



HEARTLAND CHAPTER OF THE ISEE, INC.

Constitution & By-Laws



Heartland Chapter - ISEE
1109 2nd Avenue South
Greenwood, MO 64034

Section 1.01 The HEARTLAND CHAPTER of the ISEE, Inc. is a not for profit association formed to promote the International Society of Explosives Engineers and to adhere to its Constitution and By-laws.

Section 1.02 Explosives engineering is defined as the area of engineering practice where judgment and experience are utilized in the application of scientific principles and techniques as they pertain to construction, quarrying, mining, demolition, geophysical prospecting, vibration control, drilling and blasting and the use and handling of explosives in general.

Article II. Purpose

Section 2.01 The purpose of the Heartland Chapter of the ISEE, Inc. is:

- (a) To advance the science, art, and safety of explosives engineering.**
- (b) To provide forums and media through which experiences with the principles and techniques of explosives engineering may be reported, discussed and published in the furtherance of the general benefit.**
- (c) To serve the states included in our Chapter as a body of specialist composed of all segments of the explosives industry readily available to give services in the matters which affect the manufacture, transportation, storage and use of explosives and related equipment.**
- (d) To promote a favorable public perception of Explosives Engineers and the contributions that they make to society.**
- (e) To promote career development and encourage Explosive Engineering instruction in appropriate education curricula.**
- (f) To assist the International Society of Explosives Engineers in their efforts to address the legislation and regulation on the use of explosives at the international, federal, state and local level.**

Article III. Not for Profit Status

Section 3.01 No officer, director, employee, consultant, or member shall execute any policy, take any action, or perform any function that would violate, abrogate, or destroy the Chapter's status as a non-profit association. The prohibition shall specifically apply to but not be limited to any acts to promote any lobbying activity which would or could set aside the Chapter's not for profit status.

Article IV. Liability

Section 4.01 Each member herein expressly state that they shall hold the Association harmless for any and all claims that might arise as a result of the Association performing any of the functions expressed in these by-laws.

Section 4.02 Additionally, such member expressly agrees to hold the Chapter, its directors, officers, employees, consultants, or fellow members, harmless which may or might otherwise occur as a result of fulfilling the functions of this Association previously expressed in the by-laws. It is further agreed such functions shall be liberally interpreted for the purpose of holding the Chapter, its directors, officers. Employees, consultants, or other fellow members harmless against any and all legal action of whatsoever kind or nature.

Section 4.03 It is the intent of this association to allow the members to freely express ideas, give frank opinions, and otherwise express themselves freely and candidly; to assist each fellow member in achieving the fulfillment of the objective and functions of this Chapter and to not be concerned about the potential liability.

Section 4.04 It is the expressed intent of the Chapter to hold the President, Officers and members of the Board free and clear of any liability of whatsoever nature from whatsoever source when pursuing the objective of the Chapter shall be most liberally interpreted.

Section 4.05 *All members of the Board of Directors shall be required to be a member in good standing of both the Chapter and the International Society of Explosives Engineers.*

Article V. Membership

Section 5.01 *The membership shall consist of Members, Associate Members, Student Members, Emeritus Members and Life Members.*

Section 5.02 *Admission to membership shall be upon approval of application duly made, and in accordance with procedures established by the Board of Directors (Board) and embodied in the By-laws*

Section 5.03 *An eligible member shall be any individual who is presently engaged in or has been engaged in explosives engineering as defined in Section (1.02). Any member in good standing has the privilege of holding elective office, voting for Officers and Directors and voting on changes to the Constitution and By-laws.*

Section 5.04 *An Associate Member shall be an individual who is interested in explosives engineering, but who is not otherwise qualified to be a Member. As Associate Member has all the privileges and prerogatives of a Member except that he cannot hold elective office or vote on changes to the Constitution and By-laws.*

Section 5.05 *A Student Member shall be a student regularly enrolled in a college, university, or trade school. A Student Member has no voting privileges and cannot hold elective office.*

Section 5.06 *Life Member may be granted by the Board upon recommendations by the Membership.*

Section 5.07 *All applications for membership shall be accompanied by remittance of the annual dues, and shall be forwarded to the Treasure of the Chapter.*

Section 5.08 *The first day of the tenth month of each fiscal year, the Secretary/Treasure shall mail and/ or email notice of the next fiscal year's dues, as they stand to each Chapter Member.*

Section 5.09 *No member shall be eligible to vote or hold office during a fiscal year unless dues for that fiscal year are paid in full at the time of vote or election.*

Section 5.10 *All active Members may pay their dues between October 31 and December 31 and are automatically transferred to active status.*

Section 5.11 *Members failing to pay their dues by December 31 lose all rights and privileges of membership.*

Section 5.12 *A Member in good standing may resign by submitting his resignation in writing to the President of the Chapter.*

Section 5.13 *A Member who has failed to pay their dues or has resigned in good standing may be restored to active status by paying their dues for the year in which they request reinstatement.*

Section 5.14 *An Associate Member who wishes to apply for the grade of Member must submit an application as provided for in Section 5.02, but if his current dues are paid; his application need not be accompanied by remittance of dues.*

Section 5.15 *A student member may retain that status until the end of the calendar year in which he ceased to be a regularly enrolled student. However, if the student receives a degree they may, at their request, be transferred to Member without payment of additional dues for that year. If a request for transfer is not made by the end of the calendar year in which the degree is granted, application must be made as provided for in Section 5.02.*

Section 5.16 Any member of any grade, who after adequate opportunity of a hearing before both this Chapter and the Society may be adjudged to have violated the Canons of the Ethics for Engineer's Council for Professional Development or violated the Constitution and By-laws of the Society or the Articles of Organization or By-laws of this Chapter, or been guilty of conduct prejudicial to the best interest of the Society or this Chapter, may be expelled from this Chapter by a two-thirds vote of the entire Board of Directors of this Chapter and/or may be expelled from the Society by a two-thirds vote of the entire Board of Directors of the Society. Expulsion from the Society results in automatic expulsion from this Chapter. Charges against a member shall be prepared in writing and filed with the Secretary/Treasure of this Chapter and/or the Secretary of the Society

Article VI. Officers and Board of Directors

Section 6.01 The officers of this Chapter shall be a President, Vice President and Secretary/Treasure.

Section 6.02 The governing body of this Chapter shall be a Board of Directors in which the government and management of this Chapter is vested, except as otherwise provided for in the Articles of Organization and By-laws.

Section 6.03 The Board shall consist of the President, Vice President, Secretary/Treasure, Past President and five Directors elected at large from the membership of this Chapter. A quorum of the Board shall consist of five Board Members.

Section 6.04 All members of the Board of Directors shall be required to be members of the International Society of Explosives Engineers.

Section 6.05 *By vote of a majority of the Directors, then in office, the Board of Directors may elect from its own number, an Executive Committee to which may be delegated by resolution of the Board the management of current and ordinary business of the Chapter, except those which are required by law, Articles of the Organization or any other provision of these By-laws to be exercised by the full Board of Directors.*

Section 6.06 *The President may also appoint at his discretion members of the Board or Members at Large from the Chapter to committees or working groups to fulfill specific task and duties for the Board or Chapter at large.*

Section 6.07 *The Board may also appoint at their discretion a member of the Board or a Member at Large to fulfill specific task and duties for the Board or Chapter at Large.*

Section 6.08 *Should the President appoint a committee or working group the membership of that group and the duties assigned to that group should be approved by the Board.*

Article VII. Election and Terms of Office

Section 7.01 *The term of office for the President, Vice President, Secretary/Treasure and five Directors at large shall be two years.*

Section 7.02 *The Vice President and two Directors at large shall be elected every even numbered year.*

Section 7.03 *The Secretary Treasure and three Directors at large shall be elected on the same ballot every odd numbered year.*

Section 7.04 *The Vice President will assume the office of President after serving two years as Vice President.*

Section 7.05 *The President will remain on the Board of Directors as Past President for two years after the serving the two year term as President.*

Section 7.06 *The Officers and Directors shall be nominated for election by the Board. Any member in good standing of both the Heartland Chapter and the International Society of Explosives Engineers may be nominated. Nominations will be announced to the Chapter at large through written or email notice contained within the Chapter newsletter.*

Section 7.07 *The Officers and Directors shall be chosen by mail or email ballot prior to and by completed ballots at the Annual Chapter Members' Meeting.*

Section 7.08 *All officers and Directors shall take office at the conclusion of vote tabulation at the time of the Annual Chapter Members' Meeting.*

Section 7.09 *Two members of any organization can be newly elected to a Board seat for any given term. The office of Past President will be excluded from this section.*

Section 7.10 *If the office of President becomes vacant, the Vice President shall fill the remainder of the vacated term. A replacement for the Vice President will not be filled until the next regularly scheduled election.*

Section 7.11 *Vacancies during a term in any other position on the Board shall be filled by a vote of the Board for the remainder of that vacated term.*

Article VIII. Duties of Officers

Section 8.01 *The President is the chief executive officer of this Chapter and shall preside at all meetings of this Chapter. The President shall be responsible for administering the affairs of this Chapter according to the policies and regulations established by the Board of Directors.*

Section 8.02 *The Vice President shall act for the President when ever the President is unable to perform his duties and shall be a member of the Board of Directors and any other duties assigned by the Board.*

Section 8.03 *The Secretary/Treasure shall keep minutes of the meetings of the Chapter and proceedings of the Board of Directors, shall keep a roll of members, and shall be responsible for all official correspondence of the Chapter. This office shall also be in charge of the funds of the Chapter and shall disburse the same upon authority of the Board of Directors. This office will also submit all annual reports requested by the Society.*

Article IX. Duties of Board of Directors

Section 9.01 *The Board of Directors shall exercise all the powers of this Chapter except as otherwise required by law or these By-laws. The Directors as a Board may appoint and remove at pleasure such employees, other than officers, as they shall see fit, shall have access to all financial records, shall fill all vacancies that may occur during the year in any office, except as otherwise provided in these By-laws, and may make for their own government such rules and regulations, not inconsistent with these By-laws as they see fit.*

Section 9.02 *Regular meetings of the Board of Directors may be held without call or formal notice as such places and at such times as deemed appropriate by the President, Secretary/Treasure, and/or three Directors, reasonable notice thereof given to each Officer and/or Director. If there is no Officer qualified by these By-laws to preside at any meeting of the Board of Directors, the Directors shall choose one of their members to preside.*

Section 9.03 *The Board of Directors may establish annual dues for the Chapter Membership prior to the Annual Chapter Members Meeting. No additional assessments shall be levied upon the membership unless such eligible members shall have voted for such assessment with a majority vote.*

Section 9.04 *The general Membership may rescind any dues increase by affirmative vote of two-thirds of the Membership then authorized to vote on any question and the dues will then revert to the level before such change.*

Section 9.05 At any meeting of the Board of Directors, a quorum for any election or for the consideration of any question shall consist of a majority of the Directors then in office, but any meeting may be adjourned from time to time by a majority of the votes cast upon the question, whether or not a quorum is present and the meeting may be held as adjourned without further notice. When a quorum is present at any meeting, the votes of the majority of the Directors present and voting shall be requisite and sufficient for election to any office, and majority of the Directors present and voting shall decide any question brought before such meeting, except in any case where a larger vote is required by law, Articles of Organization or by the By-laws.

Article X. Meeting of Members

Section 10.01 The annual meeting of Chapter Members shall be held prior to March 31 of each calendar year. The purpose of the annual meeting in addition to those prescribed by laws, Articles of Organization, and By-laws, may be specified by the President or by a majority of the Directors then in office, or by five or more members who are entitled to vote there at.

Section 10.02 The agenda for the annual meeting shall be a report by the President or Past President on the state of the Chapter and announcement of any newly elected officers and directors, preceded by the required General Chapter Meeting training segments.

Section 10.03 The new President will then preside over the Chapter Meeting.

Section 10.04 The Chapter shall conduct three General Chapter Meetings consisting of three training and/or informational segments. The informational segments will consist of a regulatory update, blast design or seismograph training and presentations of interest. Each segment will consist of a minimum of forty-five minute.

Section 10.05 The Secretary/Treasure will take roll for each segment and provide each member with a Certificate of Attendance for each meeting signed by either the President, or Vice President in the President's absence and the Secretary/Treasure, or any elected Board of Director in Secretary/Treasure's absence. This certificate can be used as verification of refresher training for regulatory authorities.

Section 10.06 A written or electronic notice of each meeting of Members, stating the place, day and hour of General Meeting shall be given at least twenty days before a meeting to each Member, by mailing notice to the members residence or usual place of business, or by emailing notification to the Member at the address or email as it appears upon the books of the Chapter. Notice shall be given by the Secretary/Treasure or some other officer or by a person designated by the President and/or Board of Directors.

Section 10.07 At any meeting of the Members, a quorum for the election of any Officer or Director or for the consideration of any question shall be the presence of Members representing a total of ten votes, except in any case where a larger quorum is required by law, by the articles of Organization or by these By-laws. In any case any meeting may be adjourned from time to time by a majority of the votes properly cast upon the question, whether or not a quorum is present, and the adjourned meeting may be held without further notice.

Section 10.08 At any meeting a procedural question requiring parliamentary ruling not provided for in the Articles of Organization or By-laws shall be decided in accordance with Robert's Rules of Order, Revised.

Article XI. Fiscal Year

Section 11.01 The fiscal year of this Chapter shall begin on January 1 and terminate December 31.

Article XII. Dues

Section 12.01 The amount of dues payable may be established and changed from time to time by a majority vote of the Board of Directors at any of its meetings called in whole or in part for that purpose. Dues shall be payable for the entire fiscal year of the Chapter, but a Member who first joins shall pay the dues currently set by the Chapter. Any Member expelled for non-payment of dues may be reinstated upon payment of delinquent amount.

Article XIII. Execution of Papers

Section 13.01 Execution of Papers Except as the Board of Directors may generally or in particular cases authorize the execution thereof in some other manner, all deeds, releases, transfers, contracts, bonds, notes, checks, drafts or other obligations made, accepted or endorsed by the Chapter shall be signed by the President and/or by the Secretary/Treasure.

Article XIV. Amendments

Section 14.01 These By-laws may be altered, amended, or repealed at any legal business meeting or the Members at which a quorum is present by a majority vote of the Board of Directors. A two-thirds majority is required to amend these By-laws.