



NEDEA By-laws

- 1. ORIGINAL BY-LAWS OF N.E.D. ENGINEERS ASSOCIATION OF GREATER CHICAGO (NEDEA) WAS APPROVED ON DECEMBER 7, 1996**
- 2. AMENDED BY-LAWS OF N.E.D. ENGINEERS ASSOCIATION OF GREATER CHICAGO AS APPROVED BY ITS GENERAL ASSEMBLY AT THE MEETING HELD ON JUNE 9, 2007.**
- 3. AMENDED BY-LAWS OF N.E.D. ENGINEERS ASSOCIATION OF GREATER CHICAGO AS APPROVED BY ITS GENERAL ASSEMBLY AT THE MEETING HELD ON NOVEMBER 12, 2010.**
- 4. AMENDED BY-LAWS OF N.E.D. ENGINEERS ASSOCIATION OF GREATER CHICAGO AS APPROVED BY ITS GENERAL ASSEMBLY AT THE MEETING HELD ON DECEMBER 7, 2024**
- 5. AMENDED BY-LAWS OF N.E.D. ENGINEERS ASSOCIATION OF GREATER CHICAGO AS APPROVED BY ITS GENERAL ASSEMBLY AT THE MEETING HELD ON DECEMBER 6, 2025.**

Article I: NAME & ORGANIZATIONAL SETUP

THE NAME OF THE ORGANIZATION SHALL BE "N.E.D. ENGINEERS ASSOCIATION OF GREATER CHICAGO" TO BE REFERRED TO AS NEDEA." THE AFFAIRS OF NEDEA SHALL BE MANAGED BY THE BOARD OF DIRECTORS.

Article II: Nature

NEDEA shall be independent, non-profit, educational and social organization, dedicated to the welfare of N.E.D. Engineers (NEDians) in particular. Alcohol and drugs will be strictly prohibited in all gatherings and activities of NEDEA.

Article III: Purposes

The purpose of NEDEA shall be to advance the cooperation and understanding among its members. To that end it shall:

1. Promote friendly relations and understanding between NEDians.
2. Establish a platform for networking and providing employment assistance for its members.
3. Hold social and cultural programs.
4. Provide opportunity for family entertainment.
5. Provide a forum for business and professional development.

Article IV: Membership

Section I. Eligibility:

1. Any Graduate and Ex-teaching faculty member of N.E.D. University of Engineering & Technology is eligible to become a "Full member" of NEDEA:
2. Any qualified engineer with Pakistani origin or heritage residing in United States is eligible to become an "Associate member" subject to the approval of the NEDEA Board of Directors.
3. Any individual from Indian sub-continent with a college or University degree, or any entrepreneur employing Pakistani engineers is eligible to become "Affiliate member" of NEDEA.
4. Any NEDian who has demonstrated leadership and excellence in engineering or its related arts, science, or business or community building is eligible to become an "Honorary member" of NEDEA. Any member can nominate and second the honorary member, but the Board is the final decision maker.

Section II. Membership dues:

1. Members and Affiliate members shall pay annual dues as approved by the Board of Directors on calendar year basis. Any revised dues shall be announced in the annual general body meeting. Members past retirement age of 65 (new or continuing members) shall be treated as lifetime members and annual dues will not be collected from them. Membership dues can be changed by the BOD.
2. The membership shall begin from the day the person is initiated in the NEDEA WhatsApp group and submits a completed application form to a NEDEA Board member or the WhatsApp admin who shall forward it to a Board member. The membership form shall be updated by the Director of Membership and Finance every January.
3. The membership shall begin from the day the person submits a completed application form along with the membership fee in cash or in personal check for that calendar year.

4. Membership dues are paid on a calendar year basis and must be paid by December 31 for the following calendar year.
5. The membership shall be terminated if the membership dues are not paid within three months of the due date.
6. The right to vote or to be nominated for the Board will be suspended until all dues are paid in full.
7. In case a terminated member wants to be reinstated, he/she shall complete a new membership form. For the purpose of determining the voting rights etc., the date of new membership shall be taken into account; or pay all unpaid dues to continue with the membership from its original date.

Section III. Voting rights:

1. A member who has been a member with good standing for a period of one year at the time of election shall have a voting right. The voting right shall be exercised in person.
2. Each member shall be entitled for one vote on each matter submitted for voting.

Section IV. Termination:

Upon written charges brought against any member of NEDEA for participating directly or indirectly in activities which are against the interest and objective of NEDEA and upon filing such charges with the Board of Directors, the member may be suspended or expelled by the affirmative vote of two-third of all members of the Board Directors.

Section V. Reinstatement:

Upon written request from expelled or suspended member and supported and signed by at least 25% of the eligible members and upon filing of such a request with the Board of Directors and upon hearing by the general assembly in a duly convened meeting, the member may be reinstated by affirmative vote of majority of the members present in the meeting.

Section VI. Transfer of membership

The membership of NEDEA is not transferable or assignable.

Article V: Organs of the NEDEA

Section I. NEDEA shall achieve its objective through the following organs:

1. General Assembly
2. Board of Directors (BOD)
3. Advisory Council (AC)
4. Committees.

Section II. The relationship between these organs shall be as stipulated in these By-laws.

Article VI: General Assembly

Section I. The members of NEDEA shall constitute the General Assembly.

Section II. Functions.

The General Assembly will elect the Board of Directors and Chairman of the Board.

Section III. Meetings.

1. The General Assembly shall be called into session once a year by the Chairman of the Board of Directors. At the final meeting of the year the Chairman of the Board shall present Annual report and financial report.
2. Special meeting of the General Assembly may be called into session by the Board of Directors.
3. Upon a written petition of 50% of the Full members of NEDEA, a special meeting of the General Assembly shall be called by the Chairman of Board of Directors.

The following shall constitute quorum and voting requirements for decision making:

| Purpose of Meeting | Quorum Requirement | Voting Requirement |
|------------------------------------|---------------------------|---------------------------|
| Dissolution of NEDEA | 70% | 75% |
| Transfer of Asset exceeding \$1000 | 70% | 50% |
| Amendments to By-Laws | 50% | 75% |
| Election of the Board of Directors | 50% | 50% |
| Election of Chairman | 50% | 75% |
| Other Purpose | 30% | 50% |

Article VII Board of Directors

Section I.

The Board of Director shall consist of five (5) Board members as follows:

1. Chairman of the Board (CBD):
 - a. CBD will report to General Body and will be responsible for among other things, Planning and Record Keeping of all NEDEA activities during his or her tenure.
2. Director of Information & Communication (DIC):
 - a. DIC will be responsible for website management, newsletter, and interface with membership. NEDEA website management includes maintenance of the website by obtaining transfer of credentials from the outgoing Board Officials; upgrading contents including but not limited to keeping URL and webhosting active, updating official membership list, upload newsletters, and upload all Board Meeting Reports.
3. Director of Membership and Finance (DM&F):
 - a. DM&F will be responsible for maintaining membership and finance record.
4. Director of Social Affairs (DSA):
 - a. DSA will be responsible for organizing social activities within NEDEA and other organizations.
5. Director of Professional Development (DPD):
 - a. DPD will be responsible for holding educational seminars, creating forum for

providing professional and business development.

Section II.

All members of AC and Board shall serve on a voluntary basis without any compensation.

Section III.

The eligibility requirement for the Board members shall be as follows:

1. Shall be a Full/Associate member of NEDEA in good standing for a period of one (1) year.
2. Be nominated by himself or one other member of NEDEA who have been a member for at least one year at the time of nominations.
3. Be actively involved in NEDEA program and activities.

Section IV.

Upon charges brought against any member of the Board by twenty percent of the members of NEDEA or three members of the Board and filed with Board of Directors and upon hearing by the Board, the charged member may be suspended from the Board with a unanimous vote of other members present at the meeting. Three members of the Board shall constitute the quorum. The decision of the Board shall be presented to the special General Assembly meeting.

Section V.

Any Board member who does not attend two Board meetings without an advance notice shall be terminated from the Board by AC.

Section VI.

Any vacancy occurring in the Board shall be filled by the Board of Directors with simple majority for the remaining term of the outgoing member

Section VII. Functions:

The Board shall oversee, guide, and direct the work of the NEDEA. For this purpose it shall:

1. Approve the budget.
2. Manage all approved activities and finances of NEDEA.
3. Appoint independent auditors to audit annual financial report of NEDEA, if necessary.

Section VIII. Meetings.

1. The Board of Directors shall hold at least six meetings in a year ensuring that not more than 120 days lapsed between two meetings.
2. The presence of three members of the Board will constitute the quorum.
3. Special meetings of the Board shall be called by the Chairman of the Board on his own initiative or on request from any two members of the Board.
4. The decision of the Board shall be made by a simple majority of the members present, except as stated otherwise. In the event of a tie on a matter, the matter will be deferred to the next regular or special meeting, wherein all attending members will undertake the matter and vote.

Section IX. Chairman of the Board.

- 1) The chairman of the Board shall be elected by the General Assembly for a period of two year.

- 2) The Chairman shall be the principal spokesperson of NEDEA.
- 3) The Chairman and the Board of Directors shall be allowed to form sub Committees to enhance activities of NEDEA.
- 4) The Chairman shall appropriate funds within the budget set by the Board and control the expenses of the NEDEA.
- 5) The Chairman shall prepare the annual reports with the help of Director of Finance and present to the General Assembly for approval.
- 6) The Chairman shall be responsible for preparing and distributing the Board meetings and General Assembly meetings notice and Agenda to all involved.

Section X. Election Procedures.

From the slate of candidates, the General Assembly will elect five members by direct elections, on a one-person-one vote basis. with the condition that at any given time, not more than fifty percent of the Directors - not including the Chairman - can be from among the Associate Members).

Upon their election, the Board will select one or more individuals from amongst themselves, for election for the position of Chairman of the Board, with the condition that only a Full Member will be eligible to hold the position of Chairman of the Board.

The General Assembly will then elect the Chairman.

The Chairman and the Directors will all be elected for a period of two years

Section XI. Transfer of Power to the Newly Elected Board of Directors.

1. The elected Board of Directors assumes responsibility effectively on January 1 following the election conducted no later than December 25 of the preceding year.
2. The transfer of financial account information and Bank Account must be completed to the elected Board of Directors, no later than January 31 following assuming the responsibilities.

Article VIII. Finances

Section I. The fiscal year of the NEDEA shall begin on January 1 and end on December 31.

Section II. The NEDEA shall be financed by the membership dues, contributions, and donations.

Section III. Donations that are subject to any implicit and explicit pre-conditions shall not be accepted under any circumstances.

Section IV. Any expenditure of over \$500 for non budgetary items shall be approved by the Board.

Section V. Any checks, drafts or other negotiable instruments for the payment of money, notes, evidence of indebtedness issued in the name of the NEDEA shall be signed jointly by the Director of Finance Committee and the Chairman of the Board.

Article IX. Dissolution

In the event of dissolution of the NEDEA, all assets of NEDEA shall be transferred to a non-profit organization by the approval of the General Assembly.

Article X. Amendments

Section I.

Amendments to the By-laws may be proposed by:

1. Three members of the Board
2. Thirty percent of the eligible member of the NEDEA
3. The Advisory Council

Section II.

The proposed amendments shall be presented in writing to the Chairman of the Board at least thirty days prior to the General Assembly meeting signed by required number of the members as defined in Section I.

Section III.

The Board after deliberation shall present the proposed amendments to the General Assembly for approval.

Section IV.

No amendments to the proposed amendment shall be allowed during the General Assembly meeting.

Article XI- Advisory Council (AC)

Section I: Composition & Election:

1. The AC will comprise of four past Chairmen of the Board and one nominated member. The nominated member shall be recognized contributor to his or her profession and will be deemed as a valuable contributor to AC. The other four past chairmen will select this member for a period of four years.
2. The outgoing Chairman of the Board of Directors will automatically become a member of AC by replacing the most senior Chairman who will automatically step down from AC.
3. At any given time AC will consists of five (5) members and will be lead by the Senior most chairman of the Board of Directors.
4. If any of the past chairman due to time constraint cannot volunteer, the next senior past chairman will automatically become the AC member.
5. The first AC will be operational in the current year 2007.
6. Any Advisory Council member who does not attend two AC meetings without an advance notice shall be terminated from the Advisory Council (AC).
7. Any vacancy occurring in the Advisory Council (AC) shall be filled by the past chairman. If any of the past chairman due to time constraint cannot volunteer, the next senior past chairman will be elect from the AC member with simple majority for the remaining term of the outgoing member.

Section II: Functions & Responsibilities:

1. The Advisory Council will oversee and be responsible for:
2. Conducting elections of the Board and acting as the election commission.
3. Ensuring and overseeing a smooth and timely transition of power and duties between incoming and outgoing Boards.
4. Ensuring that final report will be submitted by the current Board in time.
5. Guiding the current board to interact with other organizations, e.g. IEC, AAEA, etc.
6. Helping the Board in creating new plans to advance the cause and benefits of NEDEA.

Section III: Powers:

On the request of any Board member, the Advisory Council must convene, and will then have the authority to take decision for:

1. Removal of any member of the Board of Directors, on the grounds of
 - a. Violation of the By-Laws of NEDEA
 - b. Non-performance
 - c. Other corroborated charges against the member of the Board
2. To call for a new Election within four weeks in the event of dissolution of the Board-in-Office.

