

**INDIANAPOLIS SECTION
OF THE
American Society for Quality Control**

**CONSTITUTION
Amended April 12, 1962
Amended June 1, 1974**

Preamble

Whereas the Indianapolis Section has become by its own action a Section of the American Society for Quality Control, it is bound by the Constitution of that Society as long as it remains affiliated. In case of conflict, the Society Constitution shall take precedence but shall not invalidate any of the remainder of the Section Constitution. Assets are the property of the Indianapolis Section.

ARTICLE I - Name

Section 1. The name of this organization shall be INDIANAPOLIS SECTION OF THE AMERICAN SOCIETY FOR QUALITY CONTROL.

ARTICLE II – Purposes

Section 2. The purposes of this Section shall be:

- a. To create, promote and stimulate interest in the advancement and diffusion of knowledge of the science of quality control and of its application to industrial, administrative and other processes;
- b. To promote unity and effectiveness of effort among all those who are devoting themselves to quality control; and
- c. To provide, through necessary and convenient facilities for the holding of regular meetings, clinics, training courses, assistance meetings and other meeting of its members, for the exchange of ideas and experiences in the application and use of quality control, and otherwise to promote the purposes aforesaid.

ARTICLE III – Membership

Section 3. Classes of membership shall be identical to those of the Society Constitution.

Section 4. Qualifications, rights, duties, and privileges for all grades of members shall be identical with those as set forth in the Society Constitution.

Section 5.

- a. Admission, transfer, resignation, delinquency, reinstatement, and expulsion of members shall be as provided in the Society Constitution.
- b. Membership in this Section includes membership in the Society and requires payment of Society dues.
- c. Annual dues for members shall be as set forth in the Society Constitution.

ARTICLE IV – Fiscal Year & Annual Report

Section 7.

- a. The fiscal year of this Section shall begin with the first day of July and extend through the thirtieth day of June.
- b. At the conclusion of each fiscal year, the officers of that fiscal year shall prepare an Annual Report covering the work of this Section during the fiscal year. In addition to a review of the activities of the Section, this report shall include:
 - 1) A statement of the total membership of the Section, by grades, at the end of the fiscal year in question, and at the end of the immediately preceding fiscal year.
 - 2) A summary of the admissions, of the transfers to or from other Sections of the Society, of the advancements in grade, resignations, deaths and losses of members from other causes during the year—accounting for and reconciling to the changes in membership reported under Section 7. b. 1) of this Constitution.

- 3) A summary of the income and expenses of the Section during the fiscal year in question;
 - 4) A summary and total statement of any payments made in advance, of the accounts receivable, and of all other such current assets of the Section as of the close of the fiscal year in question;
 - 5) A summary and total statement of any income received in advance, of the accounts payable, and of all other such current liabilities of the Section as of the close of the fiscal year in question;
 - 6) A Section Balance Sheet as of the close of the fiscal year in question; and
 - 7) A reconciliation of the Net Worth of the Section as of the close of said fiscal year with its New Worth as of the close of the immediately preceding year.
- c. The portion of each Section Annual Report covered by Section 7.b. 3) through 7) shall be audited and certified by the Section Auditing Committee.
 - d. A complete copy of the Annual Report as required in Section 7.b., audited and certified as required in Section 7.e. shall be forwarded by the Executive Chairman of this Section to the Executive Director of the Society not later than October 1 immediately following the close of the fiscal year of the report.
 - e. The Annual Report covered by Section 7.b. with the applicable sections audited and certified as required by Section 7.c., shall be presented in summary at the first regular meeting of this Section following the close of the fiscal year in question, and copies of the complete Report shall be available at that meeting for examination by the Section membership.

ARTICLE V – Officers and Executive Directors

Section 8. Officers of the Section shall be Executive Chairman, Vice Executive Chairman, Secretary and Treasurer.

Section 9. All officers and Executive Directors of this Section shall be corporate members of the Society and affiliated with this Section.

An incumbent officer who fails to maintain good standing in the Society shall be deemed to have vacated his office.

Section 10.

- a. The terms of all officers shall be for the fiscal year for which they are elected, and shall continue until respective successors have been duly elected and qualified.
- b. No Executive Chairman or Vice Executive Chairman may hold the same office for more than two successive full terms.
- c. No Section Treasurer shall succeed himself in that office.
- d. In case of vacancy in the office of Executive Chairman, the Vice Executive Chairman shall complete the un-expired term.
- e. In the event of vacancy in one of the other offices, the office shall be filled for the un-expired term by appointment by the Executive Committee.

Section 11. Duties

- a. The Executive Chairman shall be the chief executive officer of the Section; he shall preside at all meetings of the Section and of the Executive Committee and General Committee. He shall be ex officio a member of all Committees and boards; he shall appoint all regular and special Committees. He shall serve as representative of this Section in all meetings with other local or national groups, or shall appoint an alternate except as specifically provided by the Society organization.
- b. The Vice Executive Chairman shall, in the absence of the Executive Chairman, perform all the duties of and be vested with the powers of the Executive Chairman. It shall be the duty of the Vice Executive Chairman to assist the Executive Chairman in any way he may require.
- c. The Secretary shall keep a true and full record of all business meetings of the Section. He shall also keep a true and full record of meetings of the Executive Committee and the General Committee; he shall promptly mail a copy of the minutes of the meetings of both of these Committees to the members of the Executive Committee. He shall direct the mailing of all notices of all meetings. He shall notify the members of the respective Committees when a meeting is called by the Executive Chairman (or Vice Chairman in the absence of the Executive

Chairman). He shall keep and maintain a complete and accurate roster of the names, addresses, and grades of membership of all Section members. He shall make an annual report at the Annual Meeting of the Section. He shall keep and maintain the official file of the Section as copies of communications and transactions are given to him for keeping. He shall serve as official correspondent between the Section and the Society headquarters office.

- d. The Treasurer shall receive all monies for the Section. He shall have custody of all monies and securities belonging to the Section, and shall deposit some to the credit of the Section in such depositories as are authorized by the Executive Committee; he shall disburse same in the manner authorized by the Executive Committee at its discretion. He shall keep accurate records of all receipts and for disbursements, and shall prepare an annual report at the end of the fiscal year as required in the financial portions of the Annual Report specified in Article IV, Section 7.b. He shall require approval by the appropriate officer of Committee chairman before paying any bills. He shall sign all checks drawn by the Section.
- e. Executive Directors shall serve on the Executive Committee of the Section in carrying out the general management of the Section.

ARTICLE VI – Executive Committee

Section 12.

- a. The four officers of the Section, the Junior Past Executive Chairman, and three elected Executive Directors of the Section shall compose the Executive Committee.
- b. This Committee shall have general management and supervision of the affairs of the Section and its relations with Society. The members thereof shall serve until their various successors are duly elected or appointed, as herein provided.

Section 13.

- a. This Committee may prepare and adopt a series of By-Laws, which shall supplement this Constitution in governing its own procedure and that of the officers and Committees of this Section, but no such by-law shall be in conflict with this

Constitution, nor with that of the American Society for Quality Control.

- b. Section Awards may be established by the Executive Committee to recognize outstanding contributions to the Section. Such awards shall be in harmony with the award policies of the Society.

Section 14.

- a. Meetings of the Executive Committee shall be held upon the call of the Executive Chairman (or Vice Executive Chairman in the absence of the Executive Chairman) of the Section. Notice of meetings shall be given to all members of the Committee, preferably not less than seven days in advance of the meeting.
- b. A quorum at such meetings shall be not less than two officers and two Executive Directors; the Junior Past Executive Chairman shall be counted as an Executive Director to satisfy the requirements for a quorum.
- c. Action of the Executive Committee shall be determined by the concurring vote of two-thirds majority of the members of the Committee present in person or by signed ballot delivered to the Secretary.
- d. Any member of this Committee may deliver to the Secretary a ballot signed by himself and definitely in favor of or against a specified action of the Committee; such ballot shall be counted as though the member were present in person.
- e. An alternate for any member of the Committee shall not be entitled to a vote.

ARTICLE VII – Committees

Section 15. General Committee

This Committee is composed of the members of the Executive Committee, the Senior Past Executive Chairman, the chairman of standing committees, any Area Directors, as provided in Section 16., and any members who are current national society officers. The Executive Chairman is the chairman of this Committee; it shall meet upon his call.

Section 16.

- a. The following standing Committee shall be appointed by the Executive Chairman, with the approval of the Executive Committee:
 - 1) Section Examining
 - 2) Section Auditing
 - 3) Section Nominating
- b. Members so appointed shall be corporate members in good standing and serve during the fiscal year for which they were appointed, and for subsequent succeeding fiscal years at the pleasure of the Executive Chairman and the Executive Committee. The Section Executive Committee may remove any or all members of any other Committee of the Section at any time.
- c. The Section Examining Committee and the Section Auditing Committee shall each consist of three members, all of whom shall be corporate members in good standing in the Indianapolis Section and in the society. The Section Examining Committee shall be limited to fellows and senior members, and fellows only if possible. The term of each member of the Section Examining Committee and of the Section Auditing Committee shall be three years in length and the terms shall be so arranged that one from each of these Committees shall expire at the end of each fiscal year.

Section 17.

- a. The Executive Chairman may at his discretion, and upon the approval of the Executive Committee appoint Area Directors, one each representing contiguous areas.
- b. Area Directors so appointed shall serve only for the fiscal year during which they are individually appointed. There shall be no limitations upon the reappointment of such Area Directors.

Section 18.

The Executive Chairman may at his discretion, and upon approval by the Executive Committee, appoint such additional Committees of the Section as many from time to time be desirable, such members to serve according to Section 16.b. of this Constitution.

Section 19.

The Executive Committee may fix rules of procedures to be followed by any and all of these Committees in connection with their several powers and duties.

Section 20. Copies of notices and minutes of meeting, and minutes of meetings and actions of each of the several Committees shall be forwarded promptly to the Executive Chairman and to the Secretary.

ARTICLE VIII – Election

Section 21.

- a. The Executive Chairman shall appoint a Nominating Committee consisting of five members and shall name its chairman each year, no later than February 1. The junior Past Executive Chairman shall be one of these five.
- b. This Committee shall name one or more eligible candidates (Section 9.) each for Vice Executive Chairman (Executive Chairman Select), Secretary, Treasurer, and three Executive Directors for the ensuing year. If it is necessary to elect an Executive Chairman for the coming year, in the event that the Executive Chairman Elect is unable to serve, this office shall also be included. It shall determine from each nominee his willingness to serve if elected.
- c. This Committee shall forward to the Secretary no later than March 1, each year the entire slate so selected.

ARTICLE VIII – Election

Section 22.

- a. This slate shall be presented to the membership at the next regular meeting of the Section after March 1, advising them of the balloting to occur April 1. At this time opportunity for additional nominations from the floor shall be offered' such nominees shall either be present to indicate their willingness to serve or their permission in writing for presentation of their name must be presented at this time.

- b. Not later than March 15, the Secretary shall direct the mailing to each member of an office ballot bearing the names proposed by the Nominating Committee as under Article VIII, Section 21.b., plus others, if any, proposed un Article VIII, Section 22.e., of this Constitution.
- c. Accompanying the ballot shall be instructions for its marking and return by mail to the designated party, preferably the chairman of the Committee of Tellers, and also the date by which said ballots must be received to be counted.

Section 23.

- a. The Section Executive Chairman shall appoint a Committee of Tellers, consisting of three corporate members, and name its chairman to receive and count the ballots. Only ballots received by the date indicated in the instructions of Section 22.c. shall be subject to count.
- b. The Committee of Tellers shall prepare, sign, and transmit to the Secretary a summary of the ballots received for each nominee for each respective office, the number of invalidated for each cause, and the number of qualified votes cast for each nominee; a copy also shall be sent to the Executive Committee.
- c. Election of a nominee to any office shall require that he receive the largest number of valid ballots cast for any nominee for that office in that election.
- d. Announcement of the winning candidates for each office shall be made to the membership at the meeting next after April 1, by the Executive Chairman, and shall be mailed to the membership by the Secretary within thirty days.
- e. It is the intent of this entire procedure that the officers be elected each year by about April 1, so that they thus obtain experience and guidance from the existing officers by working with them for the balance of the fiscal year even though the newly elected officers actually do not officially assume office until July 1. It should be the duty of all outgoing officers to pass on to their successors all materials list, literature for the society Headquarters, files, etc., which will be necessary and helpful in successfully carrying on the affairs of the Section.

Section 24.

The Annual Meeting of the Section shall be in May of each year, the date, time and place to be designated by the Executive Committee.

Section 25.

- a. Notice of each regular or special business meeting of the Section shall be provided to each member whose name appears upon the roster of names of the Section at least seven days in advance of this meeting.
- b. Notice of each technical meeting—regular, special, or educational—shall likewise be provided to each member whose name appears upon the roster of names of the Section at least five days in advance of this meeting.
- c. Such notices shall be by mail at the direction of the Secretary.

Section 26.

- a. A quorum at any business meeting of the Section shall consist of not less than fifteen qualified members in good standing.
- b. The act of a majority of the members in attendance at any meeting ensure a quorum is present shall constitute the act of Section.
- c. Each member shall be entitled to cast one vote only.
- d. Any member may sign and deliver to the Secretary a ballot for or against any specific subject before the meeting and such ballot shall constitute a valid vote as indicated, as if member were present in person.

ARTICLE X – Amendments

Section 27.

- a. Amendments to this Constitution may be proposed by petition signed by not less than twenty-five members in good standing or by resolution of the Executive Committee.
- b. Copies of all proposed amendments shall reach the Secretary not later than March 11.

- c. Each member shall be informed at the instigation of the Secretary the exact wording of each proposed amendment not later than March 15.

Section 28.

Voting on amendments shall be carried out by the same method as voting for officers, as covered in Article VIII, Section 21. and 22. of this Constitution. The exact wording of proposed amendment must be included in the voting instructions.

Section 29.

Adoption of any amendment shall require a total vote, for and against it, of at least one-fourth of the members of the Section in good standing, and at least two-thirds of that total vote shall have been in favor of the adoption.

ARTICLE XI – Sub Sections

Section 30.

- a. Sub Sections of this Section may be organized for the purpose of promoting interest in Quality Control in contiguous geographical areas, provided that the ultimate objective of the Sub Sections shall be to become separate sections of the American Society of Quality Control. Upon proper qualification of such Sub Sections, it will be the policy of this Section to assist them in achieving this objective.
- b. The Executive Committee will give the Sub Section in proportion to the number of members it has, to the extent determined by the Executive Committee. No funds shall be paid directly to this Sub Section; bills will be forwarded to the designated Section Officer or person in charge of Sub Section development accompanied with a request for payment by an appropriate official of the Sub Section; any payment will be made directly to the payee by the Section Treasurer after approval. A financial report will be periodically sent to the Section officers and an annual report at the end of the year.
- c. Notice of all meetings, business and technical, will be sent to all officers and the person in charge of Sub Section development, who under the Executive Committee, shall have oversight of the Sub Section.

- d. The chairman of the Sub Section shall make an annual report at the end of the fiscal year to the Section officers of all business meetings, technical meetings, and other activities.

**INDIANAPOLIS SECTION
AMERICAN SOCIETY FOR QUALITY CONTROL**

BY-LAWS

Section 13.b. Awards

a. Claude E. Adair Award

- 1) This award may be presented to an outstanding member of the Indianapolis Section of the American Society for Quality Control who has: made an outstanding contribution to the advancement of the Indianapolis Section, has reflected honor on the Indianapolis Section, and is respected by his fellow members as being of professional caliber.
- 2) This award is to be made only on unanimous approval of the Executive Committee of the Indianapolis Section and ordinarily will be awarded at the May meeting, but may be awarded on a special occasion.
- 3) This award is to be made in the form of a plaque, the design of which has been approved by the Executive Committee.
- 4) This award is in honor of the late Claude E. Adair, 11th Executive Chairman, Indianapolis Section; who previously had been faithful as Vice Executive Chairman, Treasurer, and Committee Chairman; and who dedicated himself to the furtherance of the American Society for Quality Control and its stated purposes and principles and specifically to the advancement of the Indianapolis Section. He met his untimely death on April 4, 1956 at Pittsburgh, Pennsylvania, in an airplane tragedy, traveling to carry out his duties as a Quality Control Engineer for the Western Electric Company.

b. William C Vissing Citation

- 1) This citation is to be presented annually, when there is a deserving recipient, to a member of the Indianapolis Section of the American Society for

Quality Control who is completing his term as a committee chairman and who has: displayed outstanding initiative and ability as chairman, has been faithful in the discharge of the duties of the chairmanship, and has actively participated in the functions of the Indianapolis Section during the year.

- 2) This award is to be made only on approval of the Executive Committee of the Indianapolis Section and will be awarded at the May meeting.
- 3) This award is to be made in the form of a printed citation, the design of which has been approved by the Executive Committee.
- 4) This award is in honor of the late William C. Vissing, 12th Executive Chairman, Indianapolis Section; who previously had been faithful as Vice Executive Chairman, Treasurer, and Committee Chairman; who had been a Director for the American Society for Quality Control and had been elected a Fellow in the Society; who had displayed an extraordinary talent in the application of the principles of Quality Control; and, who made many contributions in the building and development of the Indianapolis Section. His duties at Eli Lilly & Company were Department Head, Pharmaceutical Inspection Control. His Untimely death came on April 5, 1959 as the result of natural causes.

ARTICLE VII – Committees

Section 16.

- a. The following standing committees shall be appointed by the Executive Chairman, with the approval of the Executive Committee:
 1. Arrangements
 2. Attendance
 3. Education and Professional Development
 4. Finance
 5. Historian
 6. Membership
 7. Placement

8. Program
9. Quality Progress Reporter
10. Section Management
11. Seminar
12. Services