

INSTITUTE OF ROLL DESIGN BY-LAWS

As adopted by vote, of the general membership, on 5/5/2005. Revised 5/15/08.

ARTICLE I: NAME

SECTION I: The name of this organization shall be the "INSTITUTE OF ROLL DESIGN" (IRD)

ARTICLE II: OBJECTIVE

SECTION I: The objective of this IRD shall be to bring together individuals in the specific field of roll design to discuss, inform, advance, and develop items and topics pertinent to roll design for the good of the membership and the industry.

ARTICLE III: MEMBERSHIP

SECTION I: There shall be FIVE classes of membership: ACTIVE, OPERATIONS, ASSOCIATE, HONORARY AND RETIREE.

SECTION II: ACTIVE membership shall be open to any person actively identified with a rolling mill and having responsible charge of technical engineering or supervisory work in the art of roll design, and/or responsible charge of a roll shop. An active member shall have one vote.

SECTION III: OPERATIONS membership shall be open to any person actively identified with a rolling mill and having responsible charge of the production, maintenance, or supervisory work in the rolling of steel products. An operations member shall have one vote.

SECTION IV: ASSOCIATE membership shall be open to any person actively identified with a company supplying equipment, material, or service to the industry. An associate member shall have one half vote.

SECTION V: HONORARY membership shall be open to any person who may be of outstanding assistance to the purposes of the IRD and is approved by an affirmative vote of the majority of those present at any regular business meeting. An honorary member shall have no voting power.

SECTION VI: RETIREE membership shall be extended to all persons who were previously classified as active, operations or associate members.

These members must be 65 years of age and have been a current/dues paying member for at least 15 years. A retired member will have no voting power.

ARTICLE IV: OFFICERS

*** revised 5/15/08 by vote of the general membership**

SECTION I: The elected officers of the IRD shall consist of president, vice president, and a treasurer. These three officers make up the executive committee. The term of all elected officers shall be two years. The President and Vice President are not permitted to hold the same office for two consecutive terms. The treasurer is limited to a maximum of two consecutive terms. The elected officers can be from the active or operation membership, with no less than two active members on the committee at one time.

(a) **ADVISORY BOARD:** An advisory board shall be established consisting of the most recent past two presidents.

(b) **SECRETARY:** The position of secretary shall be appointed by a consensus vote of the executive committee and the advisory board. The secretary may be from the full membership.

SECTION II: Nomination for officers shall be made by an election committee of five people comprised of the executive committee and the advisory board. The incumbent president shall serve as chairman for the election committee. The main function of the election committee shall be the preparation of the ballot. Each ballot shall list the nominees by the office they are running for, with a square in front of each name and one square in front of a blank space for write-in ballots.

SECTION III: Elections shall take place via U.S. Mail. Ballots will be mailed to each member by the SECRETARY prior to the last meeting of the year in which the term of the present officers expires. Ballots shall be marked and returned via U.S. Mail prior to the last meeting to be counted by the election committee. Membership dues must be paid in full in order to vote.

SECTION IV: Installation of the new officers shall be at the last meeting in the term of office of the existing officers.

SECTION V: Duties of the president: the president shall preside at all regular meetings. The President shall decide on all points of law and order, subject to the appeal of the membership. The President shall appoint all officers, not elected by the membership. In the case of a tie vote, the President shall have the power to cast the deciding vote. The President shall sign all warrants drawn on the treasury. The President shall have the power to call special meetings when necessary. The President shall perform all other duties necessary to carry on the business of the organization. All presidential appointments shall be made from the full membership.

SECTION VI: Duties of the vice president: the vice president shall assume all duties of the president in their absence. The responsibility of the vice president shall be the supervision of scheduling regular business meetings. The scheduling responsibility includes site, program, and entertainment. The responsibility of the vice president shall be to serve as the chairman of the Scholarship

Committee. Also, the vice president shall oversee the committees as established by the president.

SECTION VII: Duties of the treasurer: The treasurer shall establish a checking account in the name of the "Institute of Roll Design". The account must require the signatures of (2) of the (3) elected officers prior to disbursement of any funds. The treasurer shall assist the secretary during meeting registration. The treasurer shall receive and take charge of all monies belonging to the IRD. The treasurer shall keep a record of all financial transactions and shall pay out money from the treasury only upon the presentation of a properly prepared warrant and with the approval signature of the President and/or the Vice President. The treasurer shall monitor dues payments by the full membership and assist the secretary in the preparation of a list of delinquents for determining voting privileges. The treasurer shall prepare a financial statement report for presentation at each regular meeting. The treasurer shall prepare the account for audit at the January planning meeting and again prior to the end of their term of office or at any time as deemed necessary by the Executive Board, which will serve as the Audit Committee (with the exception of the current treasurer).

SECTION VIII: Duties of the secretary: The secretary shall keep minutes at all Executive meetings of the IRD. These minutes shall be read, appended, seconded and passed at the next Executive meeting of the IRD, after which they will become a permanent record of all business meetings and transactions of the IRD. The secretary shall assume responsibility for keeping a record of membership, dues payments, the mailing of notices of dues payment requests and the mailing of the election ballots (at the direction of the election committee). The secretary shall assist the treasurer with meeting registration. The secretary shall receive all communication and answer all SECTION VIII communication at the direction of the membership. The secretary shall communicate all credentials and prepare a notice of all meetings to the members.

ARTICLE V: FEES and DUES

SECTION I: The initiation fee for active, operations and associate members shall be \$150.00.

SECTION II: The annual dues for active, operations and associate members shall be \$75.00. All payments are to be sent to the current mailing address of the Institute of Roll Design.

SECTION III: A retired member will be required to pay a \$5.00 annual mailing fee in order to stay current and to receive all correspondence of the Institute of Roll Design. A retired member will be required to

pay the "Guest" fees when attending any meeting.

SECTION IV: All dues are payable by December 1st for the following year. If dues are not received by January 1st, then they are considered to be delinquent.

ARTICLE VI: MEETINGS and ORDER of BUSINESS

SECTION I: The IRD shall hold at least three meetings each year. These meetings shall be defined as follows: TWO technical/business meetings (one in the spring and one in the fall) comprised of the full membership and one planning meeting.

SECTION II: Committees. The IRD shall establish any number of committees pertinent to the steel industry and the day to day business of the IRD. The executive committee along with the advisory board shall vote, simple majority, to disband any committee once it has achieved its goal or it is no longer a viable and functional committee.

ARTICLE VII: VACANCY of OFFICE

SECTION I: In the event of the vacancy of the president, he or she shall be replaced by the vice president. In the event of a vacancy of any other office, the president shall appoint a member to complete the term of that office.

ARTICLE VIII: AMENDMENTS

SECTION I: Amendments to these by-laws shall be submitted in writing to the Executive Committee for their approval (if approved by a two-third (2/3) majority vote). The amendments shall be read to the membership, in attendance, twice, and acted on after the second reading.

SECTION II: Upon receiving a two-thirds (2/3) majority vote of all votes cast by the membership, the proposed amendments and alterations shall be adopted and take effect immediately.

SECTION III: Results of delinquent or non-payment of dues is: first year voting privileges are removed and the second year, a suspension of membership. With the requirement that those persons, suspended from membership, may rejoin by repayment of the initiation fee and dues for the following year.

SECTION IV: If an individual conducts themselves in a manner unbecoming a member of the IRD or is deemed to bring the organization into disrepute they shall be reprimanded as determined

by the executive board. The decision of the executive board is final.

SECTION V: Any procedure question not covered by this set of by-laws shall be governed by Roberts Rules of Order.