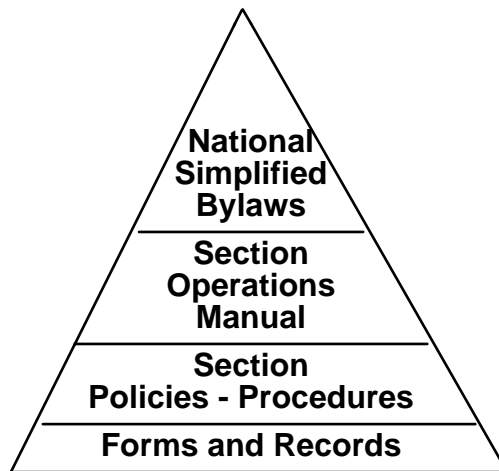


**ASQ**  
**Minnesota Section 1203**  
**Section Operations Manual**



**CONTENTS**

<b>Section 1</b>	<b>Organization</b>
1.1	<b>Name</b>
1.2	<b>Objectives</b>
1.3	<b>Government</b>
<b>Section 2</b>	<b>Membership</b>
2.1	<b>Membership Requirements</b>
2.2	<b>Student Enrollment</b>
<b>Section 3</b>	<b>Fiscal Operations</b>
3.1	<b>Fiscal Year</b>
3.2	<b>Dues</b>
3.3	<b>Use of Funds</b>
3.4	<b>Annual Report</b>
3.5	<b>Solicitation</b>
3.6	<b>Dissolution</b>
3.7	<b>Operating Equipment</b>
<b>Section 4</b>	<b>Organizational Leadership</b>
4.1	<b>Section Officers</b>
4.2	<b>Requirements</b>
4.3	<b>Vacancies</b>
<b>Section 5</b>	<b>Organizational Responsibility</b>
5.1	<b>Section Chair</b>
5.2	<b>Section Chair Elect</b>
5.3	<b>Section Vice-Chairs</b>
5.4	<b>Section Secretary</b>
5.5	<b>Section Treasurer</b>
5.6	<b>Directors</b>
<b>Section 6</b>	<b>Business Operations - Board</b>
6.1	<b>Composition</b>
6.2	<b>Meetings</b>
6.3	<b>Election of Society Regional Directors</b>

## CONTENTS

<b>Section 7</b>	<b>Organizational Operations - Committees</b>
7.1	Qualifications, Appointments, and General Duties
7.2	Standing Committees
7.3	Duties of Standing Committees
7.4	Other Committees
<b>Section 8</b>	<b>Subsection Requirements</b>
8.1	Formation
8.2	Membership
8.3	Officers
<b>Section 9</b>	<b>Task Group Operations</b>
9.1	Formation and Purpose
9.2	Task Group Organization
9.3	Meeting and Activity Requirements
9.4	Dissolution
<b>Section 10</b>	<b>Election Process and Requirements</b>
10.1	Qualification
10.2	Nomination by Petition
10.3	Single Nominees for Each Office
10.4	Procedures for Mail Ballot
10.5	Election Reporting
10.6	Intent
<b>Section 11</b>	<b>Management of Responsibilities/Conduct</b>
11.1	Petition and Cause
11.2	Review Hearing and Executive Board Action
11.3	Executive Board Action
<b>Section 12</b>	<b>Organizational Business Meeting Requirements</b>
12.1	Annual Meeting
12.2	Voter Eligibility
12.3	Quorum
<b>Section 13</b>	<b>Change Control - Amendments</b>
13.1	Procedures
13.2	Adoption Requirements
13.3	Approval by Board of Directors of American Society for Quality
<b>Section 14</b>	<b>Member Bill of Rights</b>

## **Section 1 Organization**

### **1.0 NAME, OBJECTIVES, AND GOVERNMENT**

#### **Section 1.1 Name**

1.1.1 The name of this organization shall be: The Minnesota Section 1203, American Society for Quality.

#### **Section 1.2 Objectives**

1.2.1 The objectives of this Section shall be the advancement of the theory and practice of quality and of the allied parts and sciences and the maintenance of high professional standing among its members. To this end, its purposes shall be those set forth in the Society's Bylaws, and by the Mission, Vision and Section Operations Manual of this Section.

#### **Section 1.3 Government**

1.3.1 The Articles of Incorporation of the Society shall govern this Section, by the provisions of the statutes under which the Society is incorporated, by the Bylaws of the Society, by its policies and procedures, by its Section Operating Agreement, and by the Section Operations Manuals, policies and procedures of this Section.

1.3.2 The stated location of the headquarters of Minnesota Section 1203 is the greater St. Paul / Minneapolis, area of Minnesota.

## **Section 2 Membership**

### **2.0 MEMBERSHIP**

#### **Section 2.1 Membership Requirements**

2.1.1 Any member of the Society, in good standing in any grade, shall be eligible for affiliation with this Section in the same grade.

2.1.2 Upon acceptance by this Section of a candidate for affiliation who is not a member of the Society, said candidate shall complete such affiliation by becoming enrolled by the Society in a grade of membership associated with this Section for which they qualify. His/her affiliation with the Section shall then continue so long as she/he remains in good standing as a member of the Society or until the member expresses his/her desire to resign membership in the Society or to transfer to another Section thereof.

2.1.3 This Section shall accept for affiliation all individual non-associate members of the Society in good standing who may be designated for such affiliation by the Executive Secretary of the Society.

2.1.4 This Section shall recognize members of any organization recognized by the Society with the following restrictions; Individuals affiliated with those organizations must also be individual non-associate members of the Society. Organizational representatives or persons not individual members of the Society in the grade of Member, Senior Member, Fellow, or Honorary Member, and members of this Section, shall not be eligible for election to Section Office, or to vote in Section elections. Such persons will be considered non-members for purposes of the benefit of member rates at Section sponsored programs or events when individual member discounts are offered.

2.1.5 Termination of membership in the Society shall terminate membership in this Section.

## **Section 2.2 Enrolled Students**

- 2.2.1 Enrolled Students in the Society, who desire affiliation with this Section, shall be enrolled as students in this Section as designated by ASQ from their membership application or assignment.
- 2.2.2 This Section shall not enroll as a Student Member any person not so enrolled by the Society, and termination of such enrollment by the Society shall terminate enrollment by this Section.
- 2.2.3 Enrolled Student members shall not be deemed to be members of the Section in the sense of being Regular Members thereof. Accordingly, they shall not have the privilege of the floor at Annual Meetings or other business meetings of the Section, and they shall not have the right to vote or hold office in the Section. Otherwise, they shall have all the privileges of full Section membership.

## **Section 3 Fiscal Operations**

### **3.0 FINANCIAL**

#### **Section 3.1 Fiscal Year**

- 3.1.1 The fiscal year of this Section shall coincide with the fiscal year of the Society.

#### **Section 3.2 Dues**

- 3.2.1 Invoices for Annual Dues will be mailed on or before July 1 of each year by Society Headquarters staff to each member of the Society affiliated with this Section. Said invoices will be payable as of said date to the Headquarters of ASQ.
- 3.2.2 Upon receipt by the Society of:
  - (1) dues remitted under the provisions of Section 3.2.1, of this Section Operations Manual or:
  - (2) initial dues remitted under the provisions of Article IV, Section 4.5.2, of the Society Bylaws,the Treasurer of the Society will periodically remit to the Treasurer of this Section, a percentage of the dues of each member of this Section as prescribed in the Society's Policies and Procedures.

#### **Section 3.3 Use of Funds**

- 3.3.1 Funds of this Section may be expended only upon approval of the Section Executive Board or the Officers or Committee Chair's appointed under them. The method of authorizing such disbursements shall be in accordance with Section Policies and Procedures.
- 3.3.2 Nothing in this section of the Operations Manual shall be construed as preventing the voluntary transfer to the Society of funds belonging to this Section, either for unrestricted use in advancing the general objectives and purposes of the Society or, for purposes specified by this Section and acceptable to the Board of Directors of the Society.
- 3.3.3 Nothing in this section of the Operations Manual shall be construed to prevent joint participation by this Section with other Sections of the Society, with Divisions of the Society, or with corresponding units of other societies. Nor shall it prohibit joint participation with organizations of an engineering, technical, statistical, management, or similar character in local or regional projects calculated to advance the objectives and purposes of this Society, such projects being limited to the approximate geographical area assigned to this Section.

- 3.3.4 Neither shall the provisions of this section of the Operations Manual prevent this Section from defraying its proportionate share of any expense involved in such projects, provided that all participating organizations shall have reached, in advance and in each case, the necessary agreement required by the Policies and Procedures of the Society and Section with respect to the financing and reporting of the financial results of such projects.
- 3.3.5 Nothing in this section of the Operations Manual shall prevent the Section from conducting such activities as may be determined to advance the purposes of the Section and the Society and which serve to provide additional funds for Section operations or outreach except as prohibited by Section 3.5.1 of this Section Operations Manual.
- 3.3.6 All checks or other drafts on Section funds for the payment of bills for Section operating expenses or for any other duly authorized purpose shall be authorized by the appropriate Section Officer or unit and signed by the Section Treasurer or the Section Chair or by the duly appointed Treasurer of a unit of the Section. Other specific requirements shall be as described in applicable Section Policies and Procedures.

### **Section 3.4 Annual Report**

- 3.4.1 At the conclusion of each fiscal year, the officers shall prepare an Annual Report covering the work of this Section during that fiscal year. In addition to a review of the activities of the Section, this report shall include:
  - 3.4.1.1 a summary of the income and expenses of the Section during the fiscal year in question;
  - 3.4.1.2 a summary and total statement of all incomes due or paid to the Section as of the close of the fiscal year.
  - 3.4.1.3 a summary and total statement of any expenditures paid or payable, and of all other current liabilities of the Section as of the close of the fiscal year.
  - 3.4.1.4 the Section Balance Sheet as of the close of the fiscal year and;
  - 3.4.1.5 a reconciliation of the net worth of the Section as of the close of said fiscal year.
- 3.4.2 The portion of each Section Annual Report covered by Sections 3.4.1.1, 3.4.1.2, 3.4.1.3, 3.4.1.4, and 3.4.1.5, of this Section Operations Manual shall be audited and certified by the Section Auditing Committee.
- 3.4.3 The Annual Report covered by Section 3.4.1, of this Section Operations Manual and audited and certified as required by Section 3.4.2, of this Section Operations Manual shall be presented in summary in the official newsletter of the Section not later than September immediately following the fiscal year just completed.
- 3.4.4 A complete copy of the annual financial report as described in Section 3.4.1, of this Section Operations Manual, audited and certified as required by Section 3.4.2, of this Section Operations Manual, shall be forwarded by the Chair of the Auditing Committee of this Section to the Headquarters Accounting Department by August 1 of each fiscal year.

### **Section 3.5 Solicitation**

- 3.5.1 Contributions for the general support of this Section or designated for a specific purpose approved by the Section Executive Board may be accepted from individuals, corporations, or other sources and may be used to defray the costs of specific programs or projects but shall not be solicited.

### **Section 3.6 Dissolution of the Section or its member units.**

- 3.6.1 In the event of dissolution of this Section, any remainder of its net assets after discharge of all its just debts and other legal obligations shall be remitted to the Society.

3.6.2 In the event of dissolution of any Task Group or Subsection of this Section, any remainder of its net assets, after discharge of all its just debts and other legal obligations, shall be remitted to this Section.

### **Section 3.7 Operating Equipment**

3.7.1 Equipment acquired for administrative purposes such as computers, copiers, answering or fax machines, by the Section or by any unit of the Section are the property of the Minnesota Section ASQ.

3.7.2 In the event of the dissolution of any Task group or Subsection of this Section equipment shall be returned to the Section or with Executive Board approval, be disposed of with the proceeds of the sale of equipment being returned to the Section.

## **Section 4 Organizational Leadership**

### **4.0 SECTION OFFICERS**

#### **Section 4.1 Section Officers**

4.1.1 The Officers of this Section shall be: the Section Chair, Section Chair-Elect, Section Vice Chair-Programs, Vice Chair- Member Services and Administration, Vice Chair- Conferences, Vice Chair- Outreach and Public Relations, Vice Chair Education and Advancement, a Section Secretary subject to the provisions of section 6.1.2 of this Section Operations Manual, Section Treasurer, Immediate Past Chair, and three Directors of the Section elected to serve alternately expiring three-year terms. The Officers shall serve voting members of the Section Executive Board under the provisions of Section 6.1.1, of this Section Operations Manual.

4.1.2 The Section Chair completing his/her term shall succeed to the position of Immediate Past Chair and shall hold such office as though elected for a term not to exceed two successive years.

#### **Section 4.2 Requirements**

4.2.1 All officers of this Section shall be Regular and individual Members of the Society affiliated with this Section. An incumbent officer who fails to maintain good standing in the Society or has transferred their membership to another Section shall be deemed to have vacated his/her office.

4.2.2 The terms of all officers of this Section shall be for the fiscal year(s) for which they shall have been elected and shall continue until their respective successors have been elected and qualified unless an officer resigns, is removed from office or, succeeded in office.

4.2.3 No person shall hold the office of Chair of this Section for more than two successive full terms. Any Chair-Elect who succeeds to the Office of Chair under the terms of Section 4.3, may serve two full terms in that position.

4.2.4 No person shall hold the office of Treasurer of this Section for more than two successive full terms.

4.2.5 No person who has served as Section Treasurer shall be elected to the post of Director until a period of three years has elapsed between their period of service as Treasurer and the commencement of their term as Director.

#### **Section 4.3 Vacancies**

4.3.1 In case of a vacancy in the office of Section Chair, the Section Chair-Elect shall succeed immediately to the Chair and continue in the office of Section Chair for one full term beyond the fiscal year for which she/he was elected as Chair-Elect. The office of Chair-Elect shall be deemed vacant until the beginning of the immediately following fiscal year when filled by election. A duly elected Vice Chair shall be appointed by the Section Executive Board under the provisions of Section 4.3.2, of this Section Operations Manual, to serve as

Chair, with full powers and responsibilities for the balance of the current term, in the event of concurrent vacancies in the positions of Chair and Chair-Elect.

- 4.3.2 At the time the Section Chair-Elect assumes the office of Section Chair due to a vacancy in the latter office, then:
- (1) Immediately upon her/his assumption of office and no later than 30 days thereafter, the Chair, with the advice and consent of a majority of the members of the Section Executive Board shall designate a duly elected Vice Chair who shall succeed to the Chair in the event of a vacancy in that office. Such designation shall remain in effect until the beginning of the next fiscal year and the assumption of office by a duly elected Chair and Chair Elect.
  - (2) If the Chair becomes incapacitated or unable to continue service before making the designation set forth in Section 4.3.2 (1), of this Section Operations Manual, the Section Executive Board shall elect one of the Vice Chairs to succeed to the Section Chair. Any person so elected shall serve for the balance of the term only and may, at the discretion of the Nominating Committee, stand for election for a regular term.
- 4.3.3 In the event of a vacancy in the office of Chair-Elect, the Section Chair may, with the approval of a majority of the Section Executive Board, appoint a person to accede to the position of Chair for the balance of the term. When the vacancy is not a result of premature succession to the position of Chair and there is no Chair-Elect to serve as Chair for the ensuing fiscal year, at the next regular election, both a Section Chair and Chair-Elect shall be elected by the Section membership.
- 4.3.4 Vacancies in Section offices other than Chair or Chair-Elect shall be filled for the unexpired term on the recommendation of the incumbent Chair and approval by a majority of the Section Executive Board. When such an appointment is a person under contract to or in contract with the Section, he/she shall not have a vote in Board matters.

## **Section 5 Organizational Responsibility**

### **5.0 POWERS AND DUTIES OF SECTION OFFICERS**

#### **Section 5.1 Section Chair**

- 5.1.1 The Section Chair shall be the Chief Executive Officer of the Section and shall preside at all meetings of the Section and of the Section Executive Board. The Chair shall represent the Section in all matters involving meetings or contacts with other local, regional, or national groups or shall appoint an alternate.
- 5.1.2 In the absence of the Section Treasurer, the Section Chair shall sign any duly authorized checks or other drafts upon the general funds of the Section.
- 5.1.3 Other duties and responsibilities of the Chair shall be as described in Section Policies and Procedures.
- 5.1.4 Succession, in the event of the absence of the Chair, is the Chair-Elect, then the Past Chair, then the senior Director. The successor shall perform all of the duties and shall be vested with all of the powers of the Chair.

#### **Section 5.2 Section Chair-Elect**

- 5.2.1 The Section Chair-Elect shall develop plans for their term as Chair and develop the organization to implement the plan.
- 5.2.2 In the temporary absence of the Section Chair, the Section Chair-Elect shall perform all of the duties and shall be vested with all of the powers of the Section Chair.

5.2.3 Other duties of the Chair-Elect shall be as described in Section Policies and Procedures.

### **Section 5.3 Section Vice Chairs**

5.3.1 There shall be five Vice Chairs of the Section. The Vice Chair for Programs, Vice Chair for Education and Advancement, Vice Chair of Member Services and Administration, Vice Chair for Outreach and Public Relations and, Vice Chair for Conferences.

5.3.2 Each Section Vice Chair shall assist the Chair in the general administration of the Section and shall perform such duties and exercise such powers that the Chair, with the approval of the Section Executive Board, may delegate to them.

5.3.3 Each Section Vice Chair shall perform duties assigned to the individual position as provided for in the Section Policies and Procedures approved by the Section Executive Board and by this Section Operations Manual for their respective positions.

### **Section 5.4 Section Secretary**

5.4.1 The Section Secretary shall be responsible to give notice of all meetings of the Section and of the Section Executive Board and keep a true and complete record of the proceedings at all such meetings.

5.4.2 The Section Secretary shall be responsible to preserve a copy of the complete and accurate roster of the names, addresses, and membership grades of all members of the Society affiliated with this Section and of all enrolled Students in this Section.

5.4.3 The Section Secretary may receive applications and initial dues from applicants for admission to membership in the Society and applications for advancement to the grade of Member or Senior Member of the Society. The Section Secretary or any Section Executive Board member shall immediately forward the original signed enrolled student or member application form to Society headquarters with the appropriate dues. Requests for advancement to higher membership grades shall be forwarded to the Chair of the Section Examining Committee.

5.4.4 Other duties and responsibilities of the Secretary shall be as described in Section Policies and Procedures.

### **Section 5.5 Section Treasurer**

5.5.1 The Section Treasurer shall maintain records of all remittances for Section operating expenses under the provisions of Section 3.2.2, of this Section Operations Manual. He/She shall have custody of all other moneys and securities belonging to the Section. He/She shall deposit all such moneys to the credit of the Section in such depositories as may be approved by the Section Executive Board and shall disburse the same as authorized by said Board.

5.5.2 The Section Treasurer shall sign all duly authorized checks or other drafts upon Section funds according to the provisions of Section 3.3.6, of this Section Operations Manual.

5.5.3 The Section Treasurer shall be bonded for an amount fixed by the Society Bylaws.

5.5.3 The Section Treasurer shall have supervisory authority over all Treasurers of the various activities, conferences, Subsections, and Task Groups of the Section and shall require reporting at appropriate intervals by those individuals.

5.5.4 The Section Treasurer shall prepare and submit those portions of the Annual Report specified in Sections 3.4.1.1, 3.4.1.2, 3.4.1.3, 3.4.1.4, and 3.4.1.5, of this Section Operations Manual and shall present such similar information as may be requested from time to time during the fiscal year by the Section Executive Board, the Section Auditing Committee, or the Section membership. He/she shall make all Treasurer books and all supporting papers available, upon request of the Chair of the Section Auditing Committee or the Chair of the Society Auditing Committee, to either of those committees or to professional auditors retained by the

Society.

5.5.6 The Section Treasurer shall perform such other duties as may be prescribed in Section Policies and Procedures.

### **Section 5.6 Directors**

5.6.1 The Directors shall serve as voting members of the Section Executive Board under the provisions of Section 6.1.1, of this Section Operations Manual.

5.6.2 Special duties may be assigned to the Directors by the Section Executive Board or the Section Chair.

5.6.3 Other duties and responsibilities of the Directors shall be as described in Section Policies and Procedures.

5.6.4 Directors shall serve as the Section Operations Manual committee of the Section.

### **Section 5.7 Section Immediate Past Chair**

5.7.1 The Immediate Past Chair undertakes special projects with the consent of the Section Chair.

5.7.2 The Immediate Past Chair shall perform other duties according to Section Policies and Procedures.

## **Section 6 Business Operations**

### **6.0 SECTION EXECUTIVE BOARD**

#### **Section 6.1 Composition**

6.1.1 The Section Executive Board shall consist of the elected officers of this Section as set forth in Section 4.1.1 of this Section Operations Manual.

6.1.2. The Section Secretary may be elected by the Membership or be appointed by the Board. When such appointment is a person under contract to the Section he/she shall not have a vote in Board matters.

6.1.3 The Section Executive Board shall have general policy and strategic oversight of the affairs of the Section and of its relations with the Society and constituent units.

6.1.4 The terms of office of Officers and other members of the Executive Board shall commence at twelve PM on June 30 of each year and expire at twelve PM on June 30 of the next calendar year unless, re-elected or re-appointed by the Board .The expiration of terms for interim appointments to the Board as provided for in Section 4.3.4 of this Section Operations Manual shall be the same.

6.1.5 The Section Executive Board shall solicit and consider input from the executive board of the Subsection(s) and/or Task Group(s) the Section sponsors when dealing with and voting on matters regarding or affecting the Subsection(s) and/or Task Group(s).

#### **Section 6.2 Meetings**

6.2.1 Meetings of the Section Executive Board shall be called by the Section Chair or in his/her absence, by the Section Chair-Elect according to Section 5.2.2, or the Vice Chair designated as successor to the Chair according to Section 4.3.1 or 4.3.2 (1), of this Section Operations Manual. Meetings shall be held at least three times per fiscal year or more often if Section affairs dictate.

6.2.2 The quorum for the Section Executive Board shall be defined as a majority (greater than half) of its members according to Section 6.1.1, for the transaction of business.

- 6.2.3 Except as otherwise provided in this Section Operations Manual on specific issues, action of the Section Executive Board on any matter shall be determined by the concurring vote of a majority of the members of the board present in person or by electronic means.
- 6.2.4 Any member of the Section Executive Board who is unable to attend a meeting may appoint an alternate to attend in her/his place. This alternate must be a member in good standing of the Society and affiliated with this Section; the alternate shall have the privilege of the floor and may participate in the deliberations of the meeting. However, He/She may not be counted in determining the presence of a quorum nor be entitled to a vote on any question.
- 6.2.5 Any member of the Section Executive Board may submit to the Section Secretary a ballot with his/her signature indicating agreement with or opposition to a specific action by the Board. This ballot shall be counted in determining a quorum only for the specific action under consideration and shall likewise be counted in determining the decision on that action.
- 6.2.6 The Executive Board will approve policy for the Section, approve Strategic Plans and approve budgets for Section Operations.

### **Section 6.3 Election of Society Regional Directors**

- 6.3.1 Between November 1 and December 31 of each year in which candidates for Regional Director of the Society are to be voted upon by this Section, the Section Executive Board may nominate eligible candidates as indicated by the Society Bylaws and ensure that these nominees are duly certified to the Executive Secretary of the Society. The Section shall, to the extent practicable, coordinate with other Sections in the Region in this process.
- 6.3.2 Between January 15 and March 1 of each year in which the Region elects a Regional Director of the Society, the Section Executive Board shall, by majority vote, cast a single ballot on behalf of the Section for one of the nominees and ensure that the vote is duly certified to the Executive Secretary of the Society.

## **Section 7 Organizational Operations**

### **7.0 COMMITTEES**

#### **Section 7.1 Qualifications, Appointments, and General Duties**

- 7.1.1 The Section Executive Board may, from time to time, create special committees to advance the purposes and activities of the Section.
- 7.1.2 The Section Vice Chairs, with the concurrence of the Section Chair, shall appoint all other committees of the Section and shall select or approve the designation of the Chair or Co-chairs of each.
- 7.1.3 Except as otherwise provided in this Section Operations Manual, all Chairs of standing committees and subcommittees and Student Chapters shall be individual members of the Society and affiliated with this Section.
- 7.1.4 Unless otherwise provided in this Section Operations Manual, members of all other committees of this Section shall serve during the remainder of the program cycle in which they are respectively appointed and for subsequent consecutive succeeding term of years at the discretion of the Section Executive Board.
- 7.1.4 Except as otherwise provided in this Section Operations Manual, the Section Executive Board shall approved responsibilities and rules of procedure for all committees of the Section and define such responsibilities and rules in Section Policies and Procedures.

## **Section 7.2 Standing Committees**

7.2.1 There shall be eight standing committees of this Section:

- 7.2.1.1 Section Financial Auditing Committee.
- 7.2.1.2 Long Range Planning Committee.
- 7.2.1.3 Section Nominating Committee.
- 7.2.1.4 Section Member Services and Administration Committee.
- 7.2.1.5 Section Program Committee.
- 7.2.1.6 Section Education and Advancement Committee
- 7.2.1.7 Section Outreach and Public Relations Committee
- 7.2.1.8 Section Conference Steering Committee.

## **Section 7.3. Duties of Standing Committees**

### **7.3.1 Section Financial Auditing Committee**

- 7.3.1.1 The Section Financial Auditing Committee serves under the direction of the Senior Director.
- 7.3.1.2 The Section Financial Auditing Committee shall consist of at least one Director appointed by the senior Director from the three Directors currently in office. At least two other members of the Section which may include Directors but not the Chair or Treasurer shall serve on the Auditing Committee. The Outgoing Chair, Incoming Chair or Treasurer shall attend as ex-officio members and to facilitate the transfer of accounts as needed.
- 7.3.1.3 It shall be the duty of the Section Financial Auditing Committee to make a careful audit of the funds and other properties of the Section and each of its subsidiary units at the close of each fiscal year and at such other times as the Chair or Senior Director deem prudent.
- 7.3.1.4 The Section Financial Auditing Committee shall audit similarly that portion of the Annual Report prepared by the Section Treasurer under the provisions of Section 5.5.5, of this Section Operations Manual and the policies and procedures governing the methodology of the Audit. Upon finding said portion of said report correct and acceptable, shall so certify it. Said certification shall be signed by a majority of the entire membership of the Section Auditing Committee.
- 7.3.1.5 The Section Auditing Committee shall make such additional audits as may be requested, from time to time, by the Section Executive Board.
- 7.3.1.5 The Section Auditing Committee shall make a report of its findings in each of the above audits to the Section Executive Board.

### **7.3.2 Long Range Planning Committee**

- 7.3.2.1 The Long Range Planning Committee serves under the direction of the Senior Director.
- 7.3.2.2 The Long Range Planning Committee shall be comprised of the three Directors, the Chair, Immediate Past Chair, Chair-Elect, and three at-large members appointed by the Chair.
- 7.3.2.3 The three at-large members shall serve for a three-year term with the terms staggered so that one term will expire at the end of each fiscal year.
- 7.3.2.4 The Long Range Planning Committee shall develop short- and long-term strategic plans for the Section and will utilize information from surveys, benchmarking information, member comments, and other sources in their planning. At least once per year the committee shall present recommendations for modifications and improvements to the strategic plan to the Section Executive Board.

7.3.2.5 The Long Range Planning Committee responsibilities and organization shall be specified in Section Policies and Procedures.

### **7.3.3 Section Nominating Committee**

7.3.3.1 The Section Nominating Committee serves under the direction of the Section Chair.

7.3.3.2 The Section Nominating Committee shall consist of five Regular Members of the Society affiliated with this Section, appointed by the Section Chair and of whom the incumbent Chair of the Section shall be one. If the incumbent Chair is standing for election for a new term and provided that such term is not in conflict with Section 4.2.3, of this Section Operations Manual, the incumbent Chair shall designate a chair of the committee from its members and withdraw from all participation in the work of the committee.

7.3.3.3 The Section Nominating Committee shall annually prepare a single slate of eligible candidates for Section Chair- Elect, each Section Vice Chair, a Section Treasurer, and one Section Director. Optionally, a Section Secretary shall be nominated or the Board may appoint such in accordance with 6.1.2. A Section Chair shall be included in the slate when circumstances warrant as defined in Section 4.3.3, of this Section Operations Manual. The Nominating Committee shall determine from each proposed nominee her/his willingness to serve if elected.

7.3.3.4 The slate of names so proposed shall be given to the Section Secretary not later than the fifteenth day of November each year.

7.3.3.5 For nominations by petition see Section 10.2.

### **7.3.4 Section Member Services and Administration Committee**

7.3.4.1 The Section Member Services and Administration Committee serves under the direction of the Vice Chair of Member Services and Administration and its members are appointed by that Officer.

7.3.4.2 The committee may be of any size and its members may serve for indeterminate terms.

7.3.4.2 The committee shall include the Section Historian, Section Photographer, the Section Newsletter Editor, the Section Administrator and other members as required.

7.3.4.3 Together with the Vice Chair of Member Services and Administration, the committee members develop and provide services in support of the Section's goals and objectives, including member recruitment programs.

7.3.4.5 Member Services and Administration Committee shall perform such duties as may be prescribed in Policies and Procedures.

### **7.3.5 Section Program Committee**

7.3.5.1 The Section Program Committee shall serve under the direction of the Section Vice Chair of Programs.

7.3.5.2 The Section Program Committee will plan and execute monthly Section programs in accordance with established Section Policies and Procedures.

### **7.3.6 Section Education and Advancement Committee.**

7.3.6.1 The Section Education and Advancement Committee serves under the Direction of the Vice Chair, Education and Advancement.

7.3.6.2 The Education and Advancement Committee is responsible for planning and implementing a range of educational opportunities for quality skills training including refresher classes for ASQ examinations.

- 7.3.6.2 There shall be formed within the Education and Advancement Committee two (2)-standing subcommittees in conformance to Society Bylaws and Policies.
- 7.3.6.3 The Certification and Recertification Sub-Committee serves under the direction of the Vice Chair of Education and Advancement.
- 7.3.6.4 It is the duty of this sub committee to provide information to the Section members on the processes relevant to ASQ Certification exams, and to review and approve requests for recertification. The committee members responsible for reviewing recertification must be certified as a CQE, CQSE, CQA, CQ Manager, or CRE. The committee members responsible shall initially evaluate each Recertification application, validate those areas of professional activity within its cognizance, and forward validated applications to Society Headquarters.
- 7.3.6.5 The Examining Sub Committee: serves under the direction of the Vice Chair, Education and Advancement.
- 7.3.6.6 The Examining Sub Committee shall consist of four members of the Section who shall be Senior Members or Fellows of the Society in accordance with Society Bylaws and policies.
- 7.3.6.7 In accordance with Society policy, The Examining Sub Committee shall review and approve applications to the Grade of Senior Member for further review by the Society Examining Committee. They shall further, when appropriate, recommend Section members to the Society for advancement to the grade of Fellow.
- 7.3.6.8 Other duties of the Education and Advancement Committee shall be as described in Section Policies and Procedures.

### **7.3.7 Section Outreach and Public Relations Committee**

- 7.3.7.1 The Section Outreach and Public Relations Committee serves under the direction of the Vice Chair of Outreach and Public Relations.
- 7.3.7.2 The committee is responsible for developing outreach programs for the benefit of the Section, the Society and the community.
- 7.3.7.3 The committee is responsible for developing a marketing plan for the Section and Society, including promotion and publicity.
- 7.3.7.4 The committee may be of any size and its members may serve for indeterminate terms.
- 7.3.7.5 Other duties of the Outreach and Public Relations Committee shall be as described in Section Policies and Procedures.

### **7.3.8 Section Conference Steering Committee**

- 7.3.8.1 The Section Conference Steering Committee serves under the direction of the Vice Chair, Conferences.
- 7.3.8.2 The Committee shall consist of the Vice Chair, the Chairs and/or Co-Chairs of all Section Sponsored Conferences, and, any person representing the Section on the Steering Committee of any joint or co-sponsored conference.
- 7.3.8.3 The committee, in accordance with Section Policy and Procedure will co-ordinate the program content to insure coherency and lack of conflict between such events.

### **Section 7.4 Other Committees**

- 7.4.1 With the exception of standing committee reporting defined in Section 7.2, other standing committees shall report to the officers designated in the Section Policy and their reporting may be altered periodically.

7.4.2 With the approval of the Section Executive Board, additional committees of the Section may be created, from time to time, as necessary.

## **Section 8 Subsection Requirements**

### **8.0 SUBSECTIONS**

#### **Section 8.1 Formation**

8.1.1 Subsections of this Section may be organized for the purpose of promoting interest in quality and related subjects in geographical areas contiguous to the headquarters of this Section, provided that the ultimate objective of each Subsection is to become a separate Section of the Society in its own right. Upon proper qualification of any Subsection, it shall be the policy of this Section to assist said Subsection in every possible way to attain this objective.

#### **Section 8.2 Membership**

8.2.1 Membership in Subsections of this Section shall be limited to members of the Society.

8.2.2 The members of each duly recognized Subsection of this Section shall elect from their numbers two or three members to serve as Chair or Co-Chairs and Treasurer of the Subsection.

8.2.3 Enrolled Students in the Society, so enrolled in this Section, shall be enrolled upon application in any Subsection serving the area in which they are located, but they shall not be entitled to the privileges of the floor at Subsection business meetings or vote in Subsection elections.

#### **Section 8.3 Officers**

8.3.1 The Subsection Chair shall be the Chief Executive Officer of the Subsection.

8.3.2 The members of each Subsection may elect from among their number such other Subsection officers, as they deem necessary and desirable. Such officers shall be members of the Society and affiliated with this Section.

## **Section 9 Task Group Operations**

### **9.0 SECTION TASK GROUPS**

#### **Section 9.1 Formation and Purpose**

9.1.1 Where the demand exists or can be promoted, a Section Task Group may be formed by members of this Section having a common interest in a specific segment of industry, commerce, or Section special events for the purpose of:

- (1) stimulating interest and promoting depth of knowledge within the specific segment of industry or commerce in which the group members have a common interest and:
- (2) promoting joint meetings and other joint activities with groups in the community having similar interests.

9.1.2 At least eight Regular Individual Members of the Society affiliated with this Section shall sign a petition setting forth the segment of industry or commerce in which they have common interest, after which the Section Executive Board shall consider and may recognize the petitioners as a Task Group of this Section. The activities of each Task Group shall be reviewed annually by the Section Executive Board and the Section Task Group Leader.

- 9.1.3 Membership in Section Task Groups shall be limited to members of the Society affiliated with this Section. Participation in the activities of such Task Groups shall be open to all interested individuals regardless of their affiliation status with the Society or this Section.
- 9.1.4 Enrolled Students in the Society that are enrolled in this Section shall be enrolled upon application in any Task Group of this Section, but they shall not be entitled to the privileges of the floor at Task Group business meetings or vote in Task Group elections.

### **Section 9.2 Task Group Organization**

- 9.2.1 The members of each duly recognized Task Group of this Section shall elect from their numbers persons who are Regular Members of the Society to serve as Task Group Chair or Co-Chair and Treasurer.
- 9.2.2 Officers of Task Groups shall be members of the Society and affiliated with this Section.
- 9.2.3 The Task Group Chair shall be the Chief Executive Officer of the Task Group.
- 9.2.4 The Treasurer of each Section Task Group shall be accountable to the Section Treasurer for the performance of their duties.
- 9.2.5 The members of each Section Task Group may elect from among their own number such additional group officers as deemed desirable, and the Task Group Chair may appoint such Task Group Committees as deemed necessary or advantageous.

### **Section 9.3 Meetings and Activity Requirements**

- 9.3.1 Each recognized Section Task Group shall schedule at least two Task Group meetings during each fiscal year. The scheduling of all such meetings shall be coordinated with the schedule of Section meetings.
- 9.3.2 A recognized Section Task Group shall cease to exist in the event that less than two scheduled meetings of the group are held in any one fiscal year.

### **Section 9.4 Dissolution**

- 9.4.1 Notwithstanding the provisions of Section 9.3.2, of this Section Operations Manual, the Section Executive Board shall, upon majority vote, withdraw recognition and standing of any Section Task Group if such group fails to advance the causes of the Society and the Section or fails to adhere to the terms and conditions of its organization, to the Society Bylaws, or to the Section Operations Manual.

## **Section 10 Election Process and Requirements**

### **10.0 ELECTION OF OFFICERS**

#### **Section 10.1 Qualification**

- 10.1.1 To be eligible for nomination to serve in any office, a candidate shall be at least a Regular Member of the Society and be affiliated with the Minnesota Section.
- 10.1.2 To be eligible for nomination as Treasurer, a candidate shall not be currently serving a second consecutive full term as Treasurer.
- 10.1.3 To be eligible for nomination to the positions of Chair or Chair-Elect, a candidate shall have served at least two full terms as an elected officer as defined in Section 4.1.1, or as Chair or Co-Chair of a standing committee as defined in Section 7.2.1, of this Section Operations Manual.

- 10.1.4 To be eligible for nomination as Chair-Elect of the Section, a candidate shall agree, if elected, to serve one year as Chair-Elect, one year as Section Chair, and one year as Immediate Past Chair for a total commitment of three years.
- 10.1.5 To be eligible for nomination as Section Director, a candidate shall be either a Senior Member of the Society who has served at least one full term as an elected officer of the Section as defined in Section 4.1.1, or a Regular Member of the Society who has served at least two terms as an officer of the Minnesota Section or another Section of the Society.

### **Section 10.2 Nomination by Petition**

- 10.2.1 Nomination for any Section office open for election may be made by petition of 10 or more members of the Section as defined in Section 2.1, of this Section Operations Manual. A call for nominations from the general Section membership shall be made at least 30 days in advance of the final presentation of nominees.
- 10.2.2 Nominees submitted by petition shall be eligible for the office to which they are nominated as specified in Section 10.1, of this Section Operations Manual.
- 10.2.3 Persons so nominated shall have expressed a willingness to serve if elected and may not be named as a candidate for any other office by the Nominating Committee.
- 10.2.4 Nominating petitions shall be submitted to the Section Secretary not later than the last working day of the prior month in which the elections are to be held.

### **Section 10.3 Single Nominees for Each Office**

- 10.3.1 In the event that the slate of officers presented by the Nominating Committee constitutes the only slate of officers eligible for election and there are no additional nominations for any office by petition as set forth in Section 10.2, of this Section Operations Manual, the nominations may be closed by a proper motion and vote and the candidates declared duly elected at the Annual Meeting or next regular meeting of the Section without a mail ballot election conducted according to Sections 10.4 and 10.5, of this Section Operations Manual.

### **Section 10.4 Procedures for Mail Ballot**

- 10.4.1 A special election shall be conducted when there is more than one nominee for any office according to the qualifications set forth in Section 10.2.1, or when the provisions of Section 10.3.1, of this Section Operations Manual are not completely satisfied. Not later than December 1 of each year the Section Secretary shall create an approved official ballot for special election where there is a contested position, and provide the ballot to each Regular Member in good standing with this Section, bearing the names of all eligible candidates (nominated or by petition) for the position(s) as approved by the Section Nominating Committee.
- 10.4.2 The Nominating Committee must provide or approve the official ballot, the accompanying instructions for completing it correctly including deadline (December 30) for receipt of completed ballots, so as to maintain the integrity of the election process.
- 10.4.3 The Nominating Committee shall ensure the election process including all eligible candidates for positions(s) as approved by the Section Nominating Committee incorporates an appointed teller committee to count ballot returns, assure timely returns are included in the process, and reporting meets defined requirements.
- 10.4.4 Election of a nominee to any office shall require that said nominee receives the largest number of ballots cast for any single nominee for that office in that election. Tie votes shall be resolved by lot.

## **Section 10.5 Election Reporting**

- 10.5.1 Promptly after the deadline date as set forth in Section 10.4.2, of this Section Operations Manual, the Section Committee of Tellers shall count all marked ballots duly received and shall prepare, sign, and transmit to the Section Secretary a summary of the count. This summary shall set forth the total number of ballots received, the number invalidated for each cause, and the number of qualified ballots cast for each nominee for each office.
- 10.5.2 Announcement of the nominees elected to each office shall be made to the Section by the Section Chair at the Annual Meeting or at the next regular meeting of the Section following completion of the ballot count but not later than the Annual Meeting.

## **Section 10.6 Intent**

- 10.6.1 It is the intent of the election procedure set forth in this Section Operations Manual that the officers for the upcoming fiscal year shall be elected in January of the immediately preceding fiscal year so that by working with the current officers for the balance of that year they may gain experience and guidance prior to their assumption of office the following July 1. It shall be the duty of the outgoing officers to aid this process in every way possible and to deliver to the incoming officers all information, books, and records of the Section and all material, information, etc., furnished by the Executive Secretary of the Society and from other sources that will be necessary or helpful in carrying on the affairs of the Section.

## **Section 11 Management of Responsibilities/Conduct**

### **11.0 REMOVAL FROM OFFICE OF ELECTED OFFICERS**

#### **Section 11.1 Petition and Cause**

- 11.1.1 Any elected officer of the Section may be removed from the office currently held for improper behavior, malfeasance or failure to perform the duties of the office.
- 11.1.2 Removal proceedings for officers shall be initiated per Society Policy S-6 or upon the petition of 1% of the Regular Members of the Section or by five Section Executive Board members.
- 11.1.3 The Section Executive Board shall notify the officer involved at least 10 working days prior to conducting a review hearing.

#### **Section 11.2 Review Hearing and Executive Board Action**

- 11.2.1 The Section Executive Board shall conduct a review of the petition and the matters supporting the petition and shall provide an opportunity for the officer identified in the petition to respond.
- 11.2.2 No action shall be taken at the review hearing. The Chair (or Acting Chair if the petition concerns the Chair) shall at his/her discretion lay the matter over to a regularly scheduled Section Executive Board meeting or call a special meeting of the Section Executive Board.

#### **Section 11.3 Executive Board Action**

- 11.3.1 At a meeting not later than the next regularly scheduled meeting of the Section Executive Board, a motion shall be in order to sustain the petition to remove the involved officer.
- 11.3.2 A two-thirds majority vote of the Section Executive Board members present shall sustain the motion, provided that a quorum as defined in Section 6.2.2, of this Section Operations Manual is present.

## **Section 12 Organizational Business Meeting Requirements**

### **12.0 MEETINGS**

#### **Section 12.1 Annual Meeting**

- 12.1.1 The Annual Meeting of the Section shall be held in February on a day and at a time and place designated by the Section Executive Board.
- 12.1.2 Notice of the Annual Meeting and of each regular or special meeting of the Section shall be twice published in the Section newsletter in the two issues preceding the date of the Annual Meeting.

#### **Section 12.2 Voter Eligibility**

- 12.2.1 Each individual member of the Society in good standing in any grade (except Enrolled Students) who is affiliated with this Section shall be entitled to one vote at the Annual Meeting and at all other Section business meetings.
- 12.2.2 Any eligible voter in this Section may sign and deliver to the Section Secretary, in advance, a ballot for or against a proposed specified action by the Section. Such a signed ballot shall constitute a valid vote as indicated and shall be counted equally with votes cast on the specified action by voters present in person at any meeting.

#### **Section 12.3 Quorum**

- 12.3.1 Fifty eligible voters present in person or represented by valid proxies or by signed ballots for or against a specified action by the Section, shall constitute a quorum at any Section business meeting. However, where signed ballots must be counted in order to secure a quorum, only the individual action covered by the signed ballots required to complete the quorum shall be acted upon by such quorum.
- 12.3.2 Where any matter may properly be considered and acted upon at any meeting of this Section, concurrence of a majority of the eligible votes cast on the matter at the meeting, where a quorum is present with respect to said matter, shall determine the action of the Section except when a greater majority is specified in this Section Operations Manual.

## **Section 13 Change Control**

### **13.0 AMENDMENTS**

#### **Section 13.1 Procedures**

- 13.1.1 Amendments to this Section Operations Manual may be proposed by resolution of the Section Executive Board or by a petition signed by at least 5 % of the eligible voters in the Section and approved by the Executive Board.
- 13.1.2 Proposals for amendments to this Section Operations Manual shall reach the Section Secretary not later than November 1st of the fiscal year preceding the Annual Meeting of the Section.

#### **Section 13.2 Adoption Requirements**

- 13.2.1 Adoption of amendments or revisions shall be approved by the Section Executive Board.
- 13.2.2 Adoption of any amendment or revision shall be in accord with Society Bylaws.

## **Section 13.3 Approval by the Board of Directors Of The American Society for Quality**

- 13.3.1 Section leadership shall provide a copy of current Section Operations Manual or amendment to any Section member upon request. Amendment or revision consistent with Society Bylaws requires approval by the Section Executive Board. Amendment or revision in question will require approval by the Board of Directors of The American Society for Quality.

## **Section 14 Member Bill of Rights**

### **14.0 MEMBER BILL OF RIGHTS**

#### **14.1 Preamble**

In accordance with the Mission and Vision of the Minnesota Section, American Society for Quality, the Section's primary focus and goal is to enhance the professional development and further the career goals of its members. To that end, the Section is and has been a Section responsive and accountable to its members. The member Bill of Rights defines the privileges of the membership and the accountability of the Section leadership to those members.

- 14.2 Members of the Section are entitled to courteous and prompt responses to questions related to Section activities or operations.
- 14.3 The Section shall, annually, cause to be printed in its official newsletter, a summary of the finances and activities for the previous fiscal year.
- 14.4 Any member who so requests, shall be entitled to receive a copy of the Section's audited financial report for the fiscal year and may further request details regarding the specific outlays or receipts in any category of the report which they may choose to question.
- 14.5 All members of the Section are entitled to attend the meetings of the Section Executive Board and, by prior request to the Secretary of the Section, may place items on the agenda of the Board. Members attending meetings of the Board shall be entitled to speak to any issue on the agenda.
- 14.6 Any member who so requests, shall be entitled to receive a complete copy of the minutes of any Executive Board meeting(s) to include supporting reports and financial information and any special meetings of the Section Membership.
- 14.7 In accordance with this Section Operations Manual, members have the privilege of nominating, by petition, qualified members of the Section to positions on the Executive Board in opposition to the entire slate or any office therein, proposed by the Nominating Committee of the Section. When such candidates are on the ballot they shall be given access to the Section newsletter to present their views and shall be entitled to use the Section membership roster for the purposes of any mailings or communications they wish to make in connection with the proposed slate.
- 14.8 The Executive Board of the Section shall take no official action in cases of contested elections either in support of or opposition to any nominee for Section Office or proposed change to the governance system of the Section. This does not preclude individual Officers of the Section from doing so in their roles as members of the Section.
- 14.9 Formal complaints of Officer actions or Section operations may be lodged with the Secretary of the Section by mail to the Section office. Complaints must identify the person making the complaint, and that individual will receive a prompt reply from the Chair or his/her designee with respect to the complaint. The Chair may, at her/his discretion, name an independent individual, not currently an Officer, to examine and recommend action to resolve the complaint.
- 14.10 The Section will insure that members are treated with respect and courtesy by all members. No Officer, volunteer, committee member or contracted service retained by the Section, shall at any time act in a manner suggesting discriminatory behavior with respect to a members race, gender, ethnic background, age or

beliefs.

14.11 Nominations for Section Office and volunteers for all Section Committees will be recruited in a non-discriminatory fashion and shall be based on an individuals qualifications, willingness and ability to serve and no other criteria.

**Revision History**

<b>Revision</b>	<b>Date</b>	<b>History</b>	<b>Signature Approval Chair / Secretary</b>
A	February 1, 2005	Modified and revised from Section Bylaws to Section Operations Manual in accord with Section Operating Agreement per Society requirements of Aug. 2004	Gary Townsend-Chair  William Stevenson-Secretary