

# SAPOE Constitution

As approved by the SAPOE Membership, April 2021

The CONSTITUTION of the SOCIETY OF AIRCRAFT PERFORMANCE AND OPERATIONS ENGINEERS

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## ARTICLE I - NAME OF ORGANIZATION

1. The name of this international organization shall be "Society of Aircraft Performance and Operations Engineers" hereinafter referred to as the Society. The Society is also known by its acronym: SAPOE.

## ARTICLE II - PURPOSES

1. The Society was established in 2008 by dedicated professionals to provide a means for those having a significant interest in any aspect of aircraft performance and operations engineering to unite and thereby attain the advantages inherent to any such organized group.

2. The Society shall promote the recognition of aircraft performance and operations engineering as a specialized discipline in the entire spectrum of professional engineering.

3. The Society shall serve as a medium by which its members will exchange and publish aircraft performance and operations techniques and state-of-the-art improvements in the profession.

4. The Society shall function to encourage its members to give their full support and participation to promote a continuous improvement in the interrelations between aircraft performance and operations engineers for mutual benefits.

5. The Society, through the effective action of its Officers, shall give public recognition to any person or organization that contributes significantly to the enhancement of the professionalism of the Society or that develops a new technology that significantly improves aircraft performance and operations efficiency.

6. The Society will encourage the inclusion and advancement of aircraft performance and operations engineering in the curriculum of studies in institutions of higher learning.

## ARTICLE III - MEMBERSHIP

### 1. Introduction

All persons engaged in the profession of aircraft performance and operations engineering, or in work which contributes to the advancement of this specialized branch of engineering, shall be eligible for membership in the Society.

### 2. Membership Classification

The membership of the Society shall consist of Fellows, Charter Members, Members, Student Members, Retired Members, Affiliate Members and Company Members. The Officers shall resolve all questions that arise regarding qualification for any Member category. The specific qualifications, rights, privileges, and benefits of each membership category are as follows:

(a) FELLOWS shall be persons who have achieved distinction in aircraft performance and operations engineering, or who have materially contributed to the advancement of the Society. Candidates are nominated by an Awards Committee appointed by the Officers per Article V, 2. (a), and are elected to Fellowship by a three-fourths vote of the Officers. Not more than three (3) Fellows shall be elected in any one calendar year. Fellows shall be eligible to vote, hold office and shall pay dues in accordance with the grade of membership they would otherwise be eligible to hold.

(b) CHARTER MEMBERS shall be those members of the society who participated in, or made a donation to finance, the organization of the Society or who attended the first Annual Conference of the Society. They shall be distinguished by having the word "Charter" preceding the designation of their membership grade. Such Charter Members shall retain their membership grade upon leaving performance and operations engineering. Charter Members shall have full voting rights and are eligible to hold office.

(c) MEMBERS shall be persons who, at the time of application, are engaged in any aspect of aircraft performance and operations engineering. Members shall have full voting rights and are eligible to hold office.

(d) STUDENT MEMBERS shall be undergraduate or graduate students attending accredited schools or universities and who are in good academic standing. Student Members shall be automatically transferred to member grade upon graduation or entering industry. Student Members shall not be eligible to vote or hold office.

(e) RETIRED MEMBERS shall be persons who were Members of the Society during their active employment, but have ended their professional career through retirement. Retired Members eligibility to vote and hold office shall be that of the membership grade held upon retirement without payment of dues.

(f) AFFILIATE MEMBERS shall be persons who are not, or no longer, engaged in aircraft performance and operations engineering, but wish to maintain a relationship with the Society. Affiliate Members shall not be eligible to vote or hold office.

(g) COMPANY MEMBERS shall be any organizations interested in the professional practice of aircraft performance and operations engineering and in promoting the Society. Company Members shall not be eligible to vote or hold office on the basis of this membership classification. Benefits applicable to this category shall be determined by the Officers.

### 3. Applications for Membership

Applications for membership shall be made to the Secretary of the Society. Applications are available on the Society's web site. An applicant's qualifications will be reviewed by the Officers, or their designee, and membership grade will be determined accordingly. Along with the application the applicant must submit dues for the membership grade to which he/she is applying.

### 4. Change of Membership Grade

Changes of membership grade will be made as the status of members of the Society changes. It is the responsibility of the members to advise the Secretary of events that would cause a change in membership grade (e.g. when a member retires).

## ARTICLE IV – ORGANIZATION

### 1. Introduction

The Society shall be composed of Members of all grades regulated by the Officers.

### 2. Officers

(a) The Officers shall be: President, Vice-President, Secretary and Treasurer.

(b) The term of office for the President, Vice-President, Secretary and Treasurer shall be two (2) years, beginning 1 January, unless extenuating circumstances prevent regular elections from being held.

(c) The President and Vice-President may be elected for a second consecutive term. Following such second consecutive term, at least one (1) term must elapse before becoming eligible for service in the same office. In order to assure continuity the outgoing President may serve as an ex officio officer during the term of his/her successor. The outgoing President shall not be eligible to vote on issues considered by the Officers. The President and Vice-President shall not serve more than (6) consecutive years.

(d) The Secretary and Treasurer may be elected to as many consecutive terms as they are willing to serve.

(e) Any person appointed to an office or position shall hold office or position at the discretion of the elected Officers.

(f) When a vacancy occurs in any elected office the unexpired term shall be filled by appointment of the remaining Officers.

### 3. Nominations and Election of Officers

(a) Elections shall be held during the month of November two years after the previous election or after resolution of extenuating circumstances.

(b) No later than 1 September in election years the President shall appoint a Nominating Committee consisting of not less than three (3) active members. The Committee shall place in nomination for election candidates for offices in the Society to be filled by vote of the active membership.

(c) Any member eligible to hold office may submit their name for consideration by the Committee for office.

(d) The Committee will accept self nominations by interested members beginning 1 September, and ending 30 September. The Committee shall determine whether the nominees are eligible to hold office.

(e) For each office, if more than three (3) eligible self nominations are received the Committee shall select a maximum of three (3) candidates for that office. If three (3) or fewer eligible self nominations are received the Committee shall select all as candidates for that office. The candidates selected by the Committee for each office will be presented to the membership by electronic means.

(f) If the Committee presents fewer than three (3) candidates for any office, the Officers may declare a time extension during which additional candidates will be accepted for nomination until 31 October in election years. As an alternative, at any meeting of the membership that may occur during the month of October in election years, the Officers may declare nominations open for additional candidates. For nominations at a meeting of the membership, no candidate may nominate them self or second their nomination. Candidates for nomination at a meeting of the membership must be present to qualify, or provide written confirmation of their desire to seek office and their authorization to be nominated. If written confirmation of authorization, including by electronic means, is not received by 31 October in election years that candidate will be removed from the ballot.

(g) Elections shall be by secret ballot conducted by electronic means or as determined by the Officers. Elections for Officers must be concluded no later than 15 December in election years.

(h) Ballots for the election of Officers shall contain a maximum of three (3) candidates for each office, as advanced by the Nominating Committee. The number of candidates need not be the same for all offices.

(i) No member may hold more than one (1) office during any term, except as provided in Article VI, 3.

(j) Election to office shall be determined by a plurality of the votes cast. The winner must hold the office to which elected, except as provided in Article IV, 2, (f).

(k) In the event of a tie for election, a ballot including only the tied candidates shall be voted. If the re-vote results in a tie the Nominating Committee will decide the winner. 4. Fiscal Year  
The fiscal year of the Society shall begin 1 January.

(l) In the event that extenuating circumstances exist and thus prevent the normal conduct of Officer elections, the election cycle may be delayed by up to two (2) years. Such circumstances may include, but are not limited to, pandemic, civil unrest, or military operations. Extenuating circumstances will be declared by unanimous consent of the Officers.

## ARTICLE V – COMMITTEES

### 1. Introduction

Committees shall be formed from time to time, as needed, for advising the Officers of the Society and for transacting certain affairs of the Society.

### 2. Committees

(a) Special Committees, and their Chairmen, shall be appointed by the Officers for short-term tasks, studies or for activities that last less than two (2) years but more than one (1) month. The life of such a committee shall terminate with the completion of the committee's assignment. Each Special committee shall develop a statement of purpose, committee rules and provide a report to the Officers at the conclusion of its activities.

(b) The chairman of each Special Committee shall present a report of its work at each Annual Conference.

## ARTICLE VI - DUTIES OF OFFICERS

1. The PRESIDENT shall be the chief administrative officer of the Society and shall preside at the annual Conference and at meetings of the Officers. The President shall have general supervision and direction of all officers of the Society and its committees, and shall see that their duties are properly executed.

2. The VICE-PRESIDENT shall serve in the President's absence and shall fill the unexpired term of the President until such time as a new President may be appointed in accordance with Article IV, 2. (f). The Vice-President shall perform such other duties as may be directed by the President.

3. The SECRETARY shall serve in the next higher office in the absence of either or both the Vice-President and President and shall fill the unexpired term(s) until such a time as a new President and/or Vice-President may be appointed in accordance with Article IV, 2. (f).

(a) The Secretary shall be responsible to the Officers for maintaining the official copy of the Society's Constitution. The Secretary shall keep in a safe place all permanent property of the Society. At the conclusion of the outgoing Secretary's term of office, the outgoing Secretary shall forward all permanent property of the Society to the incoming Secretary. The Society shall reimburse the outgoing Secretary for all such expenses.

(b) The Secretary shall maintain a roster of members and make the roster available for verification of membership. The Secretary shall notify all members of election results.

(c) The Secretary shall maintain a complete and accurate record of all meetings of the Officers. At the Annual Conference the Secretary shall present a report of meetings of the Officers to the membership.

(d) The Secretary shall maintain the Society postal address.

(e) The Secretary shall execute such other duties as are assigned by the President.

4. The TREASURER shall maintain the funds and financial records of the Society and shall receive and disburse funds as directed by the Officers.

(a) The Treasurer shall maintain a simple system of financial accounting and shall require receipts for all expenditures. Any commitment or expenditure of the Society funds for current operating expenses exceeding one hundred dollars (\$100) shall require prior approval of a majority of the Officers. Unbudgeted expenditure of Society funds exceeding fifty dollars (\$50) but less than one hundred dollars (\$100) shall require the concurrence of the President. The Treasurer shall furnish a quarterly financial statement to the President. At the discretion of the Officers the Treasurer may be bonded for the sum established by the Officers, the expense of such bonding to be defrayed by the Society. The Treasurer shall prepare all tax and financial statements required by the various branches of Government.

(b) The Treasurer shall prepare, and distribute annually prior to 1 January, all notices for payment of dues. The Treasurer shall make quarterly reports to the Officers of his activities. At the Annual Conference the Treasurer shall present a financial report to the membership. The Treasurer shall execute such other duties as are assigned by the President.

(c) At the conclusion of the outgoing Treasurer's term of office, the outgoing Treasurer shall forward all accounts and financial records of the Society to the incoming Treasurer. The Society shall reimburse the outgoing Treasurer for all such expenses.

(d) The Treasurer shall maintain an inventory of all publications of the Society and shall disburse them at the cost set by the Officers to all persons who are legally entitled to receive them. The Treasurer shall maintain an accurate accounting of all funds and costs pertaining thereto and submit same to the President prior to the Annual Conference. A Society Librarian may be appointed by the President with concurrence by the Officers, and charged with the duties specified in this paragraph.

## ARTICLE VII - CONFERENCES AND MEETINGS

### 1. Annual Conference

(a) An Annual Conference shall be held in accordance with the following:

(1) The date, time, place and duration of this conference shall be selected by the Officers. The membership must be given at least 60 days advance notice of the date selected for the Conference.

(2) The Officers may appoint a Conference Committee for the purpose of planning and hosting the conference. The Conference Committee shall serve at the pleasure of the Officers. The budget for a conference planned by such a Committee must be approved by the Officers prior to its enactment.

(3) The Officers may also appoint a Technical Committee to be responsible for the technical content of the Conference.

(4) The Secretary shall be responsible for the dissemination of notices, publicity and invitations to the Annual Conference.

(b) Additional general meetings of the membership may be held when in the judgment of Officers they would be advantageous for the welfare of the Society.

(c) The Officers shall meet prior to and/or during the Annual Conference for as long as necessary to effect the transaction of Society business. Additional meetings of the Officers may be held at any time with the concurrence of a majority of the Officers, after proposal by any Officer. The President shall specify the time, place and duration of all meetings of the Officers, subject to majority concurrence.

### 2. Committee Meetings

(a) All Committees shall meet on call by their Chairman. The Chairman shall call the first meeting of a Committee at the earliest convenience of the members after the Committee's

appointment. The Committee shall schedule subsequent meetings on a regular basis so that it may complete its task in a timely manner.

(b) After the close of nominations, defined in Article IV, 3, (d) and (f), the Nominating Committee shall prepare a ballot for the election of Officers.

## ARTICLE VIII - DUES AND FEES

### 1. Annual Dues

Society membership dues are due and payable to the Treasurer prior to 15 February of each calendar year.

(a) Membership dues shall be set by three-fourths (3/4) vote of the Officers. Any change in the dues shall be announced at the next Annual Conference. Such dues will be effective on 1 January following adoption and remain in effect until subsequently changed by the Officers.

(b) Dues shall be submitted to the Treasurer.

### 2. Pro-rated Dues

Applications for new membership accepted between 1 January and 30 June inclusive shall pay the full annual dues. Those accepted between 1 July and 30 September inclusive shall pay fifty percent (50%) of the annual dues. Those accepted between 1 October and 31 December shall pay the full annual dues, but those dues shall also apply to the following year.

### 3. Dues in Arrears

Any person whose dues are not paid by 15 February shall be so notified by the Treasurer and the President and they shall be deprived of their right to vote, hold office or receive publications of the Society. Anyone whose dues become six (6) months in arrears shall be deprived of Society membership and may be reinstated only after payment of all back dues or by payment of annual or pro-rated dues plus a reinstatement fee, set by the Officers.

## ARTICLE IX - ORDER OF BUSINESS

### 1. Officers Meeting

(a) The order of business of an Officers Meeting shall be:

- (1) Roll call of Officers
- (2) Quorum determination
- (3) Minutes of last meeting
- (4) Officers' Reports



- (5) Committees' Reports
- (6) Old business
- (7) New business
- (8) Adjournment

(b) A majority of the Officers present at a meeting, a minimum of three (3), is required to determine a quorum.

(c) Subsequent to the determination of a quorum, the order of business may be altered only if adherence to the order of business would result in a delay in the proceedings and the majority of the Officers concur.

## ARTICLE X - PUBLICATIONS, EMBLEMS, ETC.

### 1. Technical Papers

The Society shall, through its Officers or Technical Committee, encourage and solicit the presentation of technical papers on aircraft performance and operations engineering at Society Annual Conferences. The technical papers shall be made available to members of the Society.

### 2. Stationery

The stationery of the Society shall be purchased and issued by the Secretary.

### 3. Official Society Emblem

An official Society emblem and seal shall be selected and adopted by the Officers.

### 4. Awards of Recognition

Awards of Recognition in the form of certificates or plaques may be presented to Members or others in recognition of meritorious service to the Society or to the profession. Awards of Recognition shall be approved by the Officers and presented at the Annual Conference.

## ARTICLE XI - AMENDMENTS

### 1. Amendments to the Constitution.

Any amendments proposed to the Constitution may be submitted to the President in a written proposal accompanied by the endorsement from not less than six (6) members in good standing

### 2. Schedule for Amendment Proposal

Amendments may be proposed at any time.

### 3. Amendment Submittal

Proposed amendments will be submitted by the President to the Officers at the earliest date possible following submittal. The Officers shall examine and consider the proposed amendments and refer them to the Society membership for vote with the Officers recommendations.

### 4. Ballots for Amendments

The Secretary shall prepare and distribute all ballots and tally all votes received. Votes shall not be counted if received later than the return date as indicated on the ballot.

### 5. Votes Necessary

An affirmative vote of the majority of (all eligible) voters submitting ballots shall be necessary in order that a proposed amendment be adopted.

### 6. Effective Date of Amendments

Amendments as adopted shall take effect at the beginning of the fiscal year following adoption.

### 7. Distribution of the Amended Constitution

The approved amended Constitution shall be made available to all members in good standing.