

# **SOUTHWESTERN REGIONAL ASSOCIATION**

## **BYLAWS**

### **ARTICLE I – NAME**

Section 1 – This Association shall be known as the “Southwestern Regional Association of the Refrigeration Service Engineers Society,” referred to in this document as the “Association”.

### **ARTICLE II – OBJECT OF THE ASSOCIATION**

Section 1 – The object of this Association is to assist the Chapters and Members in securing educational programs to provide information on the arts and science of the Heating, Ventilating, Air Conditioning, and Refrigeration (HVACR) Industry, and to promote educational conferences and social activities.

### **ARTICLE III – JURISDICTION**

Section 1 – The territorial jurisdiction of this Association shall be the States of Louisiana, New Mexico, and Texas.

### **ARTICLE IV – MEMBERSHIP**

Section 1 – All Chapters within the above stated jurisdiction may join this Association by submitting a written application to the Association Secretary and paying the annual per capita dues. This application shall be presented for approval at the next Association meeting, provided the Chapter applying is in good standing within the International Refrigeration Service Engineers Society. The application is subject to a majority vote of the Delegates present at the meeting.

### **ARTICLE V – FINANCES**

Section 1 – The Association’s “Annual Per Capita Dues” shall be determined from time to time by the Association Officers. Any proposed change shall be acted upon at the Association’s Annual General Business Meeting, providing each member Chapter is notified at least sixty (60) days prior to the meeting, and will be subject to a two-thirds (2/3) majority vote of the Delegates present at the meeting. The “Annual Per Capita Dues” are not subject to proration.

Section 2 – All checks drawn against the bank accounts of this Association must bear the signatures of the Association Treasurer and President. The signatures of the Association Vice-President and Secretary shall be registered with the Bank and they may be signatory in case of an emergency.

Section 3 – Subject to the financial ability of the Association, round trip coach air fare and one hundred dollars \$100.00 per diem expense for four (4) days to the International

RSES Conference will be afforded the Association President. In the event the Association President cannot attend; the Association Vice-President or next highest Officer may attend to represent the Association and will receive the above stated expenses.

Section 4 – Subject to the financial ability of the Association, the current IRS published index for mileage to and from home of record for that calendar year, and one hundred dollars (\$100.00) per diem expense will be afforded the Association's Officers and Historian present at Association Meetings. Three (3) days per diem expense will be afforded for the Association's Annual General Business Meeting and one (1) day per diem expense will be afforded for any necessary additional Association meeting.

Section 5 – The host Chapter of the Association's Annual Educational Conference shall retain forty percent (40%) of any balance of monies on hand after all conference expenses have been paid. The remaining sixty percent (60%) shall be retained by the Association, of which an amount not less than thirty percent (30%) nor greater than fifty percent (50%), as determined by a vote of the Delegates, shall be transferred to the Association Auxiliary. The Association shall assist the host Chapter in any liabilities associated with the Annual Educational Conference by an amount of not less than sixty (60%) as determined by a vote of the Delegates.

Section 6 – The fiscal year of the Association shall begin July 1<sup>st</sup> of any one calendar year and end on June 30<sup>th</sup> of the succeeding year.

## **ARTICLE VI – BUSINESS AND EDUCATIONAL MEETINGS**

Section 1 – The Association shall conduct an Annual General Business Meeting within the first quarter of each calendar year and additional meetings as necessary. The Association President, with majority approval of the Association Officers, may call additional meetings as necessary. The location of each meeting shall be determined by a vote of the Delegates.

Section 2 – An Annual Educational Conference will be conducted in conjunction with the Annual General Business Meeting.

Section 3 – Each Chapter in good standing with the Association shall be entitled to two (2) voting delegates. Each Delegate is entitled to one (1) vote. One (1) Delegate may be entitled to two (2) votes, provided he is the only Chapter Delegate in attendance at the meeting. The Association President may vote only to break a tie vote of the Delegates.

Section 4 – All voting Delegates to the Association Business Meetings shall be certified by their respective Chapter through the Association Secretary. The Association Secretary shall send to each Chapter, sixty (60) days prior to any Business Meeting, Delegate forms to be completed and returned to the Association Secretary prior to the start of the meeting. In the event a Delegate form is lost, a letter signed by the Chapter President naming the bearer (s) as Delegate (s) may be approved by the Association President and submitted for validation by a majority of the Delegates in attendance.

Section 5 – A member Chapter failing to pay the “Annual Per Capita Dues” at least thirty (30) days prior to the Annual General Business Meeting shall not be entitled to voting Delegates.

## **ARTICLE VII – OFFICERS**

Section 1 – The Officers of this Association shall consist of a President, Vice-President, Secretary, Treasurer, Sergeant at Arms, and Educational Director. The term of office shall be from one Annual General Business Meeting to the following Annual General Business Meeting.

Subsection A: Qualifications: Candidates for elected office are required to be members in good standing in RSES for a period of not less than two (2) years.

Section 2 – Duties of the Officers.

**The President** shall represent the Association, preside at all business meetings, and appoint committee chairmen.

**The Vice-President** shall preside at business meetings in the absence of the President, serve as liaison between the Association and Annual Educational Conference Committee, and serve as liaison between the Association and the Association Auxiliary.

**The Secretary** shall keep an account of all meetings and matters pertaining to the Association.

**The Treasurer** shall keep an account of all financial transactions of the Association, report these transactions at all Association meetings, and complete and submit all reports as required by law.

**The Sergeant at Arms** shall insure that all meetings are conducted in an orderly manner.

**The Educational Director** shall assist in the educational activities on behalf of the Members. He may select from the Association membership a committee to assist in the Association educational activities.

*Other specific and detailed officer duties and responsibilities are to be included in the Association Officers Manual.*

Section 3 – Any vacancy of office shall be filled by election of the Association Officers. This term of office shall expire at the next annual General Business Meeting.

Section 4 – There shall be an Association Past Presidents Club, which will consist of all Association Past Presidents. They will meet during the Annual Educational Conference. They will assist and advise the Association Officers if requested.

## **ARTICLE VIII – COMMITTEES**

Section 1 – Nominating Committee – The Nominating Committee shall consist of three (3) Association Members, the Chairman shall be appointed by the Association President.

Section 2 – Resolutions Committee – The Resolutions Committee shall consist of three (3) Association Members, the Chairman shall be appointed by the Association President.

Section 3 – Historical Committee – The Association President shall appoint a Historical Chairman whose duties will be to record, organize, and assemble materials pertaining to the Association. Film and processing expenses to be reimbursed upon the submittal of appropriate receipts to the Association Treasurer.

Section 4 – Audit Committee – The Audit Committee shall consist of the Association Vice-President, Sergeant at Arms, and one Association member appointed by the Association President. The Association member shall serve as Chair. The Association Treasurer shall make available to the committee all pertinent financial records for audit.

Section 5 – Web Committee – The Web Committee shall consist of the Association Secretary, two Association members and/or a Webmaster. The Association Secretary shall serve as Chair. The committee shall maintain and update the Association website as needed.

Section 6 – The Association President may appoint special committees as deemed necessary.

#### **ARTICLE IX – PARLIAMENTARY RULES**

Section 1 – Roberts Rules of Order shall decide all questions in debate or proceedings of this Association, **provided they do not conflict with the International RSES or Association Bylaws.**

#### **ARTICLE X – DISSOLUTION**

Section 1 – The Association shall apply its funds only to accomplish the objectives and purposes specified in these bylaws and no part of said funds shall injure, or be distributed, to the Members of the Association.

Section 2 – In the event of dissolution or discontinuance of the Association, the Association Officers shall transfer such funds, monies, and other possessions, after payment of all outstanding liabilities, to the International RSES, pursuant to the provisions of the International RSES Bylaws, Article V, Section 11.

#### **ARTICLE XI – AMENDMENTS**

Section 1 – All or any part of the Articles set forth herein may be altered, amended, or rewritten by a two-thirds (2/3) majority vote of the Delegates present at an Association Annual General Business Meeting, provided each member Chapter is notified in writing of the proposed change (s) sixty (60) days prior to the meeting.

**Amended February 25, 2017  
Annual Conference Business Meeting  
Wingate by Wyndam Hotel and Conference Center  
Round Rock, Texas**