

**BYLAWS**  
**WESTERN EUROPE SECTION**  
**OF**



**THE SOCIETY OF NAVAL ARCHITECTS AND MARINE ENGINEERS**

Organization approved by the Executive Committee on 30<sup>th</sup> January 2018.

**ARTICLE I – NAME AND OBJECTIVE**

The name of the Section shall be the “Western Europe Section of The Society of Naval Architects and Marine Engineers”.

The objective of the Section is to advance the art, science and practice of naval architecture and marine engineering in all their applied forms for the exchange of information and ideas, promoting professional integrity and to encourage education and research in related fields.

**ARTICLE II – OFFICERS**

The Officers of the Section shall be a Chair, a Vice Chair, a Secretary and a Treasurer.

**ARTICLE III – BOUNDARY OF SECTION**

The boundary of the Section shall be Western Europe including Austria, Belgium, France, Germany, Ireland, Luxembourg, the Netherlands, Portugal, Spain, Switzerland and the United Kingdom of Great Britain and Northern Ireland (UK) as indicated by the following geographic representation:



## ARTICLE IV – OFFICE

The Western Europe Section (WES, hereafter referred to as the Section) of The Society of Naval Architects and Marine Engineers (SNAME, hereafter referred to as the Society) shall maintain its principal office in London, UK, but may transact business, and hold meetings at such other places as the Executive Committee may from time to time determine.

## ARTICLE V – MEMBERSHIP

All members of every grade of the Society residing in or maintaining their principal mailing (residence or business) address in the territory of this Section shall be members of this Section. Members outside of the region may elect to be a Member of this Section at their own request. All Society members who are not members of the Section by residency or choice may participate in the program and activities of the Section, but they shall not be entitled to vote in the election of Officers or on other matters.

**Section 1** The provisions of the Bylaws and the rules of SNAME and the practices of the Society with respect of the professional sessions for discussions of papers shall govern the procedures of the Section.

The Annual (General) Meeting shall be held during the first quarter of each year in London, UK. Regular business to be transacted at the Annual Meeting will be the receipt of the Executive Committee's Annual Report to the Section, the Treasurer's presentation of the income and expenditure financial statement for the Section, and Officer and Executive Committee elections.

An Extraordinary Meeting may be convened at any time by the Executive Committee or if requested by not less than twenty (20) Voting Members of the Section.

Eight (8) members of the Section shall constitute a quorum for any Section Meeting

**Section 2** Papers or presentations given at Technical Meetings, Symposia etc. may be submitted to SNAME for inclusion in the Technical Library. They may also be submitted to SNAME for review and consideration for inclusion in one of the Society's publications or the annual SNAME Maritime Convention (SMC).

**Section 3** A Voting Member is a member of the Society with membership at Associate Member, Member or Fellowship level.

## **ARTICLE VI – COMMITTEES**

### **Section 1 Executive Committee.**

The Executive Committee shall consist of the four (4) Officers namely Section Chair, Vice Chair, Secretary and Treasurer, and the last retiring Chair, Membership Chair, Student Liaison, Technical and Research (T&R) Chair, Marketing and Communications Representative and Young Professional (YP) Chair together with a maximum of four (4) other Voting Members of the Society.

The Executive Committee shall have general responsibility, under the Section Chair, for the affairs and activities of the Section.

Six (6) eligible Voting Members shall constitute a quorum at all meetings of the Executive Committee but must include at least one (1) Officer and at least one (1) non-Officer member.

Routine Executive Committee meetings are to be advised at least two (2) weeks before the meeting. The Executive Committee shall meet not fewer than six (6) times annually. The Executive Committee shall fill any vacancies occurring in the offices and in its own body until the next annual elections.

### **Section 2 Papers / Presentations.**

The Executive Committee shall be responsible for arranging suitable papers for presentation at Technical Meetings of the Section. Arrangements for meetings with other technical societies shall be under the remit of the Executive Committee.

### **Section 3 Meetings.**

The Section Chair and Secretary shall be responsible for making all the arrangements related to the Section Technical and other Committee Meetings.

### **Section 4 Public Relations.**

The Marketing and Communications Representative shall coordinate all publicity relating to the activities of the Section. The Section shall be governed by the policy of the Society.

### **Section 5 Technical and Research.**

The Technical and Research (T&R) Chair is appointed by the Section Chair to serve as a liaison between the Section membership and the Society's Technical and Research Program.

### **Section 6 Nominating.**

All Section Voting Members may nominate candidates for membership of the Executive Committee, with existing members of the Executive Committee nominating fellow members for the offices of Chair elect (Vice-Chair) and Secretary. Nominations for election as Section Executive Committee members and Officers must be made to the Secretary not less than thirty (30) calendar days prior to the Annual Meeting and must be supported by a proposer and seconder both of whom are Section Voting Members and must include the intended nominee's consent to serve.

The Secretary shall present at the Executive Committee Meeting directly prior to the Annual Meeting nominations for all elective Offices and membership of the Executive Committee. Copies of the nominating report listing the names of those of the existing Officers and Committee who are wishing to continue to serve as well as the candidates for election to the Executive Committee (but clearly separated) shall be sent to all Section Voting Members with the notice of the Annual Meeting.

The election of Officers and members of the Executive Committee shall take place or be reported at the Annual Meeting of the Section. In the case of an uncontested vacancy, the candidate shall be deemed to have been elected unopposed. If there is more than one nominee for any office or membership, then a simple majority election shall be by voice vote at the Annual Meeting or by electronic ballot prior to the Annual Meeting. Two scrutineers, who are members of the Society with membership at Member or Fellowship level, shall be elected by the Executive Committee to count the votes recorded in the election of the Section Officers and members Executive Committee. The result of the ballot shall be reported at the Annual Meeting.

**Section 7 Casual Vacancies for Executive Committee member(s) and Officers**

The Branch Committee may fill any casual vacancy on the Executive Committee at any time.

Should not enough candidates stand to fill all the vacancies on the Executive Committee in any given election, the Section Executive Committee may use the casual vacancy provision to fill the Section Executive Committee

**Section 8 Audit.**

The Auditing Committee shall audit the accounts of the Section. The Audit Committee Chair is appointed by the Section Chair. The Audit Committee shall consist of at least two (2) members, including the Audit Committee Chair, who shall be professionally registered with membership at Member or Fellowship level.

**Section 9 Membership.**

The Membership Chair (Committee) shall be responsible for obtaining qualified applicants for membership in SNAME. The Membership Chair shall be appointed by the Section Chair. The Membership Chair automatically is a member of SNAME's Membership Committee.

**Section 10 Representative to SNAME's Sections Committee.**

The Section representative to SNAME's Sections Committee is the Section Chair, or the designated alternate, typically the Vice Chair, and serves as the coordinator of the Section with other Sections and with SNAME Headquarters.

**Section 11 Awards.**

The Section Chair is responsible for coordinating recommendations for Society awards and promotion to the membership grade of Fellow. Recommendations shall be forwarded to SNAME's Awards Committee and the Committee on Fellows respectively. Recommendations for Section awards are to be forwarded to the Section Executive Committee for action.

**ARTICLE VII – DUTIES OF OFFICERS**

**Section 1 Chair.**

The Chair shall preside at all meetings of the Section and of the Executive Committee and be responsible for planning and supervising the programs and activities of the Section. The Chair shall be an ex-officio member of all committees.

**Section 2 Vice-Chair.**

In the absence of the Chair, the duties of the Chair shall be performed by the Vice-Chair. In the absence of the Chair and the Vice-Chair, the Executive Committee shall elect one of its members to act as the Chair.

**Section 3 Secretary.**

The Secretary shall have general responsibility for the correspondence of the Section and shall take the minutes of all meetings of the Section and of the Executive Committee.

**Section 4 Treasurer.**

The Treasurer shall have charge of the records and accounts of the Section and the collection and disbursement of funds. The disbursement of funds must be as approved by the Chair. A budget shall be prepared by the Treasurer covering all Projected Income and Expenses for each fiscal year. Section funds will be credited to the Section Bank Account twice during the fiscal year.

## **ARTICLE VIII- APPOINTED POSITIONS**

### **Section 1 Membership Chair.**

The Section Membership Chair is appointed by the Section Chair and automatically becomes a member of SNAME's Membership Committee with specific responsibility for Section recruitment and retention efforts as part of SNAME's membership strategy. The Membership Chair is encouraged to attend the Membership Committee Meeting held at the SNAME Maritime Convention.

### **Section 2 Technical and Research Chair.**

The Section Technical and Research (T&R) Chair is appointed by the Section Chair to serve as a liaison between the Section Membership and SNAME's T&R Program. The local representative should solicit ideas for technical projects and recommend them to SNAME's Headquarters for evaluation by the appropriate technical committees. The T&R Representative should be available to help coordinate local support for SNAME research work within the geographical area of the Section.

### **Section 3 Student Liaison.**

The Student Liaison is appointed by the Section Chair with the primary role to support and ensure the success of SNAME's Student Sections within the geographic area of the section. The Liaison works to stimulate student's participation in the section and should maintain close contact with the Faculty Advisor of each Student Section.

### **Section 4 Marketing and Communications Representative.**

The Marketing and Communications Representative is appointed by the Section Chair to participate in SNAME's social media, promotional and membership related campaigns, and to maintain the Section's page on the SNAME web site.

### **Section 5 Young Professionals Chair.**

The Young Professionals (YP) Chair is appointed by the Section Chair and is the Section's representative on the YP Committee and is responsible for identifying content and events appealing to the YP community and for communicating developments from the YP Committee back to the Section.

### **Section 6 Audit Chair.**

The Section Chair shall name an ad hoc committee of two or three members (as define in Article VI Section 8) to audit the Section's Financial Records at the end of the fiscal year which coincides with his/her term of office. The Section audit covers the fiscal year from 1<sup>st</sup> July to 30<sup>th</sup> June and must be submitted to Headquarters by the end of July.

## **ARTICLE IX – TERM OF OFFICE**

The terms of the offices and members of the Executive Committee shall be as follows, unless removed for cause:

Chair	Two (2) years;
Vice-Chair	Two (2) years;
Secretary	Two (2) years, renewable;
Treasurer	One (1) year, renewable;
Members of Executive Committee	Two (2) years, renewable.

Except for elections to fill unexpired terms, all terms of office for Officers, appointed Positions and members of the Executive Committee shall begin on 1<sup>st</sup> July following election at the Annual Meeting. At least typically half of the Executive Committee of the Section shall retire and, if desired and proposed and seconded, stand for re-election each year such that the terms of office are staggered to maintain continuity.

Only Voting Members of the Section and members of the Society with membership at Member or Fellowship level are eligible for the office of Chair, Vice-Chair, Secretary or Treasurer. The Officers, namely the Chair, Vice-Chair, Secretary and Treasurer, shall have been a member of the Executive Committee for at least one (1) year prior to office.

The Vice Chair will move to the position of Chair upon completion of their respective terms. Therefore, upon election as ‘Chair elect’ he / she shall serve two (2) years as Vice-Chair followed by two (2) years as Chair after which his / her term of office shall cease and, to ensure continuity, he she shall revert to a member of the Executive Committee for one (1) year. Unless exceptional circumstances arise, such as whereas no nominations for ‘Chair elect’ are received, shall a past Chair serve as a Vice-Chair or Chair for a second part or full term.

The Chair and Secretary should each be on a different retirement rotation to ensure continuity within the Section.

The ‘Treasurer elect’ shall be appointed or reappointed by the Executive Committee by a simple majority at their last meeting of each Session i.e. shortly before 1<sup>st</sup> July.

No member shall hold more than one elected or appointed Office or Position within the Section at any given time without the unanimous agreement of the Executive Committee.

## **ARTICLE X – PARLIAMENTARY**

The governing authority on all parliamentary rules provided for in these Bylaws should be the latest edition of Roberts’ ‘Rules of Order’.

## **ARTICLE XI – ORDER OF BUSINESS**

- (a) Reading of the Minutes of previous meetings;
- (b) Special announcements;
- (c) Committee reports;
- (d) Stated business;
- (e) New business;
- (f) Adjournment.

## **ARTICLE XII – AMENDMENTS**

Amendments to these Bylaws shall be presented at a regular Meeting of the Section by the Executive Committee. The amendments shall be brought to the attention of the membership by the Secretary in the notice for the next regular Meeting, at which time the amendment will come before the Section for discussion and action. A two-thirds (2/3) vote in favor of the amendment by the members in good standing present at the meeting shall be necessary for its adoption. The amendment is subject to approval by the Society. A member in good standing is one who has paid his dues to the Society in accordance with the Bylaws of the Society and is a Voting Member of the Section.

Any Voting Member may suggest to the Executive Committee proposed amendments to the Bylaws by submitting the same in writing to the Secretary of the Section. Amendments proposed by twenty (20) or more Voting Members of the Section may be voted on by attendees at the Annual or Extraordinary Meeting of the Section, provided notice in writing of such proposed amendment has been mailed to the membership not less than thirty (30) days prior to such meetings.

### **ARTICLE XIII – FISCAL YEAR**

The fiscal year for the Western Europe Section of The Society of Naval Architects and Marine Engineers shall commence on 1<sup>st</sup> July and terminate on 30<sup>th</sup> June next following.

### **ARTICLE XIV – STUDENT SECTIONS**

The Section may sponsor one or more Student Sections if petitioned by any accredited institution(s) maintained on the approved list of the Society and located within the Section boundaries. The Section may sponsor one or more Student Sections outside of its geographic area in circumstances where no Parent Section is available in that region. The section will assume responsibility for the proper operation of each Student Section sponsored by it.

A Student Section may be dissolved if deemed if such action is deemed to be in the best interests of the Society. Voluntary dissolution is subject to the approval, by simple majority, of the parent Section's Executive Committee and SNAME Headquarters. Upon dissolution, all Student Section funds and assets shall be returned to the parent Section, depending upon the funding source.

## ARTICLE XV – DISCIPLINE

The Chair of any meeting is responsible for the proper running of the meeting. Any member not conforming to professional and ethical standards relating to, but not exclusive to, racism, harassment, sexual discrimination and general behavior contrary to proper etiquette shall be asked to leave the meeting. Members continually in breach of the required professional and ethical standards on the vote of at least two thirds (2/3) of the Executive Committee will be subject to dismissal from the Committee.

All members are expected to always behave professionally during any SNAME function, be it at Presentations, networking events, or Conferences that they attend. Each member is not only a participant but a representative SNAME, so they must uphold the standards that make them a part of a respectable Society.

If any member of the Committee is absent (either physically or virtually via electronic means due to geographic reasons), without leave of the Committee, from more than half of the meetings of the Executive Committee held in any period of twelve (12) months, the Committee may resolve, on the vote of at least two thirds (2/3), that the member's office be vacated.

The office of any elected Executive Committee member or Officer / Appointee shall automatically be vacated if the member:

- a) is adjudged by the relevant legal or official body in their home country as lacking the capacity to manage their own affairs and this is not expected to be a short-term situation;  
or
- b) by notice resigns office in writing to the Section Chair, or in the case of the resignation of the Section Chair, to the Section Secretary; or
- c) ceases to be a member of the Society; or
- d) ceases to fulfil the eligibility criteria for membership of the Section in which the Office is held.