

**BY-LAWS**

**DELAWARE ASSOCIATION OF PROFESSIONAL ENGINEERS**

**ARTICLE I: NAME**

**Section 1.0** Name - The corporate name of this organization is the Delaware Association of Professional Engineers.

**Section 2.0** Membership shall be as defined in 24 Del. C. 2806.

**ARTICLE II: PURPOSE**

**Section 1.0** Purpose - The purpose of these By-Laws is to provide for the administrative and domestic duties of the Association, as required by 24 Del. C. 2814, hereinafter referred to as The Act.

**Section 2.0** These By-Laws are intended to supplement and complement the Delaware Professional Engineers' Act. No provision or requirements of these By-Laws may be construed to take precedence over or contradict the provisions and requirements of the Act. Any questions of apparent conflict should be reported to the Association for resolution.

**ARTICLE III: NOMINATION OF COUNCIL MEMBERS**

**Section 1.0 Composition of the Nominating Committee**

.1 There shall be a Nominating Committee composed of a Chairman and two (2) other Members of the Association, not currently Members of Council, as hereinafter provided.

.2 The Chairman of the Nominating Committee shall be appointed by the President of Council and shall be a Member of the Council representing a category which is not being contested in the particular administrative year. The appointment shall be made after the Council is reorganized following the beginning of the administrative year, September 1.

.3 The Chairman of the Nominating Committee shall appoint the remaining two (2) members of the committee, subject to the approval of Council.

.4 The Chairman shall report the constituency of the Committee to the President of Council before January 1st prior to the filling of vacancies on the Council.

**Section 2.0 Nomination by Petition**

.1 Any Member of the Association who seeks Council membership must originate a Nominating Petition consisting of a written affidavit affirming the Petitioner's willingness to serve as a Member of the Council. This Petition shall be supported by the signatures of at least ten (10) Members on the active roster of the Association and it shall be accompanied by a biographical sketch of the Petitioner on the standard form obtainable from the Association Office.

.2 Nominations by petition shall be received by the Secretary of the Council by May 1 to be eligible for placement on the ballot.

.3 Nominations by petition shall be rejected should the Petitioner not meet the qualifications as prescribed by the Act, or if the petition is incomplete.

**Section 3.0 Procedures for the Nominating Committee**

.1 The Nominating Committee shall receive all petitions for nomination by May 2.

.2 The Nominating Committee shall process the petitions for nomination.

.3 There shall be at least one candidate for each vacancy on the Council.

.4 Should NOMINATIONS BY PETITION, as outlined herein, fail to produce one (1) candidate for each vacancy in question, the Nominating Committee shall nominate sufficient consenting Members of the Association, in order that the ballot may contain at least one (1) nominee for each vacancy. Each nominee so selected shall provide a biographical sketch on the standard form to be provided for this purpose and obtainable from the Association Office.

.5 The Nominating Committee shall report names of nominees to the President of the Council no later than May 21 in order that the Council may prepare ballots for distribution by June 15.

**ARTICLE IV: ELECTION OF COUNCIL MEMBERS**

**Section 1.0 Ballots**

.1 By June 15, the Secretary of the Council shall distribute ballots to the Members on the Active Roster of the Association. Distribution shall occur through the procedure determined by Council which may include, without limitation, electronic communication and voting.

.2 Biographical sketches prepared on the Association's standard form by each nominee will be available on Council's website.

.3 The Ballot shall clearly state:

- .1 The names of the nominees for each vacancy.
- .2 That each Member is to vote for one nominee to fill each forthcoming vacancy.
- .3 That the ballot must be received in the office of the Delaware Association of Professional Engineers no later than July 15 in order to be valid.

## **Section 2.0 Teller and Election Results**

- .1 The President of the Council shall appoint a Member of the Council, who is not among the nominees listed in the ballot, to act as Teller.
- .2 The President of the Council shall be notified immediately in the event of a tie vote or challenge.
- .3 A challenge may be instituted by any Member of the Association who is prepared to support charges concerning:
  - .1 The qualifications of a nominee
  - .2 The qualifications of the Teller
  - .3 The validity of a ballot
- .4 After the ballots are tallied according to the procedure determined by Council, the Teller shall advise the President of the Council, in writing, on or before August 2, the exact count of votes for all nominees and the total invalid ballots. A plurality of the valid ballots shall determine the nominee who is elected as incoming Member of the Council.

## **Section 3.0 Tie Vote or Challenge**

- .1 Should a tie vote occur for the election of a Member of the Council, the President of the Council shall convene a special meeting of the Council prior to August 8. At this meeting, the tie vote shall be resolved by secret ballot of the Members of the Council present.
- .2 Should a challenge occur, the President of the Council shall convene a special meeting of the Council prior to August 8. At this meeting, the Council shall address itself to the challenge and decide thereon.
- .3 Should a tie vote or challenge occur, the nominees shall be informed of same and of the action taken by the Council.

## **Section 4.0 Notification of Election**

- .1 The Council shall certify the election and the President of the Council shall instruct the Secretary to inform all nominees, prior to August 15, the results of the vote including the vote count.

.2 The results of the election shall be turned over to the Chairman of the Public Information Committee for distribution in accordance with Article XV, Section 7.

**ARTICLE V: APPOINTMENT OF COUNCIL MEMBERS BY THE GOVERNOR**

**Section 1.0 Appointment of Council Members**

Appointment of Council Members shall be made in a manner consistent with the Act under §2807 and 2808.

**Section 2.0 Vacancy of Appointed Member**

Should an appointed Membership on Council become vacant for any reason, Council shall immediately advise the Governor and request that another person be appointed in accordance with Section 1.1 of this Article to fill this vacancy.

**ARTICLE VI: NOMINATION & ELECTION OF OFFICERS OF COUNCIL**

**Section 1.0 Nomination of Officers of Council**

.1 The Executive Committee shall nominate and present to Council at the August Council meeting, a slate of officers of the Council for the forthcoming Council year.

.2 All newly elected, but not yet seated, members of Council shall be invited to attend the August Council meeting at which the proposed slate of Officers of Council is presented.

**Section 2.0 Officers and Time of Election**

.1 Officers of the Council consist of a President, Vice-President, Secretary, and Treasurer and shall be ranked in that order for purposes of conducting Council Meetings and other business.

.2 Election of officers shall take place after the new Council composition becomes effective on September 1, but not later than October 1.

.3 The highest ranking officer of the previous Council remaining shall convene the meeting, preside as the President pro-tempore, and declare a quorum present as provided in the Act.

.4 The Immediate Past President shall act in an advisory capacity but shall not be entitled to vote if his term as a Council Member has expired.

### **Section 3.0 Election of Officers**

.1 In addition to those individuals nominated in accordance with Section 1.0 above, any Member of the Council, unless disqualified for successive term by Law, may be nominated by any other Member of the Council for the office of President of the Council. Each nomination shall be seconded by another Member of the Council.

.2 The new President of the Council shall be declared elected by a majority vote of Members of the Council. The new President shall immediately take office and preside over the meeting, unless elected in absentia, in which case the President pro-tempore shall continue to preside until election of the Vice-President.

.3 Nomination and election of the Vice-President of the Council shall take place in the same manner as for the President as stated in .1 and .2 above, except that the Vice-President shall not immediately preside unless the President was elected in absentia. In case the President was elected in absentia, the nominees for Vice-President shall be from among those present.

.4 In turn, additional Members of the Council may be nominated, and the nominations seconded by any other Member of the Council and duly elected by a majority vote of the Members of the Council present for the offices of Secretary and Treasurer of the Council.

### **Section 4.0 Notification of the Association**

The results of the election of officers shall be turned over to the Chairman of the Public Information Committee who shall advise all Members of the Association after election, and prior to November 1.

## **ARTICLE VII: DUTIES OF THE OFFICERS**

### **Section 1.0 Duties of the President shall be:**

- .1 To preside at all meetings, when present.
- .2 To appoint, with approval of Council, Chairmen of standing committees, unless otherwise provided.
- .3 To present to the Council, the Annual Report of the activities during his term of office, which report may be used, upon approval of Council, for the Annual Report to the Governor as provided by the Act.
- .4 To appoint all members of special committees unless specific action of the Council names the personnel of the committee.
- .5 To act as chief executive officer in connection with the business of the Council.

- .6 To sign all certificates and other official documents.
- .7 To act as an ex-officio member of all committees.
- .8 To interpret, when required, 24 Del. C., Chapter 28 of the Delaware Law, these By-Laws, the Code of Ethics, and the Roberts Rules of Order, Revised.
- .9 To appoint the Chairman of the Nominating Committee.
- .10 To perform all other duties ordinarily pertaining to the office of President.

**Section 2.0 Duties of the Vice-President shall be:**

- .1 To preside and exercise duties of President in the absence or incapacity of the President.
- .2 To act as Chairman of the Finance Committee.
- .3 To aid the President in the performance of his duties.

**Section 3.0 Duties of the Secretary shall be:**

- .1 To conduct and care for all correspondence in the name of the Council.
- .2 To maintain all records.
- .3 To be the custodian of the Seal of the Corporation.
- .4 To affix the Seal and/or signature to all certificates and other official documents on order of the President.
- .5 To prepare and maintain the Official Roster.
- .6 To preside at Council Meetings and exercise duties of the President in case of absence or incapacity of both the President and Vice-President.

**Section 4.0 Duties of the Treasurer shall be:**

- .1 To check and certify all bills.
- .2 To receive and account for all monies.
- .3 To pay certified bills.
- .4 To present to the Council at the Annual Meeting in September, a report of the transactions of the Council for the fiscal year ending April 30. Upon approval of the Council, this report shall become a part of the Association's Annual Report to the Governor.

.5 To preside at Council Meetings in the absence of the President, Vice President and Secretary.

**ARTICLE VIII: FUNCTIONS OF THE COUNCIL**

**Section 1.0 The Council shall:**

.1 Direct the financial affairs of the Association based upon the recommendations of the Finance Committee including the investment of funds and the promulgation of fiscal and financial policies.

.2 Authorize the employment of staff personnel and determine terms of employment in order to conduct properly the business of the Council and Association.

.3 Administer expenditures, including the contracting for services and facilities, on behalf of the Council and the Association.

.4 Borrow funds for Council purposes and do all things necessary to conduct the affairs of the Council and Association in accordance with these By-Laws.

**Section 2.0 The Council shall:**

.1 Be responsible for affiliations or relationships of the Association and Council with other professional associations.

.2 Be responsible for affiliations or relations of the Association and Council with the Governor of the State of Delaware and the State Legislature.

.3 Be responsible for affiliations or relations of the Association and Council with the National Council of Examiners for Engineering and Surveying.

**Section 3.0 The Council shall:**

.1 Administer all matters relating to applications and qualifications for licensure.

.2 Act upon all applications for licensure with a simple majority vote.

.3 Conduct examinations as may be required.

.4 Acquire suitable examinations and pay all charges associated therewith.

.5 Enforce Delaware Professional Engineers' Act 24 Del. C., Chapter 28.

.6 Adopt additional rules of procedure and guidelines to ensure uniform operation of Council.

.7 Employ an Executive Director to administer the Association's policies and procedures for the Council.

#### **Section 4.0 Reimbursement of expenses**

Members of Council shall serve without pay except for reimbursement for normal travel expenses. In case of special assignments, the President, with approval of the Council, may compensate Members of the Council for special services.

### **ARTICLE IX: MEETINGS OF THE COUNCIL AND THE ASSOCIATION**

#### **Section 1.0 Meetings of the Council**

- .1 Council meetings shall be held at the call of the President.
- .2 On petition of two (2) or more Members of the Council, the President shall call a special meeting of the Council.
- .3 The Annual Meeting shall be held in the month of September.
- .4 The quorum required to conduct business is a majority of current Members of Council.
- .5 Council members are encouraged to attend all meetings of Council. However, in the event that a Council member is unable to attend a meeting during which a vote on an important specific issue is anticipated, the Council member may register his/her vote by written proxy or by participation in that portion of the meeting that the issue is addressed via telephone and/or video conference. However, participation in the vote in either of these methods shall not be considered when establishing a quorum in accordance with paragraph 1.4 of this section.
- .6 Notice of meetings shall be given to each Council Member prior to each meeting, preferably with lead time of two weeks.
- .7 Minutes of each Council Meeting shall be maintained by the Secretary and distributed to the Council Members prior to next Council Meeting.

#### **Section 2.0 Meetings of the Association**

- .1 Meetings of the Association shall be called by the President of Council upon petition by a two-thirds majority of all Council Members which shall also provide for the financing of the meeting.
- .2 The purpose of such a meeting of the Association shall be to provide a forum for discussion of the affairs of the Association not deemed feasible by way of questionnaire or ballot.



.3 Notice of such meetings shall be given to each Member one month in advance of the meeting together with an agenda of said meeting.

**ARTICLE X: MANAGEMENT OF PROPERTY OF THE ASSOCIATION**

**Section 1.0** Association property shall be entrusted to the Council. The Council shall have the responsibility and authority to acquire, maintain, manage, repair or dispose of such property providing the majority of Council Members concur, except as provided in Article XI, Section 3 and 4.

**Section 2.0** The Council shall maintain Association property in good repair and shall maintain a continuing listing of such property with estimated value and replacement cost.

**Section 3.0** The Council shall maintain adequate insurance on such property against fire, theft, liability, vandalism and malicious mischief.

**ARTICLE XI: POLICIES REGARDING CREDIT AND REAL PROPERTY OF THE ASSOCIATION**

**Section 1.0** Use of Association credit for purchase of goods or services may be utilized with prior approval of the Council for its convenience in maintaining records and to avoid use of currency.

**Section 2.0** Short term (not to exceed one year) borrowing of funds shall only be permitted by majority vote of Council.

**Section 3.0** Long term borrowing or mortgaging involving pledging of real property, personal property or future proceeds of the Association shall be permitted only after the approval of a majority of Association Members voting in a referendum with at least 20% of the Association membership voting.

**Section 4.0** Purchase or sale of real property shall be subject to a special referendum and approval by majority of Association Members voting in a referendum with at least 20% of the Association membership voting.

**ARTICLE XII: ASSOCIATION FUNDS**

**Section 1.0** The Treasurer shall have the responsibility for receipt and disbursement of Association funds except as noted below.

**Section 2.0** The Association must maintain a savings account in a bank located within the State of Delaware.

.1 Association funds shall be maintained in either fully insured bank accounts or other similarly protected accounts of an equivalent risk nature, such as checking accounts, certificates of deposit, and money market funds or in U.S. Government backed securities or obligations. The Finance Committee, as part of its monthly stewardship responsibilities shall monitor cash flow needs of the Association and stagger investment maturities accordingly.

**Section 3.0** Checks drawn on the Association checking account or money market fund shall require the signature of any two of the following: President, Vice-President, Secretary, Treasurer, and Executive Director.

**Section 4.0** Transactions involving money market funds or other investments must be approved by (a) three of the four following officers; President, Vice-President, Treasurer, Secretary; or (b) the Council.

**Section 5.0** Approved transactions involving money market funds or other investments are to be implemented by the Vice-President in his role as Chairman of the Finance Committee by written and/or verbal orders and instructions to the current approved financial agent. In the event the Vice-President is not available, this power may be exercised by the President, Treasurer, or Secretary.

**Section 6.0** The Treasurer shall prepare a monthly summary financial report and shall present it at the next regular Council meeting, and it shall be included in the minutes of that meeting. Additional summary reports shall be prepared by the Treasurer at other times at the specific request of the Executive Committee.

**Section 7.0** Expenditures and annual contracts in excess of Five-Hundred Dollars (\$500.00), not included in the yearly budget shall only be made with the prior approval of Council.

**Section 8.0** The Finance Committee shall prepare an annual budget for the ensuing fiscal year including all expected receipts and disbursements. This budget shall be distributed to the Members of Council before the last meeting of the current fiscal year. The fiscal year shall start on May 1 and end on the following April 30.

**Section 9.0** If directed by Council, the Finance Committee shall also prepare a two-year budget forecast including all expected receipts and disbursements.

**Section 10.0** The Treasurer shall prepare a summary financial report which shall be sent to the Membership annually.

**ARTICLE XIII: RESERVE FUNDS**

**Section 1.0** The Treasurer, at the direction of Council, shall establish an Association Reserve Fund for emergency, unforeseen or unusual expenses.

**Section 2.0** The amount of the Reserve Fund shall be defined as that portion of Association funds which is not allocated in the annual budget for the funding of operating expenses in the current or future fiscal years.

**Section 3.0** The Finance Committee shall recommend to the Council ways and means to accumulate and maintain the Reserve Fund.

**Section 4.0** The Council shall, upon consideration of the recommendation of the Finance Committee, establish the value of the Reserve Fund appropriate for each fiscal year. The goal shall be to maintain a Reserve Fund that is not less than 1/2 of the sum of the operating budget for the current fiscal year and the previous fiscal year.

**ARTICLE XIV: ANNUAL AUDIT**

**Section 1.0** The Finance Committee shall recommend to Council an auditor to conduct an independent audit of all Association accounts.

**Section 2.0** The Auditor recommended shall be licensed to practice in the State of Delaware as a Certified Public Accountant.

**Section 3.0** The Council shall approve annual appointment of the Auditor who shall submit the report directly to the Council President with copies to each Council Member. The appointment shall be made no later than April 30.

**Section 4.0** The Audit shall be included in the annual Association report to the Governor as provided in the Act.

**ARTICLE XV: STANDING COMMITTEES OF THE COUNCIL**

**Section 1.0** The following are the Standing Committees of the Council:

- .1 Executive
- .2 Finance/Employment Compensation and Benefits
- .3 By-Laws
- .4 Examining

- .5 Public Information
- .6 Law Enforcement/Ethics
- .7 Government Affairs
- .8 Nominating
- .9 External Affairs
- .10 Facilities, Services and Equipment

**Section 2.0 Committee chairmen** shall be appointed annually by the incoming President as prescribed in Article VII, Section 1.2. Committee chairmen shall be Members of Council and unless otherwise provided, shall serve at the pleasure of the President.

- .1 Committee members shall be members of Council or Members of the Association.
- .2 The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer and Immediate Past President. The Chairman shall be the President of Council.
- .3 All other committees shall consist of the Chairman and at least two other members. The Chairman of each committee shall propose the names of committee members to Council for approval.
- .4 Committee decisions shall be subject to approval of Council.
- .5 Each standing committee shall make an annual report of its activities to the President of Council at the September meeting of Council.

**Section 3.0 The duties of the Executive Committee shall be:**

- .1 To determine policy for consideration of Council.
- .2 To see that all standing committees function as required by these By-Laws.
- .3 To hold Executive Committee Meetings prior to regularly scheduled Council meetings to lay groundwork for Council meetings as necessary.
- .4 To be responsible for management of Association property.

**Section 4.0 The Finance/Employee Compensation and Benefits Committee** shall be chaired by the Vice-President of Council and the Secretary shall be the Vice-Chairman, and the Treasurer and Immediate Past President shall be members. The duties of the Finance/Employee Compensation and Benefits Committee shall be:

- .1 To set up and administer the Reserve Funds.
- .2 To administer the Annual Audit.

- .3 To supervise the bonding of officers and employees per Article XX, Section 4.
- .4 To study the schedule of fees biennially and make report to Council through the Executive Committee.
- .5 To prepare the Annual Budget.
- .6 Annually review the employee job descriptions and prepare new or amended descriptions as necessary.
- .7 At least annually, review all employee compensation and benefits.
- .8 Analyze other pertinent items that may arise during the year and offer advice to the Council and/or the employee(s).
- .9 By February 15 of each year provide budget recommendation on employee compensation for the following fiscal year.

**Section 5.0 The By-Laws Committee** shall have the following duties:

- .1 To establish and maintain an up-to-date set of By-Laws for the Association.
- .2 To review By-Laws of the Association annually and recommend to the Council appropriate changes.

**Section 6.0 The Examining Committee** shall have the following composition and duties:

- .1 Committee membership shall consist of not less than two (2) Council members.
- .2 Receive applications with prescribed fees from candidates for licensure as Professional Engineers, Engineer Intern, Permittee, and Certificate of Authorization and review the applications for proper execution.
- .3 Obtain and evaluate documentation needed to verify data obtained in the applications and recommend action to Council.
- .4 Arrange for two (2) yearly examinations for P.E., reserve locations and appoint proctors; notify eligible candidates, obtain, conduct, and return examinations for grading. Upon receipt of grades, recommend action to Council.
- .5 Release names of successful candidates to the Public Information Committee.
- .6 Maintain liaison with National Council of Examiners for Engineering and Surveying as required for proper discharge of duties.
- .7 Maintain liaison with holders of active Permits or Certificates of Authorization to assure compliance with the law.

.8 Maintain up-to-date data concerning trends in licensure requirements in other jurisdictions and in the NCEES Model Law and make recommendations to for changing Chapter 28, of Title 24 of the Delaware Code if deemed advisable.

**Section 7.0 The Public Information Committee** shall have the following duties:

.1 Report significant Council actions to the Members of the Association, to other engineering societies and to the news media.

.2 Report the results of election of the Members and Officers of Council by November 1. This report shall include notification regarding impending vacancies on the Council for the ensuing year and a review of the procedure for petitions. If sufficient time is unavailable for this notification, a separate notification, if necessary, will be made to alert the membership to the vacancies in a Council election.

**Section 8.0 The Law Enforcement/Ethics Committee** shall have the following duties:

.1 Recommend changes in the Code of Ethics for the Association to be submitted to Council for approval.

.2 Review all cases of unethical practice which may be directed to Council and make appropriate recommendations to Council.

.3 Investigate any written or oral complaint by an identified complainant, and follow through on those complaints which upon investigation appear to be valid and well-founded; make a recommendation to the Council; and proceed as directed in accordance with Section 2824 (b) of Title 24 of the Delaware Code.

.4 Initiate, at the direction of Council, proper proceedings in those cases where violations of the Law are found probable.

**Section 9.0** The President, upon approval of Council, may combine committees for the purpose of better conduct of Association business.

**Section 10.0 Ad Hoc committees** may be established by the President of Council as required from time to time to conduct both normal and special services for the Council and Association.

**Section 11.0 The Government Affairs Committee** shall have the following duties:

.1 Be responsible for liaison with Government.

.2 Employ a legislative agent as appropriate with the approval of Council, to apprise the Legislature and Council regarding needed or impending legislation.

**Section 12.0 The Nominating Committee** (See Article III, Sections 1.0, 2.0 and 3.0.)

**Section 13.0 The External Affairs Committee** shall be concerned with resolving problems arising from the activities of individuals, organizations, agencies or groups other than professional engineers whose domain overlaps the practice and/or regulation of the practice of engineering.

**Section 14.0 The Facilities, Services and Equipment Committee** shall have the following duties:

.1 Annually review office housing, services and equipment and recommend additions or alterations. Supervise authorized changes.

.2 Analyze other pertinent items that may arise during the year and recommend a course of action.

## **ARTICLE XVI: ROSTER OF THE ASSOCIATION**

### **Section 1.0 Official Roster**

.1 An Official Roster shall be established for the purpose of maintaining pertinent information regarding each applicant for licensure as follows:

.1 Members

.2 Associate Members

.3 Affiliate (Engineer Intern) Members

.4 Permittees

.5 Holders of a Certificate of Authorization

.2 The Official Roster of the Association shall be maintained in the Association Office and shall be revised as necessary to account for all new applications, address changes and other changes.

.3 Insofar as Members, Associate Members and Affiliate Members are concerned, this Roster shall contain the following information:

.1 Name of licensee

.2 Home address (including County for Members only)

.3 Business address

.4 License number

.5 Date of licensure

.6 Major discipline of engineering (Major is defined to be that one discipline a licensee feels most qualified to practice.)

.7 Field of professional employment, e.g. Government, Industry, etc.

.8 Current status (active, inactive, deceased, retired)

.4 Concerning Permittees of the Association, the Roster shall contain the following information:

.1 Name and address of Permittee.

.2 Information regarding Permittee's licensure in own state of residence or business.

.3 Description of specific project for which permit is issued.

.4 Date on which permit will expire.

.5 Permit authorization number.

.6 If Permittee is an engineering corporation or partnership, a statement of ownership and names of officers with specific identification of employee responsible for engineering.

.5 Concerning holders of Certificate of Authorization, the Roster shall contain the following information:

.1 Name of engineering corporation or partnership.

.2 Address of main office of business.

.3 State in which incorporated or home office of partnership or corporation.

.4 Licensure information concerning licensure with the State of Delaware.

.5 Delaware address of holder of Certificate of Authorization, if available.

.6 Names of all officers and designated officers or employees in responsible charge of engineering activities in Delaware including Delaware license numbers.

.7 Names of all officers of corporation or partnership and statement of ownership, if a subsidiary of another corporation.

## **Section 2.0 Active Roster**

.1 An Active Roster shall be drawn from the Official Roster and shall list those Members, Associate Members, Permittees, and holders of a Certificate of Authorization who



have qualified according to the provisions of Article XIX of these By-Laws and of the Act including payment of all prescribed fees and levies.

.2 The Active Roster shall be the recognized list of those Members, Associate Members, Permittees and holders of a Certificate of Authorization eligible to practice engineering in the State of Delaware.

.3 Those persons listed on the Active Roster as Members shall be entitled to vote on the affairs of the Association. In the event of any meeting of the Association or distribution of ballots, the closing of the Roster shall be thirty-one (31) calendar days prior to the date on which the meeting is to be held or the date on which ballots are to be distributed to Members.

.4 A Membership list drawn from the Active Roster of all Members, Associate Members, Permittees, and holders of a Certificate of Authorization

### **Section 3.0 Inactive Roster**

.1 An Inactive Roster shall be maintained of those Members, Associate Members or holders of a Certificate of Authorization who shall have inactive status as defined under Article XVII.

.2 Reinstatement to the Active Roster may be made as hereinafter provided.

## **ARTICLE XVII: INACTIVE AND DELINQUENT STATUS**

### **Section 1.0 Inactive Status**

Any Member, Associate Member or holder of a Certificate of Authorization who intends to withdraw from the practice of engineering in the State of Delaware shall notify the Secretary of the Council in writing. This name will be removed from the Active Roster and placed on the Inactive Roster. This name may be restored to the Active Roster by a request for reinstatement, in writing, submitted to the Secretary of the Council within four (4) years of that removal from the Active Roster and by payment of the Reinstatement fee as defined in Article XVIII, Section 2.5. Reinstatement requested more than four (4) years after removal from the Active Roster may be obtained only by reapplying for licensure pursuant to the provisions of 28 Del. C. §2817.

### **Section 2.0 Delinquent Status**

The status of any Member, Associate Member or a holder of a Certificate of Authorization who has been removed from the Active Roster by reason of a delinquency in fee payment without written request for Inactive Status shall be termed "Delinquent." Delinquent Members, Associate Members, or holders of Certificates of Authorization may be reinstated to Active

Status by petition to Council within two (2) years of removal from the Active Roster and by payment of the Reinstatement Fee from Delinquent Status plus any delinquency fees.

### **ARTICLE XVIII: FEES**

**Section 1.0** All fees for licensure, membership and renewals shall be in accordance with the Association bylaws, as approved by the members in accordance with this chapter.

#### **Section 2.0 Professional Engineers Fees**

.1 The Initial Licensure Fee for Professional Engineers shall be \$150.00 to cover the first processing of the application. An additional fee will be charged for each subsequent reprocessing of the application. If the applicant is required to take examinations, a fee established by Council shall be charged for each examination. If the applicant fails to pass any examination, an additional fee established by Council will be charged for each re-examination.

.2 Upon approval of an application by Council, the applicant shall become a Member or an Associate Member of the Delaware Association of Professional Engineers.

.3 Biennial Renewal Fee for Members and Associate Members shall be \$50.00 payable on or before June 30 of the year billed. The period from July 1 to June 30 of the following year shall constitute one year. At the discretion of Council, bills may be issued for renewal at multiple year periods.

.4 Delinquency Fees: When the Renewal Fee is not paid on or before June 30 of the year in which it is due, a Delinquency Fee for Members and Associate Members shall be charged.

.5 Reinstatement Fee from Inactive Status for Members and Associate Members shall be a prorated portion of the biennial renewal fee.

.6 Reinstatement Fee & Delinquency Fee from Delinquent Status shall be established by Council. If Delinquent Status exists more than two (2) years, Council may require re-examination in addition to any fee. After the expiration of the two-year period, reinstatement may be obtained only by reapplying for licensure pursuant to 28 Del. C. §2817 or for a certificate of authorization pursuant to 28 Del. C. §2821.

#### **Section 3.0 Engineer Intern Fees**

.1 A \$25.00 fee for the initial application for certification as an Engineer Intern will be charged.

.2 The fee for initial application shall cover the processing of the application. If the applicant fails to pass the examination or requires reprocessing of the application, an additional fee established by Council will be charged for each subsequent reprocessing of the application.

#### **Section 4.0 Adjunct Member Fees**

.1 Application Fee: A \$25.00 fee for the initial application for certification as an Adjunct Member shall be charged.

.2 Renewal Fee: A \$50.00 biennial renewal fee for Adjunct Members shall be paid on or before December 31st of the year billed.

.3 Delinquency Fees: When the renewal fee is not paid on or before December 31st of the year in which it is due, a delinquency fee will be assessed.

#### **Section 5.0 Permit Fee**

.1 The initial fee for a Permit for an individual shall be \$100.00 and for a partnership or corporation shall be \$300.00 (\$200.00 for a corporation, plus \$100.00 for an individual).

.2 A Permit is issued for a specific project upon authorization of the Council President for sixty (60) days, which may be extended by the Council President for an additional sixty (60) days for good cause shown. The temporary permit shall terminate upon final determination on the application for professional engineering licensure.

#### **Section 6.0 Certificate of Authorization Fees**

.1 An initial fee for a Certificate of Authorization shall be \$200.00. This Certificate will terminate on September 30, unless renewed annually.

.2 An annual renewal fee of \$150.00 will be charged.

.3 Annual Renewal Fees for holders of Certificates of Authorization will be billed for annual renewal fees thirty (30) days in advance of expiration date.

.4 Delinquency Fees: When the annual renewal fee is not paid on or before September 30, a delinquency fee for holders of Certificates of Authorization shall be charged.

.5 Reinstatement Fee from Inactive Status for holders of Certificates of Authorization shall be a prorated portion of the annual renewal fee.

.6 Reinstatement Fee & Delinquency Fee from Delinquent Status shall be established by Council.

#### **Section 7.0 Special Assessments**

Special Assessments are as defined in the Act under Section 2806 D(5). Reinstatement will not be allowed until a reinstatement fee of 100% of the levy, in addition to the levy itself, shall have been paid.

**ARTICLE XIX: APPLICATIONS, PERMITS AND CERTIFICATES**

**Section 1.0 Licensure as a Professional Engineer**

- .1 Application forms are available on the Association website.
- .2 Application form shall include the following information:
  - .1 Name.
  - .2 Home address, including county, zip code, telephone number and email address.
  - .3 Business address, zip code, telephone number and email address.
  - .4 Education.
  - .5 Major engineering discipline.
  - .6 Chronological history of employment.
  - .7 References from five persons, at least three of whom are licensed Professional Engineers.
  - .8 Photograph (full face and shoulders) approximately 2" x 3" taken within one year of date of application.
  - .9 Signed statement agreeing to follow Code of Ethics as adopted by Council.
- .3 Applications will be processed by the Examining Committee in accordance with Article XV, Section 6.
- .4 Unsuccessful candidates will be notified in writing by the Secretary, with reasons explained and alternatives offered.

**Section 2.0 Certification as Engineer Intern**

- .1 Application forms are available on the Association website. Seniors in approved four year course in Engineering may take the examination. Certification will not be issued before graduation.
- .2 Application form shall contain the following information:
  - .1 Name.
  - .2 Home address, including zip code, telephone number and email address.
  - .3 Business address, zip code, telephone number and email address.
  - .4 Education.

- .5 Signed statement agreeing to follow Code of Ethics as adopted by Council.
- .3 Applications will be processed by the Examining Committee in accordance with Article XV, Section 6.
- .4 Unsuccessful candidates will be notified, in writing, by the Secretary, with reasons explained and alternatives offered.
- .5 Successful applicants will be issued an Engineer Intern certificate signed by the President and Secretary of Council attesting to the fact that this achievement represents one important step toward the achievement of the goal of licensure as a Professional Engineer.

### **Section 3.0 Certification as an Adjunct Member**

- .1 Application form is available on request to potential candidates for certification as an Adjunct Member.
- .2 Application form shall contain the following information:
  - .1 Name
  - .2 Home address, telephone number and e-mail address
  - .3 Business address, telephone number and e-mail address
  - .4 Education
  - .5 Signed statement agreeing to follow Code of Ethics as adopted by Council.
- .3 Unsuccessful candidates will be notified in writing with reasons explained.
- .4 Successful applicants will be issued an Adjunct Member wallet card.

### **Section 4.0 Permittee**

- .1 Application forms are available on the Association website.
- .2 Application form shall include information called for under ROSTER OF THE ASSOCIATION, Article XVI, Section 1.4.
- .3 Applicant shall sign statement agreeing to conform to the Code of Ethics of the Association.
- .4 Applications will be processed by the Examining Committee in accordance with Article XV, Section 6.
- .5 Unsuccessful applicants will be so notified, in writing, by the Secretary with reasons explained and alternatives offered.

.6 Any independently incorporated subsidiary shall apply for a Permit regardless of whether the parent firm or corporation holds a Permit.

### **Section 5.0 Certificate of Authorization**

- .1 Application forms are available on the Association website.
- .2 Application form shall include information called for under ROSTER OF THE ASSOCIATION, Article XVI, Section 1.5.
- .3 Authorized principals for applicant shall sign statement agreeing to conform to the Code of Ethics of the Association.
- .4 Applications will be processed by the Examining Committee in accordance with Article XV, Section 6.
- .5 Unsuccessful applicants will be so notified, in writing, by the Secretary with reasons explained and alternatives offered.
- .6 Engineering documents shall indicate Certificate of Authorization number.
- .7 Any independently incorporated subsidiary shall apply for a Certificate of Authorization regardless of whether the parent firm or corporation holds a Certificate of Authorization.

### **Section 6.0 Certificates**

The Council shall issue: a certificate of Engineer Intern to those who have passed the fundamentals examination; a certificate of licensure, certificate of authorization or temporary permit, to applicants who meet all the appropriate requirements of the law and are approved by the Council.

## **ARTICLE XX: BONDING OF OFFICERS AND EMPLOYEES OF THE ASSOCIATION**

**Section 1.0** The officers of the Council of the Association, as well as those employees of the Council or Association who have access to Association funds, shall be bonded.

**Section 2.0** The bond requirement against loss or theft shall be established by Council and reviewed biennially. The bond value shall be consistent with the exposure based on the Association fund management procedures.

**Section 3.0** Selection of the Bonding Agency shall be the responsibility of the Finance Committee.

**Section 4.0** The Finance Committee shall review bonding details each year prior to renewal bond.

**ARTICLE XXI: CONFIDENTIALITY OF RECORDS**

**Section 1.0** Individual files of applicants and/or licensees shall be held confidential.

**Section 2.0** Members of the Council or office staff shall have access to those files in line with duties associated with the Council but shall not make information available to others, except that any applicant or licensee may, upon written request to the Secretary of Council and in the presence of a Member of Council, examine his own file during the hours when the Association Office is open.

**Section 3.0** Complaints, including violations of the Code of Ethics or violations of the law, submitted to the Council shall be kept confidential by the Council Members and the office staff. Council proceedings and deliberations are to be held publicly. After Council has rendered its decision on the complaint and approved by majority vote, the decision may be made public.

**Section 4.0** The intent of Section 3.0 above is not to withhold or keep secret any proven wrongdoing by Members of the Association, but rather to protect the rights of Members and the general public so that "due process" and "equal protection" for all are observed.

**Section 5.0** Any variance from the above standards shall be made only with specific approval by Council action.

**ARTICLE XXII: GENERAL**

**Section 1.0** Whenever specific dates are established by these By-Laws, and such dates fall on holidays or weekends, the Council may establish a subsequent date, but not more than two work days later except under emergency conditions.

**Section 2.0** The Council shall request the Attorney General to represent any person, appointed by the Council for committee or other service, in any civil action against such person arising from service for the State of Delaware. (Reference: 24 Del. C., Section 2813(b) May 2, 1986.)

**ARTICLE XXIII: RULES OF CONDUCT FOR COUNCIL AND COUNCIL APPOINTEES**

**Section 1.0 Scope**

1.1 The Rules of Conduct are limited to the powers and functions of Council individually and collectively.

1.2 The Council and its appointees shall be bound by these Rules of Conduct.

1.3 These Rules of Conduct shall not be interpreted to be inconsistent with applicable state and federal law, as amended from time to time.

## **Section 2.0 Accountability**

2.1 The Rules of Conduct are intended to emphasize the Association's commitment to the highest standards of integrity, fairness and conduct so as to ensure the maximum public trust.

2.2 In carrying out its functions, the Council and its appointees are expected to be guided by good judgment, personal honesty and sound ethics.

## **Section 3.0 Rules of Conduct**

### **3.1 Conflict of interest**

It is the responsibility of each Council or Committee member to avoid any actual conflict of interest and/or the appearance of a conflict of interest. The elements to be considered are:

Disclosure: Council or Committee members holding major interests in organizations that may establish a business or professional relationship with DAPE or the State of Delaware should disclose those interests at the beginning of their Council term or committee appointment. Such disclosure shall be confidential and the Council shall not release such disclosed information, except as may be necessary for the enforcement of these Rules of Conduct.

Participation in decision making: Council or Committee members participating in the following Association activities shall recuse themselves or abstain from voting if the decisions involve family members, business partners or associates or other individuals or entities in which the Council or Committee member has a pecuniary or personal interest, or if the member(s) could benefit financially or otherwise:

Disciplinary actions

Employment

Financial matters

License applications

Regulatory matters



### 3.2 Discrimination

The Council shall not discriminate against any licensee or applicant for licensure, employee or applicant for employment because of age, race, religion, color, handicap, sex, physical condition, developmental disability, sexual orientation or national origin. This provision shall include, but not be limited to the following: Review of applications for licensure, examinations, certificates of authorization or temporary permits; disciplinary actions and appeals; committee appointments; and contractual services.

### 3.3 Sexual Harassment

The Council will not allow any form of sexual harassment or any such conduct that has the purpose or effect of interfering with a Council member, Committee member or an employee's performance, or creating an intimidating, hostile or offensive environment while conducting Association business.

### 3.4 Substance Abuse

The Council recognizes that substances such as alcohol and other drugs are used by individuals sometimes to an extent that their abilities and senses are impaired. The position regarding substance abuse is the same whether alcohol, illegal drugs, prescription drugs, or controlled substances are involved. "Impairment" or "being impaired" means that a Council or Committee member's normal physical or mental abilities, or faculties, while conducting Association business, have been detrimentally affected by the use of substances.

The Council does not condone Council or Committee members conducting Association Business while their abilities and or senses are impaired through the use of alcohol, illegal or prescription drugs or other controlled substances.

## **ARTICLE XXIV: REVISIONS TO BY-LAWS**

**Section 1.0** The procedure for approval of changes to these By-Laws, in conformance with the requirements of Section 2815 of the Law, shall be as follows:

.1 Any Member may propose a change to the By-Laws by reporting the proposed change, together with the reasons for same, in writing, to the President of the Council.

.2 The President of Council shall turn over all such requests to the By-Laws Committee, who shall annually consider such proposals.

.1 The Committee shall formulate all proposed changes to meet the requirements, for letter balloting by the Members for or against a specific revision to these By-Laws.

.2 If more than one proposal is made for a similar change, the By-Laws Committee may combine them into a single proposal for the purpose of the ballot.

.3 The By-Laws Committee shall report all proposed revisions to the Council by May 21 of each year. The report shall include the Committee's recommendation and reasons for or against approval of each revision.

.3 The President of Council shall direct the Secretary to prepare the proposed revisions reported by the By-Laws Committee for ballot voting by the Members.

.1 The ballots with supporting material shall be distributed to the Members on the Active Roster of the Association no later than June 15.

.2 This distribution may be combined with that for the election of Council Members, per Article IV, Section 1.

.3 Ballots received in the office of the Delaware Association of Professional Engineers no later than July 15 shall be tallied and reported as required by Article IV, Section 2.

.4 Proposed revisions to the By-Laws which receive affirmative votes by the majority of not less than twenty (20) percent of the Members will be considered as approved changes.

**Section 2.0** The By-Laws Committee shall keep the By-Laws up-to-date by incorporating in them the approved changes.

.1 Any necessary change in the order or numbering of the By-Laws shall be made as required to incorporate an approved revision.

.2 Corrections shall be made to eliminate all obvious errors in typing, spelling, grammar and punctuation, which do not affect the intent of the By-Laws.

.3 A copy of the current Revised By-Laws shall be available to each Member of Council, each Member of the By-Laws Committee, and, upon request, to those listed as "Active" in the current Official Roster, and to applicants for licensure.