

# Bylaws of the Society for Information Display

Effective: May 14, 2014



## **Article 1 - NAME**

1. The name of the Corporation is: "The Society for Information Display", hereafter called SID.

## **Article 2 - PURPOSE AND SCOPE**

1. The purpose of SID shall be:

- a) To encourage the scientific, literary and educational advancement of information display and its allied arts and sciences, including, but not limited to: the disciplines of display theory, display device and systems development, display systems and applications, display peripherals, display materials/processing/manufacturing, display measurements, imaging, image processing, hard copy, printing, information science, display design, display input/output devices/interaction, display perception and the psychological and physiological effects of display systems on the human senses.
- b) To maintain a central repository for data relating to information display and its allied fields which shall be accessible to all qualified members of SID for research purposes.
- c) To provide forums, by establishment of regular periodic publications and regular conferences, for the exchange and dissemination of ideas relating to the field of information display.
- d) To promulgate definitions and standards pertaining to the field of information display
- e) To conduct these activities and achieve these objectives without pecuniary profit to its Directors, officers or members; any balance of money or assets remaining after the full payment of corporate obligations of all and any kinds shall be devoted solely to the above stated purposes.

2. The scope of SID is non-national, embracing all territories of interest to its membership. SID shall maintain its principal offices in the USA, from which it shall carry out its general administrative functions in accordance with applicable laws.

## **Article 3 - MEMBERSHIP**

*Membership of SID is open to all individuals interested in information display without regard to race, color, age, religion, gender or nationality.*

1. Grades and Qualifications - The membership of SID shall be composed of nine grades with the qualifications listed below for each:
  - a) Student Member - An individual interested in furthering the purpose of SID who is in essentially full-time pursuit of an undergraduate or graduate degree. Student membership shall be automatically terminated at the end of the membership year during which full-time student status ceases.
  - b) Member - An individual active in a profession related to the field of information display who has at least a Bachelor's Degree or equivalent work experience.
  - c) Senior Member – A member in good standing who has demonstrated significant performance over a period of at least five years in the fields defined by Article 2. Paragraph 1.a), and by publications or participation in a SID committee. A candidate for the Senior Member grade shall have been a SID member for not less than 5 years, including at least 3 years of continuous membership immediately prior to the submission of an application. The candidate or nominator, who is also an SID member in

good standing, shall submit the application to the Senior Member Grade Committee. The Senior Member Grade Committee shall establish the requirements, which shall be reviewed and approved by the Board of Directors. These requirements shall be published as part of the Senior Member Grade Application Form. The Senior Member Grade Committee shall consist of the President-elect as Chair, and at least three SID members in good standing, one from each Region appointed by their respective Regional Vice Presidents. Upon evaluation and approval of the application, the Senior Member Grade Committee shall confer the Senior Member grade. New Senior Memberships shall be conferred at least once each year.

- d) Fellow - A member in good standing for not less than 5 years, including at least 3 years of continuous membership immediately prior to election. Fellow candidates shall be recommended by the Honors and Awards Committee and elected by the Board of Directors based on nominations at large made annually of outstanding engineers and scientists in the information display field who have made widely recognized and significant contributions to the advancement of that field. On conferment of Fellowship, a SID Fellow will be entitled to place the letters FSID after his/her name. On reaching the age of 60, a Fellow will automatically be granted Life Member status.
- e) Corporate member - A corporation or other business organization interested in furthering the purposes of SID by means of a financially supporting role.
- f) Life Member - An individual, at least 60 years of age, retired from business, who has been a member of SID in good standing for not less than 25 years, including at least 5 years of continuous membership immediately prior to application for Life Member Grade. Life Member Grade is not conferred automatically but may be granted upon written request to the Chairperson of the Membership Committee.

## 2. Privileges.

- a) All members in good standing (except that Student and Corporate member grades may not vote, hold office or serve on the Nominating Committee), shall have equal privileges including, but not limited to, the right to:
  - 1. Vote for officers and Directors and on such other matters as require polling of the membership.
  - 2. Hold office and membership in standing committees.
  - 3. Receive all issues of the Journal of the SID and Information Display.
  - 4. Attend all conventions and meetings sponsored by SID.
  - 5. Use SID's facilities, including archives.
- b) In addition, Corporate members shall be entitled to the following privileges:
  - 1. Their names shall be listed in an appropriate manner in each issue of SID's magazine and SID's proceedings.
  - 2. They shall receive 5 subscriptions to SID's magazine and SID's proceedings, sent to such addresses or individuals as they may designate. In the event that one or more of these individuals qualifies for the grade of Member or has been elected to the grade of Fellow, the full privileges of that grade of membership may be granted to that individual, without requiring payment of individual dues, provided that the individual has an approved membership application on file at the office of SID.

## 3. Termination of Membership - Membership in SID may be terminated only for one or more of the following reasons:

- a) Voluntary withdrawal by the member by means of written notice to the office of SID.
- b) Non-payment of dues - Membership shall automatically terminate if dues are not paid within 30 days of the designated due date, provided that the member is notified by the Treasurer or his delegate of the member's impending loss of membership prior to his suspension date. Notification shall be sent to the last address known to SID.

- c) Misuse of SID's name, facilities, etc. - Actions by a member which bring disrepute to SID may be a reason for termination of membership. On recommendation of the Membership Committee, the Board of Directors will review the case, offering opportunity for rebuttal to the member. A three-quarter vote of the Board shall be required to vote dismissal.
4. In countries where the economic situation is such that an individual will be unable to afford the full SID dues, the Board is empowered to offer SID membership at a concessionary reduced rate, to be determined by the Board. Such members will be subject to the normal SID membership criteria and shall have full voting rights. Such members shall be required to state that their dues are not being paid by other organizations.

In addition, should the Board or the Executive Committee consider that any concession granted under this provision is no longer in the best interests of the Society, then the Board, or in exceptional circumstances the Executive Committee, is empowered to revise or revoke any particular concession.

#### **Article 4 - DUES AND FEES**

1. Members of SID shall contribute dues annually in accordance with their membership grade and a dues schedule, as determined by the Board of Directors. The Board of Directors may also approve a discount fee for multiple-year dues and for new member registrations at events sponsored by SID.
2. No general assessments of members other than annual dues are permitted. Fees for attendance at the annual Symposium, or other affairs of SID, shall be established by the Convention Committee with the approval of the Executive Committee. No fees shall be charged to attend the business meetings of SID.
3. The fiscal year of SID shall run from December 01 to November 30 of each year.

#### **Article 5 - OFFICERS**

1. The officers of SID shall be the President, President - Elect, Three Regional Vice-Presidents, Treasurer, and Secretary, who, with the approval of the Board of Directors and assistance of duly appointed committees, shall conduct the business of SID.
2. The term of office for each officer shall be one year, with succession to the offices taking place at the annual general business meeting, or at the start of the Executive Committee meeting immediately preceding the Board of Directors' meeting associated with the annual general business meeting, whichever comes first. Both outgoing and incoming officers shall participate in the Executive Committee meeting for smooth transfer of information. *No officer may serve in any specific position for more than two terms except a Regional Vice President may serve up to 4 terms.*
3. Any Member, Senior Member, Fellow, Life Member or Life Fellow in good standing at the time of nominations is eligible for any office.
4. The duties and authority for each office are as follows:
  - a) President - The President shall be the principal executive officer of SID and, subject to the guidance of the Board of Directors, shall in general supervise and conduct all of the business and affairs of SID. The President shall, when present, preside at all general business meetings of SID. The President may sign in the place of SID any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors, or by these Bylaws, to some other officer or agent of SID, or shall be required by law to be otherwise signed or executed. Furthermore, the President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time. With the exception of the special circumstances described in Article 7, the office of President shall be a non-elected position filled by the President - Elect at the end of the President's term(s) in office. At the end of the President's first term in office, the Nominating Committee may request the President to serve a second term. If the President accepts, both the President and President - Elect may serve a second term. However, the President - Elect must stand for election by the membership.

b) President - Elect - In the absence of the President or in the event of that persons inability or refusal to act, the President - Elect shall perform the duties of the President and, when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The President - Elect shall perform such other duties as may be assigned from time to time by the President or by the Board of Directors.

c) Regional Vice-Presidents - Three Vice-Presidents shall represent the members in the geographic regions: Americas (North, Central and South), Europe, and Asia. They shall promote membership growth, new chapter formation and other activities of SID as appropriate. The Regional Vice-Presidents shall, with the assistance of the Chapter Formation Committee, prepare the proposals for the formation of local chapters in their regions for approval by the Executive Committee. They shall propose the resolution of regional issues to the Board of Directors for approval and shall perform such other duties as from time to time may be assigned to them by the President or by the Board of Directors. The Regional Vice-Presidents may appoint committees to support their activities.

d) Treasurer - The Treasurer shall:

- (a) keep and maintain adequate and correct accounts of SID's properties and business transactions, in a manner established by SID's independent auditors. The books of account shall, at all reasonable times, be open to inspection by any Director;
- (b) have charge and custody of and be responsible for all funds and securities of SID, and deposit all such monies in the name of SID in such depositories as shall be selected in accordance with Article 9 of these Bylaws; and
- (c) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by the President or by the Board of Directors.

e) Secretary - The Secretary shall:

- (a) keep at the principal office, or such other places as the Board of Directors may order, a book of minutes of all meetings of its Directors, and its members, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the name of those present at Directors' meetings, the number of members present or represented at member's meetings, and the proceedings thereof;
- (b) see that all notices are duly given in accordance with the provisions of these Bylaws
- (c) be custodian of the records of SID;
- (d) keep a register of the post office address of each member which shall be furnished to the Secretary by the members;
- (e) in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the President or the Board of Directors.

5. Vacancies occurring for any reason during the year in the office of President will be filled by the then President - Elect. Vacancies in other offices will be filled by a majority vote of a quorum of the Board of Directors, with the appointee being chosen from the Board of Directors. Vacancies in the office of Regional Vice-President must be filled from the same region in which the vacancy occurs.

## **Article 6 - BOARD OF DIRECTORS**

1. a) The Board of Directors shall consist of the elected officers, the immediate past-President and one elected Representative from each Chapter (Chapter Director). The President of SID shall serve as Chairperson of the Board.  
  
b) No member of the Board of Directors, except the immediate Past-President, shall hold more than one office in SID, which entitles him to be a member of the Board. In no event shall a member of the Board exercise more

than one vote.

2. a) The Directors elected as chapter representatives shall serve for three years. Each chapter shall submit candidates for election from its membership. Said candidates shall be elected by the chapter membership at the time of the annual election.  
  
b) The Directors shall assist local chapters in maintaining a level of technical activities that encourages participation by local members of SID and attracts new members.  
  
c) Directors shall succeed to their respective posts at the annual general business meeting or at the start of the Board of Directors' meeting associated with the annual general business meeting, whichever comes first.
3. Any Member, Senior Member, Fellow, Life Member or Life Fellow in good standing is eligible for the office of Director.
4. Subject to the duties of Directors as prescribed by the Bylaws, all powers of SID shall be exercised by or under the authority of, and the business and affairs of SID shall be controlled by, the Board of Directors. The Directors shall have all the rights and powers conferred upon Directors by law, except as otherwise expressly provided in the Articles of Incorporation of these Bylaws.
5. a) The Board of Directors shall meet within seven days of the annual general business meeting and at such other times and places as the President may direct.  
  
b) At least one-half of the Board shall constitute a quorum for conducting business. Voting proxies may be used for the purpose of establishing a quorum, but it shall nevertheless be a requirement that at least one-third of the Board, including at least three officers, be in attendance. A Board member may send written notice to the Secretary to assign a voting proxy to another member of SID in good standing. Regardless of the number of proxies held, no individual shall exercise more than one vote at a meeting of the Board of Directors.  
  
c) If required to expeditiously conduct the business of SID, a ballot may be taken by mail or facsimile without convening a Board of Directors' meeting. The Executive Committee must initiate such an action and a written summary of the facts at issue must be provided to all Board members. The results of the voting will be recorded in the minutes of the next Board meeting.
6. Vacancies occurring for any reason during the year in the office of Director shall be filled by the Board of Directors from the membership of the unrepresented chapter, through interim appointments, until such vacancies are filled during the next annual election.

#### **Article 7 - NOMINATIONS AND ELECTIONS**

1. Candidates for the offices of President - Elect, Regional Vice-Presidents, Treasurer and Secretary shall be nominated by the Nominating Committee after due deliberation as to qualifications and willingness to serve, if elected, of each nominee. Each region shall propose its own candidate(s) for the office of its own Regional Vice-President to the Nominating Committee. Such candidate(s) shall be selected from among the regional membership by a process decided by each region, with the process subject to approval by the Board of Directors. The Board shall ensure that such process is in the best interests of the region and of SID as a whole. In the event that the office of the President - Elect is vacant, or if the current President - Elect is unable or unwilling to serve as President, the Nominating Committee shall also nominate one or more candidates for election to the office of President. The Nominating Committee will provide a slate of at least one candidate for each elected office. Said slate will be submitted to all qualified members in good standing at least 90 days before the annual general business meeting. Any member in good standing may also be nominated to any office of SID upon petition of fifty of the voting members. The petition must be received at the office of SID at least 120 days before the annual general business meeting. Suitable steps will be taken to assure the anonymity of the completed ballot, which must be returned at least 30 days before the annual meeting. Legible write-in votes will be considered valid.
2. At the annual election of officers, the President - Elect, Treasurer, and Secretary, shall be voted on by the entire

membership. The Regional Vice-Presidents shall be voted on only by the members of their respective regions.

3. Counting of the votes will be done by an independent auditor in time to permit installation of newly elected officers and Directors at the next general business meeting. A plurality of the legal votes cast for each office will be sufficient for election for that office. In case of ties, the current Board of Directors will choose between tied candidates.

#### **Article 8 - STANDING COMMITTEES**

1. The following standing committees shall be formed annually with duties as further defined in later sections of this Article:
  - a) Executive Committee
  - b) Nominating Committee
  - c) Membership Committee
  - d) Convention Committee
  - e) Honors and Awards Committee
  - f) Publications Committee
  - g) Definitions and Standards Committee
  - h) Archives Committee
  - i) Chapter Formation Committee
  - j) Long Range Planning Committee
2. Executive Committee.
  - a) The Executive Committee shall consist of the President, President -Elect, three Regional Vice-Presidents, Treasurer, Secretary, and the immediate Past-President, with the President acting as Committee Chairperson.
  - b) Any four members of the Executive Committee shall constitute a quorum.
  - c) The Committee shall conduct the business of SID under the terms of the Bylaws and the general guidance of the Board of Directors.
3. Nominating Committee.
  - a) The Nominating Committee shall consist of the two most recent Past-Presidents who are willing and able to serve, a member from each of the three Regions as nominated by the respective Regional Vice-Presidents and approved by the Board of Directors, and additional members as may be appointed by the Board of Directors. The most recent Past-President who is a member of the committee shall serve as committee chairperson.
  - b) The Nominating Committee shall have final responsibility for selection of candidates submitted to the membership for elected office, and their selection shall not be subject to review by the Board of Directors.
  - c) If a member of the Nominating Committee resigns or is for any other reason unable to serve in this capacity, the Board of Directors may choose to appoint a replacement.
4. All other standing committee chairpersons shall be appointed by the President with the approval of the Board of Directors at the Board of Directors' meeting associated with the annual business meeting. The number and

choice of committee and subcommittee members shall be made by the committee chairperson subject to review by the Board of Directors. A vacancy in the chairperson's position of a standing committee, or an "ad hoc" committee as established by the President, shall be filled by the President and ratified by the Board at the next Board of Directors' meeting.

5. The Membership Committee shall conduct membership drives, act on membership applications, and maintain and recommend consistent standards of membership.
6. The Convention Committee shall:
  - a) Recommend the specific time and place of the annual general meeting and Symposium, for approval by the Board of Directors.
  - b) Establish and submit for approval by the Executive Committee a Symposium budget.
  - c) Establish a procedure for determining the program and activities of the Symposium.
  - d) Provide for facilities, programs, publicity and all other necessary matters pertinent to the management of a Symposium.
  - e) Recommend other technical meetings to be sponsored or cosponsored by SID and, upon approval by the Board of Directors, arrange for their implementation.
7. The Honors and Awards Committee shall:
  - a) Review candidates nominated for election to Fellow and candidates nominated to receive the various major prizes and awards given by SID and make recommendations to the Board of Directors for approval.
  - b) Recommend addition of such new honors and awards categories, as may become appropriate, to the Board of Directors for approval.
  - c) Be responsible for soliciting funds from outside supporters for the major prizes awarded by SID.
8. The Publications Committee shall:
  - a) Consist of a chairperson, the editors of each publication, and members appointed by the chairperson.
  - b) Encourage submission of and review of papers and articles for the publications of SID.
  - c) Recommend and administer policies and budgets for all publications.
  - d) Provide guidance and direction for the editor and/or editorial staff of official publications of SID as may be required.
9. The Definitions and Standards Committee shall:
  - a) Maintain technical cognizance of those disciplines pertinent to information display and maintain liaison with other professional Societies to expedite the interchange of information between Societies.
  - b) Conduct such studies and activities as may be required to standardize and uniformly classify terms, definitions, and measurements within the field pertaining to information display.
  - c) Review and release for publication its considerations for the purpose of stimulating discussion and its coordinated conclusion in the form of recommended specifications.
10. The Archives Committee shall:
  - a) Establish and maintain one or more repositories for data relating to information display and its applied fields.

- b) Establish and maintain an historical documentary of SID. Every committee and all chapters shall appoint an official reporter whose duty shall be to report significant activities and ideas of historical interest to the Archives Committee Chairperson.

11. The Chapter Formation Committee shall:

- a) Promote the activities of SID and the formation of new chapters world-wide. The Chapter Formation Committee shall coordinate these activities with the Regional Vice-Presidents.
- b) Establish and maintain guidelines and requirements for the formation of new chapters. Changes to the specific requirements for new chapter formation shall be approved by the Board of Directors prior to implementation.

12. The Long Range Planning Committee shall:

- a) Provide and maintain a strategic plan for growth and continued leadership of SID.
- b) Identify those emerging technical areas that can contribute to the growth of SID and formulate specific proposals for including these areas in activities sponsored by SID.
- c) Develop cognizance of disciplines appropriate to increased involvement of SID and propose strategies for implementation.

13. All members of the Executive Committee shall be ex officio members of all committees, except for the Nominating Committee.

**Article 9 - FINANCES**

1. All funds of SID, other than petty cash, shall be invested conservatively to assure liquidity and to obtain good return, without risking loss of principal. The Executive Committee will review and approve, by a majority vote, the Treasurer's recommendation of the bank and/or financial institution in which the funds of SID are to be kept. The Board of Directors shall establish the maximum amount of any single transaction for which the Treasurer, or Board approved designee, may issue checks without the counter-signature of the President. All expenditures shall fall within the budgets as approved by the Board of Directors. If the Treasurer is to be unavailable to sign checks in a timely manner, the Treasurer will delegate signature authority to the President - Elect, Secretary, or Board approved designee, in writing, for a specifically designated time period.
2. The President, President - Elect, Secretary, and Treasurer shall be bonded for the duration of their terms in office at the expense of SID.
3. The books of record shall receive a financial review annually by an independent firm of auditors. The books shall be audited every five years by an independent firm of auditors or as ordered and approved by the Board of Directors.

**Article 10 - MEETINGS**

1. There shall be one annual general business meeting. Such meeting shall be held at the time and place recommended by the Convention Committee and approved by the Board of Directors.
2. The order of business of the annual general business meeting shall be:
  - a) Call to order.
  - b) Reading or disposition of minutes of previous meeting.
  - c) Report of election results and installation of new officers and Directors.
  - d) New President assumes meeting chair.



- e) Unfinished business.
  - f) New business.
  - g) Announcements.
  - h) Adjournment.
3. Twenty-five members shall constitute a quorum for the conduct of business. A majority of the quorum shall be sufficient to approve any motion except that, at the request of any member, the motion shall be submitted to the entire membership in good standing for a written vote. In such event, a majority of the members voting shall be required to approve the motion.
  4. In all matters not covered by the Bylaws, the conduct of meetings shall be governed by Robert's Rules of Order.

#### **Article 11 - PUBLICATIONS AND ARCHIVES**

1.
  - a) There shall be published one archival publication, professional in nature, which shall be an official publication of SID. Additional publications may also be published periodically.
  - b) Each publication shall have an editor who is appointed by the President with approval of the Board of Directors.
  - c) The operating management of each publication shall be the responsibility of its editor, with all policy and fiscal matters administered by the Publications Committee.
  - d) No editor shall be a member of the Executive Committee of SID..
2. The archives of SID shall be maintained by an archivist who shall be appointed by the Archives Committee, with the approval of the Board of Directors.

#### **Article 12 - CHAPTERS**

1. It is the intent of SID that a major portion of its activities shall be performed within chapter organizations. The Board of Directors shall institute and maintain a set of regulations for the establishment of such chapters on petition by the membership.
2. Every member shall be required to belong to a chapter, except for members living in an area designated by the Board of Directors as "unaffiliated". Any member may request, in writing to SID, assignment to a specific chapter. Chapters shall have funds apportioned to their use, at a rate determined annually by the Board of Directors for each member, by SID 's Treasurer. Provision for reasonable supplementary dues for chapter functions may be incorporated in Chapter Bylaws.
3. Members petitioning for a new chapter shall submit a set of Chapter Bylaws consistent with the Bylaws of SID for review by the Bylaws Committee and approval by the Executive Committee. Should amendments subsequently be made to a chapter's bylaws, these amendments must be submitted for review by the Bylaws Committee and approval by the SID Executive Committee. Chapters shall maintain those Bylaws in consonance with any changes in the Bylaws of SID approved by the membership of SID.
4. The finances of the chapter shall be the responsibility of the Chapter Treasurer and the Chapter Chairperson. The Chapter Treasurer or Chapter Chairperson shall not commit the local chapter to expenditures in excess of 75% of the chapter's funds without prior written approval of the Treasurer of SID.
5. No chapter officer or member is empowered to enter into agreements committing SID, financially or otherwise, without the express written authorization of the Executive Committee. No member shall represent himself as speaking for SID without express authorization from the Executive Committee.
6. Chapters which fail to sustain levels of activity consistent with the standards of SID shall be subject to

suspension and deactivation. The Executive Committee shall have the power to suspend a chapter after one year if the chapter has no elected officers, or no technical activities.

7. Each Chapter Treasurer shall provide the Treasurer of SID with an annual accounting of chapter funds prior to the general membership meeting of SID, or other Board of Directors' meetings as determined by the Executive Committee. Information shall include all bank account numbers and balances as well as a list of investments, negotiable securities, capital assets, and any other assets held by the chapter. A Chapter's books of account shall, at all reasonable times, be open to inspection by the SID Treasurer.
8. Upon suspension of a chapter:
  - a) All chapter members will be notified by SID of suspension. Members will be given the option of remaining with the suspended chapter or of affiliating with another chapter of their choice.
  - b) No additional monies shall be transmitted to the chapter. Any dues apportionment or other funds shall be held in escrow by SID. Upon restoration to active status, the funds or assets held will be returned to the chapter treasury.
  - c) The seat of the Chapter Director on the Board of Directors shall be declared vacant and the quorum of the Board adjusted accordingly.
  - d) The financial status of the chapter shall be determined by the Treasurer of SID. All funds and assets shall be returned to the office of SID.
9. Restoration of a suspended chapter to active status shall be effected by the Executive Committee upon receipt of a petition signed by the majority of members in good standing of the suspended chapter or, at the discretion of the Executive Committee, upon satisfactory proof that the chapter is prepared to sustain levels of activity consistent with the standards of SID.
10. A chapter shall be deactivated by the Executive Committee after one year of suspension. Upon deactivation:
  - a) All chapter members shall be notified of chapter deactivation. Each chapter member shall be requested to select another chapter for affiliation within 60 days. After this time period, the Secretary, with the approval of the Executive Committee, shall assign unaffiliated members to geographically appropriate chapters. The members, and the receiving chapters, shall be notified of the action.
  - b) Funds and assets held in escrow for the suspended chapter shall be merged with the other assets of SID.
11. Reactivation of a deactivated chapter shall be subject to the same procedures as apply to the formation of new chapters.

### **Article 13 – STUDENT BRANCHES**

1. It is the intent of SID to encourage student participation in the activities of the Society. To facilitate such participation, the SID shall establish Student Branches affiliated with at least one university and with the Chapter of the geographical area in which the university is located.
2. The purpose and scope of the Student Branches are defined in Art. 2 of the Bylaws of the SID.
3. No action or obligation of the Student Branch shall be considered an action or obligation of the Society, or the Student Branch Affiliated Chapter.
4. Members of the Student Branches shall be undergraduate and graduate students who are also members of the SID
5. The Bylaws of the Student Branches shall be modeled after the Bylaws of the Chapters of the SID. However, they can be adapted to the special needs of the student body. The Bylaws of the Student

Branches and the amendments thereof require the approval of the Executive Committee of the SID. In case of conflict, the Bylaws of the SID shall take precedence.

6. No officer of the Student Branch may act as an agent for the Society except as specifically authorized in writing by a person so empowered by the Board of Directors.
7. The Student Branches shall have a Faculty Advisor who is a faculty member and a member of the SID.
8. Since the Student Branches receive funds from the SID, they shall submit an annual financial statement and an annual summary of their activities. Other financial donations to the Student Branches shall be used in accordance with Article 2 of the Bylaws of the SID.
9. Any indebtedness of a Student Branch shall only be allowed with the approval of the SID Board of Directors.
10. Petitions for the formation of a Student Branch shall be supported by the signature of a minimum number of students as determined by the SID Board of Directors.
11. A Student Branch shall be placed on inactive status if its membership declines below 3 for a period of 12 months.
12. SID reserves the right to dissolve a Student Branch if, in the judgment of the SID Board of Directors, such action is in the best interest of the SID.
13. Funds and real property of the Student Branch shall revert to the SID if the Student Branch is placed on inactive status or upon dissolution of the Student Branch.

#### **Article 14 - AMENDMENTS**

1. The Board of Directors may, by a majority vote, propose amendments to these Bylaws. The amendment(s) shall be submitted for approval to all members in good standing.
2. Any group of ten or more members may, by signed petition submitted at the Annual Meeting or to the Board of Directors, propose an amendment of these Bylaws. The petition shall be published in SID's magazine prior to being on the ballot. The Board of Directors shall establish a committee to review the petition and make recommendations to the membership. The Secretary shall be directed to submit the proposed amendment, together with the recommendations of both the committee and the petitioners, to all members in good standing concurrent with the next ballot.
3. For passage of any amendment, a plurality of all the legal votes cast shall be required.