

INSTITUTE OF INDUSTRIAL ENGINEERS, INC.  
READING PENNSYLVANIA CHAPTER  
CHAPTER CONSTITUTION

ARTICLE I  
NAME AND LOCATION

Section 1

The name of this organization shall be the Reading Pennsylvania Chapter of the Institute of Industrial Engineers, Inc., hereinafter called the "Chapter." The boundaries of the Chapter are set forth in the Chapter By-Laws and defined by the postal ZIP codes listed therein.

Section 2

The Chapter shall be designated as "Chapter 119".

ARTICLE II  
DEFINITIONS

For purposes of the Chapter Constitution and Chapter By-Laws, the following definitions shall apply and shall be equally applicable to both the singular and plural forms of the terms.

"Board of Directors" shall mean the governing body of the Chapter as more fully described in Article V hereof.

"Chapter" shall have the meaning provided in Article I hereof.

"Chapter By-Laws" shall mean the by-laws of the Chapter.

"Chapter Constitution" shall mean this constitution of the Chapter.

"Chapter Member" shall have the meaning defined in Article V, Membership.

"Charter Member" shall have the meaning defined in Article XI, Effective Date.

"Corporate Constitution" shall mean the constitution of the Corporation.

"Corporate By-Laws" shall mean the by-laws of the Corporation.

"Corporation" or "IIE" shall mean the Institute of Industrial Engineers, Inc.

"Director" shall mean a person duly elected or duly appointed to the position of Director in accordance with the Chapter By-Laws.

"IIE Headquarters" shall mean the headquarters office of the Corporation, located at 3577 Parkway Lane Suite 200, Norcross, GA 30092 or such other location as may be designated by the Corporation.

"Officer" shall mean a person duly elected or duly appointed to the position of President, Treasurer, or such other office as the Board of Directors may establish for the good of the Chapter, all in accordance with the Chapter By-Laws.

### ARTICLE III PURPOSE, MISSION, VISION

The purposes of the Chapter shall be the purposes of IIE as set forth in the Corporate Constitution.

The mission of the Chapter shall be to (a) promote the industrial engineering profession within its chapter borders by assessing and responding to the needs and expectations of its membership in their professional and personal development, and (b) increase the visibility of the industrial engineering profession in the community.

The vision of the Chapter is to be recognized for providing its members with awareness and opportunities for continuous self-improvement.

Notwithstanding any of the foregoing provisions which may be construed to the contrary, the Chapter shall not engage in any activity which is not educational, scientific, or charitable within the meaning of Section 501 (C) (3) of the 1986 Internal Revenue Code; and on dissolution of the Chapter, its assets shall be distributed to an organization organized and operated for similar educational, scientific, or charitable purposes. No part of the income or principal of the Chapter shall inure to the benefit of or be distributed to any Chapter Member, Director, or Officer; as such terms are defined by the Chapter Constitution, Corporate Constitution, or any other private individual. No part of the activities of the Chapter shall be the carrying on of propaganda or otherwise attempting to influence legislation.

### ARTICLE IV CODE OF ETHICS

The "Code of Ethics" of the Chapter shall be the Code of Ethics of IIE, as such code is described in the Corporate Constitution.

## ARTICLE V MEMBERSHIP

### Section 1

The term "Chapter Member" shall refer a member of IIE who (i) has a membership grade that entitles such member to vote in chapter affairs and (ii) has been assigned to the Chapter by IIE Headquarters.

### Section 2

Grades of membership in the Chapter shall be the same as those set forth by IIE Headquarters in accordance with the Corporate Constitution.

### Section 3

Voting rights and other privileges associated with membership grades shall be the same as those set forth by IIE Headquarters in accordance with the Corporate Constitution.

## ARTICLE VI ELECTION, RESIGNATION, AND EXPULSION OF MEMBERS

### Section 1

Persons who wish to join the Chapter and who feel that they have the required qualifications, may apply by filing an application at IIE Headquarters with such membership dues as may be required by the Corporation.

### Section 2

Any Chapter Member may withdraw from IIE or the Chapter at any time by sending a formal statement to that effect to IIE Headquarters. In the event of withdrawal, the Chapter shall have no obligation to refund membership dues.

### Section 3

Any Chapter Member convicted by the Chapter of conduct unbecoming a member of his/her profession, shall be dismissed and deprived of his/her membership. Such expulsion requires a three-fourths majority of at least one-third of Chapter Members voting at a general meeting of the Chapter, and shall be subject to review by IIE Headquarters before such expulsion becomes effective.

## ARTICLE VII DIRECTORS AND OFFICERS

### Section 1

The Chapter shall be governed by a Board of Directors, which shall consist Directors and Officers. The number of Directors and the titles and duties of Officers shall be specified in the Chapter By-Laws. Directors shall be responsible for providing direction, guidance and advise in the management of Chapter business. Officers shall be responsible for performing the duties listed for them in the Chapter By-Laws. At a minimum, Officers shall include one President and one Treasurer. All members of the Board of Directors shall have equal voting rights.

### Section 2

The term of office for each Officer shall be two years. The term of office for each Director shall be two years. To the extent practicable, terms of office for Officers and Directors shall be staggered so that one or two shall expire each year.

### Section 3

No Officer or Director may serve more than two consecutive terms except when (i) no other Chapter Member accepts a nomination to replace the incumbent and (ii) the incumbent is willing to remain in office.

### Section 4

The immediate past President shall have the right, but not the obligation, to serve as a Director for one two-year term without election.

### Section 5

If the office of the President becomes vacant, the remaining members of the Board of Directors shall promptly appoint a replacement for the remainder of the term. If the office of an Officer other than the President becomes vacant, then a replacement shall be appointed by the President and approved by the Board of Directors for the remainder of the term. If the office of a Director becomes vacant, then a replacement shall be

appointed by the President and approved by the Board of Directors for the remainder of the term.

#### Section 6

If an Officer or Director demonstrates neglect of his or her duties, potentially inhibiting the functioning of the Chapter as determined by the Board of Directors, the other members of the Board of Directors may remove that person from his or her Office. Such expulsion requires a unanimous vote of the other members of the Board of Directors. The Officer or Director will be replaced as described in Section 6, above.

#### Section 7

Notwithstanding any other provisions of this Chapter Constitution, no person may serve as an Officer or a Director unless he or she is a Chapter Member.

### ARTICLE VIII ELECTION AND MEETINGS

#### Section 1

Elections shall be held annually to select Officers and Directors. The Chapter Bylaws shall contain procedures for such elections.

#### Section 2

Except as provided in Article VII of this Chapter Constitution, no person may be an Officer or Director unless he or she is duly elected in accordance with procedures provided in the Chapter Bylaws.

#### Section 3

A minimum of five chapter meetings shall be held annually, at a time and place determined by the Board of Directors.

#### Section 4

Each chapter meeting shall be held at a time and place approved by the Board of Directors.

#### Section 5

Notice of meeting arrangements shall be provided to each Chapter Member at least five business days in advance of the respective meeting. Notice can be sent through any media accessible to Chapter Members.

## ARTICLE IX BYLAWS

A three-fourths majority vote of the Board of Directors and available past-Presidents from the previous five years shall have the power to pass, repeal, or modify any Bylaws. Such revisions shall become effective upon approval by IIE Headquarters.

## ARTICLE X AMENDMENTS

### Section 1

Amendments to this Chapter Constitution may be proposed by the lesser of (a) any ten Chapter Members, or (b) ten percent of Chapter Members. A proposed amendment shall be submitted in writing to the Treasurer and signed by the Chapter Members proposing the amendment.

### Section 2

The Treasurer shall distribute copies of the proposed amendment to each Chapter Member within sixty days following receipt and at least fifteen days prior to the vote described in Section 3 below.

### Section 3

To become effective, proposed amendments must be voted in the affirmative by three-fourths of the Chapter Members who are participating in the vote; provided however, that the total number of affirmative votes must equal or exceed twenty percent of Chapter Members in good standing. The tabulation of votes on amendments shall be conducted in such a manner that the privacy of each member is protected. Following passage, an amendment shall become effective upon approval by IIE Headquarters and at such time as specified in the amendment.

### Section 4

Chapter Members who propose amendments by way of written petition shall pay all expenses, (including but not limited to legal, stationery, and postal expenses), for the preparation and distribution thereof. Expenses associated with the preparation and distribution of amendments proposed by a majority of Board of Directors shall be paid with chapter funds.

#### Section 5

Amendments to the Corporate Constitution that have been approved by the membership and have an effect on the Chapter Constitution shall automatically become part of the Chapter Constitution. The Treasurer shall notify the membership of such changes.

### ARTICLE XI EFFECTIVE DATE

#### Section 1

The original version of this Chapter Constitution was approved by a majority of members of the Chapter on September 11, 1961 and was made effective by the Corporation on December 19, 1961. It has been amended and restated in accordance with its terms on the dates specified in Appendix A, Revision Log.

#### Section 2

Members on the Chapter rolls on December 19, 1961 shall be Charter Members of the Chapter.

APPENDIX A  
INSTITUTE OF INDUSTRIAL ENGINEERS, INC.  
READING PENNSYLVANIA CHAPTER  
REVISION LOG

Approvals.

Preliminary Chapter approval – September 11, 1961  
Approved by the Institute – December 19, 1961

Revisions.

1. Revised to conform to changes in National Constitution – September 20, 1963.

(1) Constitution Article VI – Membership:

“Senior Member” replaces “Member” in Section 1  
Junior Grade of Membership added in Sections 1, 2, 3, & 4

(2) Constitution Article XI – Dissolution:

Added in entirety to comply with Internal Revenue Service requirements to obtain  
501 ( c ) ( 3 ) tax status.

2. Revised to conform to changes in National Constitution and operation of the local  
Chapter – March 25, 1980.

(1) Constitution Article IV – Membership – Section 1, 2, 3, & 4  
Constitution Article V – Applications – Section 1  
Constitution Article VI – Officers – Section 1, 2, & 3.

(2) Bylaws Article I – Finance – Section 2 & 4  
Bylaws Article II – Duties of Officers – Section 1  
Bylaws Article III – Nominations – Section 1  
Bylaws Article VI – Committees – Section 1, 3, & 4

3. Revised entire Constitution and Bylaws to conform to national IIE model and conform  
with changes in operation of a local Chapter - January 21, 1994.

4. Revised entire Constitution and Bylaws again to conform to the then-current national  
IIE model and conform with changes in operation of a local Chapter - August 25, 2002.  
Approved by unanimous vote of members at quorum meeting on November 20, 2002.