foundry Society; namely to promote the arts and sciences applicable to metal castings manufacturing and to improve methods of production, quality and technology of castings to the end that the utility of all classes of ferrous and non-ferrous castings is increased to the advantage of all persons engaged in the foundry and related industries.

A further objective shall be to establish more intimate and mutually helpful relations between companies and persons engaged in the various branches of the metal casting industry in the territory of the Chapter.

Article II – Territory

Section 1

The territory of this Chapter shall be as registered in the national office of the American Foundry Society.

Article III - Membership and Dues

Section 1

American Foundry Society members of all classes may be eligible to membership with equal privileges.

Section 2

Annual dues for membership shall be as provided in the by-laws and regulations of the American Foundry Society by the National Board of Directors.

Section 3

All dues shall be paid to the order of the Treasurer of the American Foundry Society, and shall become payable for the members of this Chapter on the anniversary date of the membership.

Section 4

Each company holding a company Corporate Membership shall designate a representative to exercise Chapter privileges of this membership. Each person holding a personal membership in the American Foundry Society may be privileged to become a member and to exercise all privileges of Chapter membership.

Article IV – Financing

Section 1

The membership dues refund paid to the Chapter by the American Foundry Society as provided by its by-laws, may be applied toward defraying Chapter activities expenses. The Chapter Board of Directors may and shall, when it is deemed necessary, make provisions for additional funds. The Chapter Board may also receive contributions or bequests and shall have complete control over all funds raised and received by the Chapter.

Section 2

It is further understood that the Chapter Board of Directors shall have authority to raise and dispense funds for special purposes. It shall be understood, however, that contributions to any special funds shall be voluntary and that failure to contribute shall not deprive any member of the American Foundry Society of Chapter privileges.

Section 3

No part of the income or property of this Chapter shall inure to the benefits of any individual, and in the event of dissolution of the Chapter, all assets thereof shall become the property of such not-for-profit organization as the Board of Directors of the Chapter shall determine can best carry out the stated objects of the Chapter.

Article V - Officers and Board of Directors

Section 1

Officers of the Chapter shall consist of a President, Vice-President, Secretary and Treasurer.

Section 2

The Chapter Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, and ten other members of the Chapter, one of whom shall be the last retiring Chapter President.

Section 3

The Chapter Officers shall be elected for terms of one (1) year.

Section 4

All Chapter Directors shall be elected for terms of three (3) years, except the last President, who shall serve as a director until succeeded.

Article VI - Filling Vacancies of Officers and on the Board of Directors

Section 1

In case a vacancy occurs in the office of the President between annual business meetings, the Vice-President shall become President.

Section 2

The Nominating Committee shall recommend the manner of filling the vacancy of Vice-President, Secretary, Treasurer or Director if a vacancy occurs in any of those offices during the Chapter's fiscal year. All such recommendations will be acted on by the Chapter Board of Directors.

Article VII - Duties of Officers

Section 1

PRESIDENT The President shall preside at all meetings of the Board of Directors and at all regular and special meetings of the Chapter when the proceedings are of a business nature.

He/she shall appoint standing and special committees and their Chairs, subject to the approval of the Board of Directors. The Chapter President shall be a member ex-officio of all such committees.

He/she shall submit, at the April Board Meeting, a report reviewing activities of the Chapter and recommending future activities, together with a report prepared by the Treasurer showing receipts and disbursements for the year.

Section 2

VICE-PRESIDENT The Vice-President shall fulfill the duties of the President when the latter for any reason is unable to act in his/her capacity as Chapter President. He/she shall be the General Chair of all program activities including the Annual Regional Conference. He/she shall assist the President with committee organization, and he/she shall be responsible for the monthly meeting programs.

Section 3

SECRETARY The Secretary shall be the custodian of the permanent records of the Chapter, prepare the minutes of all Board meetings and any regular and special meetings of the Chapter, maintain a correct list of members, and in writing notify members of all Chapter meetings. He/she shall procure all printed matter necessary for all Chapter meetings and other activities subject to the approval of the Chapter Board of Directors.

Section 4

TREASURER The Treasurer shall have charge of all funds of the Chapter and shall disburse such funds only as

determined authorized by the Chapter Board of Directors. He/she shall keep the accounts in books belonging to the Chapter, which at all times, shall be open to inspection by any member of the Chapter Board of Directors. He/she shall supply the President of the Chapter with a report of receipts and disbursements for the year for presentation at by the April Board meeting.

He/she will supply a certified public accountant's compilation within 90 days of the close of the fiscal year, and a certified public accountant's audit report every five (5) years, also within 90 days of the close of every fifth fiscal year.

Article VIII - Board of Directors

Section 1

The affairs of the Chapter shall be governed by the Board of Directors. A majority of the Board shall constitute a quorum at any meeting.

Article IX - Annual Meeting and Fiscal Year

Section 1

The annual meeting shall be the March Board of Directors meeting at which time the election of officers and other necessary business shall be conducted. The fiscal year of the Chapter shall be from June 1st to May 31st inclusive.

Article X - Meetings of Board of Directors

Section 1

The Board of Directors shall meet at the call of the President or the call of three members of the Board, upon twenty-four hours written notice.

Section 2

At least six meetings shall be held during the Chapter's fiscal year.

Article XI - Meetings of the Chapter

Section 1

Meetings of the Chapter shall be held at a time and place as determined by the Board of Directors. Members shall receive at least four days advance notice in writing of any meeting of the Chapter.

Article XII – Budget

Section 1

The Board of Directors will prepare an annual budget of expenses which shall not exceed the expected income of the Chapter.

Article XIII – Committees

The following regular standing Committees shall be appointed annually by the Chapter President:

Annual Outing Committee

Apprentice/Trainee Committee

Arrangements Committee

Christmas Party Committee

Education Committee

Nominating Committee

Old Timers Committee

Past President Scholarship Fund

Policy Committee

Program Committee

Finance & Audit Committee
Keyman Committee
Membership Committee

Publicity & Public Relations Committee
Regional Conference Committee
Ticket Sales Committee

Each of these committees shall have at least one member on the Board of Directors. Special Ad Hoc Committees, such as Student Aid may be appointed for such purposes and such terms as the Board of Directors may prescribe.

Article XIV - Nomination and Election of Officers and Directors

Section 1

The Nominating Committee shall solicit from the Chapter members during the January and February meetings, nominations for the offices of President, Vice President, Secretary, Treasurer and for the Board of Directors.

Section 2

The Nominating Committee shall present to the members at the March meeting their list of nominations for the offices of President, Vice President, Secretary, Treasurer and for the Board of Directors in accordance with the provisions of Article V.

Section 3

All voting shall be by secret or mail ballot and be tallied and reported at by the April Chapter meeting as determined by the Board of Directors. The election shall be in the charge of three tellers appointed by the President from the membership, who are neither officers, directors or members of the Nominating Committee. Only paid up members shall be entitled to vote and the Secretary shall furnish qualified lists of the voters to the election tellers.

Section 4

The results of the election of officers and directors shall be announced at by the April meeting of the Chapter. The newly elected officers and directors shall assume their duties after the May meeting and serve the terms for which they have been elected and until their successors have been chosen and qualified.

Section 5

It is the policy of this Chapter that the Nominating Committee consists of the six most recent past presidents willing and able to serve. The Nominating Committee shall nominate only one person for each vacant office and directorship, being guided in these nominations by recommendations from the membership and giving due consideration to the proper representation of each branch of the industry on the Board of Directors.

Article XV – Amendments

Section 1

These Chapter By-Laws may be amended by a two-thirds vote of the membership of the Chapter present at a regular or special meeting, provided notice of vote on such amendments shall have been given to the members at a previous regular or special meeting. The full text of any amendments shall be submitted in writing to the membership at least 30 days before the membership shall be called upon to vote on such amendments.

Article XVI

Section 1

The Chapter By-Laws, amendments thereto, and official actions of the Chapter shall not conflict with any provisions governing the Chapter in the By-Laws of the American Foundry Society.