

SOCIETY POLICY

PROCEDURES FOR AMENDMENTS TO THE CONSTITUTION AND BY-LAWS

I. PREFACE

Article C8.1 indicates procedures for amendments to the Constitution. By-Law B8.1 indicates procedures for amendments to the Constitution and By-Laws and Society Policies.

II. PURPOSE

To amplify the procedures indicated in Article C8.1 and By-Law B8.1 in the Constitution and By-Laws.

III. PROCEDURE

A. Constitutional Amendments

1. An amendment to the Constitution may be proposed in writing at any Business Meeting of the Society provided it has the written endorsement of at least 20 corporate members¹ in good standing. The amendments shall be placed on a proxy ballot if the corporate members present at the meeting, not less than 20 voting in favor thereof, shall so decide. Proxy ballots for voting on the Amendment shall be provided to the corporate members of the Society.
2. The proxy ballot shall solicit the authorization by the member for the three most recent available past Presidents or any one of them to exercise the vote of the corporate member either for or against the proposed amendment. A member voting by proxy ballot shall return the signed proxy ballot in a manner specified by the Society, which may be by mail, facsimile or electronic mail, provided such electronic mail is transmitted with information from which it can be reasonably determined that the proxy ballot was authorized by such member.
3. Proxy ballots shall be considered valid for each amendment for which the intent of the voter is clear and the proxy ballot conforms with the regulations for voting. Proxy ballots received after the closing date specified on the proxy ballot shall not be counted.
4. In accordance with Articles C8.1 and B6.2.3 of the Constitution and By-Laws, the President shall appoint a Committee of Inspectors of Proxies and Ballots whose duty shall be to canvass the votes cast by the corporate members on proposed amendments. The term of these Committee members shall end when their report of the canvass of the amendment ballot has been presented and received at a Business Meeting of the Society.

¹Corporate members are ASME members of Fellow and Member grade, or Honorary Members who have been elevated from one of these grades.

5. The proxy ballots with respect to amendments shall be opened as they are received by designated members of the ASME staff, or by an independent organization retained for that purpose, and counted so that the Committee members can readily oversee the compilation. The Committee of Inspectors of Proxies and Ballots shall report the results of the proxy voting at the next Society Business Meeting. Following the report of the Committee, the Presiding Officer shall conduct a vote on the proposed amendment. Corporate members present who have not executed proxy ballots may vote at the meeting. Corporate members present who have executed proxy ballots but have withdrawn proxy ballots prior to the tabulation presented by the Committee of Inspectors of Proxies and Ballots may also vote at the meeting. Corporate members holding valid proxy ballots may vote those proxy ballots at the meeting. An amendment to the Constitution shall become effective after this report of the Committee members, provided that two-thirds of those voting have voted in favor of the amendment.

B. By-Law Amendments

New By-Laws or amendments to existing By-Laws shall be submitted in writing for approval in preliminary form at any meeting of the Board of Governors. At a subsequent meeting the Board of Governors may by majority of the Entire Board of Governors adopt or amend By-Laws in harmony with the Constitution. A new By-Law or an amendment shall take effect immediately upon its adoption by the Board of Governors.

Responsibility: Committee on Organization and Rules

Adopted: April 17, 1975

Reaffirmed: June 7, 2008
May 10, 2013

Revised: April 24, 1978
June 17, 1982
(editorial changes 12/83)
(editorial changes 6/87)
(editorial changes 8/88)
(editorial changes 9/89)
(editorial change 2/93)
(editorial change 6/96)
March 12, 1999
(editorial changes 3/01)
(editorial changes 11/01)
(editorial changes 6/1/05)
November 15, 2014
April 19, 2022