

BYLAWS
of the
SOUTHERN WEIGHTS
AND MEASURES
ASSOCIATION

Adopted October 27, 1954
(Amended in 1959, 1962, 1963, 1970, 1982, 1996, 1998, 2004, 2009 and 2022)

October 2022

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ARTICLE I - NAME OF ORGANIZATION

Section 1. The name of this organization shall be "The Southern Weights and Measures Association," hereinafter called the "Association," and is incorporated under the laws of the State of North Carolina.

ARTICLE II - PURPOSE

Section 1. This Association is organized as a not-for-profit business league under section 501(c)(6) of the Internal Revenue Code exclusively for not-for-profit purposes, including but not limited to the following purposes:

1. To promote uniform weights and measures laws, rules and regulations in the member jurisdictions.
2. To encourage uniform weights and measures enforcement methods.
3. To help in the development of better weighing and measuring devices.
4. To discourage all unfair weights and measures practices.
5. To cooperate with the National Institute of Standards and Technology, the National Conference on Weights and Measures, the state and regional weights and measures associations and industry associations interested in the promotion of more uniform and more efficient weights and measures administration.
6. To secure the cooperation of all concerned in bettering methods of dealing in commodities, and secure honest weights and measures and a fair dealing in commercial quantity determinations for all people.

Section 2. No part of the net earnings of the Association shall inure to the benefit of, or be distributed to its members, directors, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Bylaws, and the Articles of Incorporation, the Association shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(6) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or (b) by a corporation, contributions to which are deductible under the Internal Revenue Code as a trade or business expense ordinary and necessary in the conduct of the Association's business.

ARTICLE III - MEMBERSHIP

Section 1. Membership in this Association shall extend to the following jurisdictions: Alabama, Arkansas, Delaware, Florida, Georgia, Kentucky, Louisiana, Maryland, Mississippi, North Carolina, Oklahoma, South Carolina, Tennessee, Texas, Virginia, West Virginia, the District of Columbia, and the U.S. Virgin Islands.

Section 2. An **Active Member** is any person residing within a member jurisdiction who is employed by a State, County, City, or the District of Columbia, and who is actively engaged in weights and measures work. They are considered a voting delegate after having met the provisions of Article X.

Section 3. An **Associate member** is any individual person having an interest in weighing and measuring problems in any member jurisdiction, regardless of residence or those representing manufacturers, jobbers, wholesalers, firms, companies, corporations, associations, having an interest in or concerned with weights and measures work in any member jurisdiction regardless of the location of their headquarters. They shall have a voice in all proceedings, except in executive sessions, but shall not vote on the Standing Committee reports. They may vote on items presented during the annual meeting business agenda.

Section 4. An Advisory Member is a retired individual that was either an active or associate member with no current industry or regulatory affiliation or representatives of the Federal Government, states, territories and other political subdivision outside the boundaries of the Association. They shall have a voice in all proceedings, except in executive sessions, but shall not vote on the Standing Committee reports. They may vote on items presented during the annual meeting business agenda.

Section 5. Honorary membership may, upon recommendation of the Executive Committee of the Board of Directors, be conferred upon those persons who have performed outstanding service in behalf of the Association, regardless of residence, by majority vote at a meeting called by the President. Honorary members do not have voting privileges.

ARTICLE IV-ADMINISTRATION

Section 1. The officers of this Association shall consist of the following: a President, President-Elect, a Secretary-Treasurer, an Assistant Secretary, and a Historian.

Section 2. There shall be a Board of Directors consisting of one member from each of the member jurisdictions, either the director of the weights and measures program or their appointee. The President shall be chairman ex-officio of such board. Vacancies in any office may be filled by the President with the approval of the Board of Directors for the unexpired term.

Section 3. All elective officers, and the editor of the Newsletter of the Association shall be ex-officio members of the Board of Directors.

Section 4. There shall be an Executive Committee consisting of the five active immediate past presidents. The retiring member shall be Chairman of the Executive Committee. The Secretary-Treasurer shall be an ex-officio member.

Section 5. There shall be a standing Committee for the ongoing education and certification of professional as well as safety related topics called Professional Development Committee consisting of five active members, with no two members from the same jurisdiction, unless there is an absent member during the annual meeting.

Section 6. There shall be a standing Committee on Specifications and Tolerances for issues related to the design, testing, tolerances and user requirements of commercial weighing and measuring devices, consisting of five active members, with no two members from the same jurisdiction, unless there is an absent member during the annual meeting.

Section 7. There shall be a standing Committee on Laws and Regulations dedicated to the development of uniform basic and specific model laws and regulations as well as verification of net quantity in packages, consisting of five active members, with no two members from the same jurisdiction, unless there is an absent member during the annual meeting.

Section 8. The president shall be a member ex-officio of all standing committees.

Section 9. The fiscal year of the Association shall be October 1st to September 30th.

Section 10. There shall be an Associate Membership Committee consisting of five members appointed by the President.

ARTICLE V-AMENDMENTS TO BYLAWS

Section 1. These Bylaws may be altered, amended, or added to by a two-thirds majority vote of the jurisdictions present at an annual meeting of the Association. If nine jurisdictions or more are represented, it shall constitute a quorum. Any proposed changes to the Bylaws shall be submitted in writing to the Officers and the Board of Directors at least sixty days before the date of the next annual meeting. The President of the Association shall have the Editor-in-Chief of the Southern Weights and Measures Newsletter distribute copies of all proposed amendments to all members of the Association, not later than fifteen days before the date of the next annual meeting.

ARTICLE VI-MEETINGS

Section 1. There shall be regular meetings of the Association held on the approximate annual dates and at times and places selected by the President as the host jurisdiction or by the Board of Directors.

Section 2. Special meetings may be called by the President upon request of the Board of Directors. No such meetings shall be called within sixty days of a regular meeting.

Section 3. Sessions of the Association shall be open to all members, except executive sessions authorized by the Board of Directors which shall be open to active members only.

Section 4. There may be a session of the Board of Directors during each annual meeting of the National Conference on Weights and Measures and an executive session of the Board of Directors during each annual meeting of the Southern Weights and Measures Association.

Section 5. The Annual meeting and the associated committee meetings shall be in-person meetings except when an emergency is declared by the Executive Committee, allowing for the Annual meeting and associated committee meetings to be held entirely or in part by internet or virtual services. The reason for the emergency is at the discretion of the Executive Committee and may include, but is not limited to, a pandemic that prevents a significant number of members for participating in an in-person meeting.

ARTICLE VII-VOTING

Section 1. Nine jurisdictions represented by active members shall constitute a quorum.

Section 2. All delegates from each member jurisdiction shall be entitled to vote unless a formal vote is called for by a member jurisdiction and approved by two-thirds of the Directors present.

Section 3. The formal vote shall be a hand count with each member jurisdiction present entitled to one vote. This vote, as decided in a caucus of all active members present from the particular state or district, shall be cast by the head of the state or district department of weights and measures or by an active member from his state or district holding the proxy of the head. If neither the state or district head nor his proxy is present, the vote shall be decided in caucus by all active members present from the particular state or district.

ARTICLE VIII-ELECTIONS

Section 1. All officers shall be elected by ballot or by acclamation for the period as below until their respective successors are elected, unless removed from office as herein provided. All officers shall take office immediately following the close of the annual meeting at which they were elected. A simple majority of all votes cast shall constitute a choice.

- A. The President and President-Elect shall have one-year terms and shall be active members.
- B. The Secretary-Treasurer, Assistant Secretary and Historian shall have three-year terms and may be active, associate or advisory members.

Section 2. There shall be a nominating committee of five members appointed by the President at each annual meeting. Said committee shall invite the counsel and advice of the delegates from the member jurisdictions, especially with reference to the nomination of members to the Board of Directors. Nominations may be made from the floor.

Section 3. Any officer may be removed from office by three-fourths vote of the Board of Directors for failing to perform his duties as set forth in the Bylaws or for actions considered detrimental to the Association.

ARTICLE IX-DUTIES

Section 1. The President shall preside at all meetings, shall preserve order, enforce the Bylaws, call special meetings, shall be ex-officio chairman of the Board of Directors, and shall appoint the necessary committees to carry on the work of the Association.

Section 2. The President shall make the appointments to the three standing committees provided for in Article IV, Sections 5, 6, and 7 of the Bylaws. On each of these committees there shall originally be appointed one member for a period of one year, one member for a period of two years, one member for a period of three years, one member for a period of four years, and one member for a period of five years. At the expiration of each original term, and thereafter, successors, shall be appointed for a period of five years. One member shall be the Association's representative on the corresponding committee at the National Conference on Weights and Measures.

Section 3. The President shall appoint an auditing committee of at least 2 active or associate members which shall audit the Secretary-Treasurer's books and report its findings to the Association during the regular meeting. The active members shall be from a different jurisdiction than the Secretary-Treasurer.

Section 4. The President shall appoint up to two active members to serve as Sergeant-at -Arms for the annual meeting. These may be from the same jurisdiction and/or the President's jurisdiction.

Section 5. The President may appoint the following offices from Active, Associate and Advisory membership, to serve at will, and may hold other positions in the Association.

- A. Parliamentarian
- B. Chaplin
- C. Presiding Officers

Section 5. In the absence of the President the duties of his office shall devolve upon the President-Elect.

Section 6. The Secretary-Treasurer shall keep records of all proceedings and actions of the Association, shall collect all dues, give receipts therefore, and shall pay all bills on the approval of the President. The Secretary-Treasurer shall keep a detailed record of the receipt and disbursement of all funds. The Secretary-Treasurer shall make a financial report at each regular meeting. With the consent and approval of the President, the Secretary-Treasurer may purchase such book, postage, supplies and stationery as are necessary in conducting this office. The Secretary-Treasurer shall perform such other acts as customarily pertaining to such office.

Section 7. In the absence of the Secretary-Treasurer, the Assistant Secretary shall perform the duties of the Secretary-Treasurer. The Assistant Secretary shall also assist the Secretary-Treasurer as directed.

Section 8. The Sergeant at Arms shall perform those duties customarily incumbent upon such officer.

Section 9. The Historian shall perform those duties customarily incumbent upon such officer.

Section 10. The President or Secretary-Treasurer shall have the authority to send floral tributes in event of sickness or death in the household of a member of the Association.

Section 11. The Board of Directors shall determine the policies of the Association, shall approve the filling of vacancies in any office for an unexpired term, shall consider and prepare reports on proposed changes to the Bylaws, may select time and place for annual meetings shall request the President to call special meetings when necessary, and shall authorize executive sessions of the Association when deemed advisable.

Section 12. The Executive Committee of the Board of Directors shall recommend honorary members for election and transact other business as authorized and directed by the Board. The Executive Committee shall have the power to act in the Board's behalf while the Board is not in session and shall make recommendations to the Board or to the members of the Association.

Section 13. All standing committees of this Association shall cooperate with and assist similar committees of the National Conference on Weights and Measures, the several state and regional weights and measures associations, and other organizations interested in securing the development of better weighing and measuring devices, practices, and processes.

Section 14. The Standing committees shall without prejudice, give fair and unbiased consideration of any proposal submitted by the National Conference on Weights and Measures, or by an association of weights and measures officials, or by any member of the Southern Weights and Measures Association. All recommendations of the standing committees should be made available to the members of the association in writing not later than the opening day of the regular annual meeting. Such recommendations of the committees as are approved and endorsed by the members of the Association shall be sent to the Executive Director of the National Conference on Weights and Measures and such act shall be construed as a request for the National Conference consideration.

Section 15. The principle responsibilities of the Associate Membership Committee shall be to secure additional industry members, promote industry attendance at annual meetings and to advise and assist the Association on matters of mutual interest to the Association. There shall originally be appointed two members for a period of one year, two members for a period of two years, and one members for a period of three years. The Associate Membership Committee shall annually elect a chairman and vice-chairman from its members and these names shall be reported to the President of the Association. The chairman shall keep the President and Board of Directors apprised of the committee's activities, and the chairman shall make an annual report of the committee's activities to the members during the annual meeting.

It shall be the SWMA policy that SWMA shall not accept contributions for conference social events.

The intent of this policy is to ensure that: (1) All costs for receptions, outings, and other social functions shall be paid for by registration fees, annual dues, and/or special participation fees, and (2) any contributions accepted by the SWMA shall be used as directed by the contributor (cannot accept contributions for social functions) and the contributor must specify a use for the funds (e.g., training scholarships, website enhancements and maintenance, defraying the cost of business meetings...).

ARTICLE X-DUES AND REGISTRATION

Section 1. Member dues shall be determined by the Board of Directors. A two-thirds vote in favor of the dues is required. Said dues shall be payable during the month of October each year and shall cover the fiscal year involved. Members in arrears for dues shall not be entitled to any of the rights of membership and shall in no case be allowed to vote or hold office. Honorary or Retired Advisory members shall pay no dues and shall receive the Newsletter free of charge.

Section 2. In order to help defray the expenses of a meeting, a registration fee may be collected from each person attending the meeting, the amount of which shall be determined by President of the Association. The payment of the registration fee is expected of each person in attendance; however, exceptions may be granted by the President. In the event of a partial or full virtual Annual meeting as allowed under Article VI, section 5., the President may set a separate registration for fee for virtual attendees to help defray any costs for providing such service.

ARTICLE XI-PARLIAMENTARY PROCEDURES

Section 1. Except as otherwise provided, Robert's Rules of Order Newly Revised, insofar as they are applicable to this Association, shall apply.

Section 2. The order of business at any regular meeting of the Association shall be as follows:

1. Call to order by President
2. Introduction of Guests
3. Program
4. Report of Committees
5. Secretary-Treasurer's Report
6. Unfinished Business
7. New Business
8. Election of Officers
9. Adjournment

Section 3. These Bylaws shall be in full force and effect upon adoption by the Association.