

**AMERICAN NUCLEAR SOCIETY**  
**BYLAWS**  
for the  
**OPERATIONS AND POWER DIVISION**

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October 20, 1998



As approved November 1998

# BYLAWS Operations and Power Division

## American Nuclear Society Incorporated

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## **BYLAWS** **Operations and Power Division**

### **American Nuclear Society Incorporated**

**Society**  
Bylaws/Rules

#### **Article B1 - Name**

R18.2  
R18.8

1. The official name of this organization shall be the **Operations and Power Division of the American Nuclear Society**, Incorporated, hereinafter referred to as the Division and Society, respectively.

#### **Article B2 - Objectives**

B9.2(b)

1. Objectives Defined: The objectives of the Division shall be consistent with the objectives of the Society, as set forth in its Certificate of Incorporation and in Article B2 of its Bylaws and Rules. The Division shall devote itself specifically to the following objectives:
  - a. The dissemination of knowledge and information in the area of power reactors with particular application to the production of electric power and process heat.
  - b. The coverage of applied nuclear science and engineering as related to power plants, including but not limited to design, construction, economics, licensing, quality assurance, fuels, management, and public acceptance.
  - c. The to the dissemination of knowledge pertinent to the safe and efficient operation of nuclear facilities through professional staff development, information exchange, and supporting the generation of viable solutions to current issues.
2. Furtherance of Objectives: To further its objectives, the Division shall:
  - a. Hold meetings in accordance with the stated policy of the Society for the presentation and discussion of professional papers;
  - b. Disseminate knowledge and information in nuclear operations and power reactors by discussions, communications, and the presentation of papers;
  - c. Encourage the formation of closer professional and personal relations among the members; and
  - d. Cooperate with other scientific and professional groups having related objectives.

#### **Article B3 - Obligations to the Society**

B9.1

1. Governing Provisions: The activities of the Division shall be governed by the provisions of the Certificate of Incorporation and the Bylaws and Rules of the Society.

B9.4

2. Restricted Activity: The Division shall not have authority to act for or in the name of the Society. No action, financial or other obligation, or expression of the Division, shall be considered an action, obligation or expression of the Society as a whole. A statement to the effect that the Division assumes sole responsibility for the contents shall be imprinted on any publication regarding an action, obligation, or expression with respect to the Society, issued by the Division.

R18.10.4

3. Financial Stability: The Financial affairs of the Division shall be conducted in such a manner that the Division shall be financially independent and shall not rely on support from Society funds, except to a limit in accordance with Society budgets approved by the Board of Directors.

**Article B4 - Membership**

- R18.9
1. Member Composition: Members of any grade, in good standing in the Society, shall be eligible to become members of the Division. Student members shall be non-voting and ineligible for holding office in the Division.
  2. Member Dues: Society members who desire to become members of the Division shall so indicate on the dues billing form issued annually to all Society members by the Executive Director. Society members desiring to join at other times may do so by notifying the Executive Director and paying the associated fee, if necessary.
  3. Member Resignation: Society members who desire to terminate their membership in the Division shall so indicate on the annual dues billing form. Society members desiring to resign at other times may do so by notifying the Executive Director. Upon resignation, the member's name shall be dropped from the Division roster and mailing list.

**Article B5 - Dues, Assessments, and Contributions**

- R18.10.4
1. Dues Established: The dues for Division membership shall be shown on the dues billing sent annually to each member of the Society by the Executive Director.
- R18.10.4
2. Right To Levy: In addition, the Division may levy special and reasonable assessments to implement the sponsorship of special or topical meetings, special publications, awards, or scholarships when authorized by vote of two-thirds majority of the votes of the members present at any regular or special meeting called as provided in these Bylaws.
- R18.10.4
3. Restrictions on Financial Contributions: The Division may also accept non-compulsory financial contributions, but solicitation and acceptance of such contributions shall be subject to written approval by the Board of Directors.

**Article B6 - Executive Committee**

- R18.1  
R18.7.3
1. Responsibility for Management: The Division shall be managed by an Executive Committee that shall constitute the governing body of the Division and shall have power to act for the Division in all matters, subject to these Bylaws and to the Certificate of Incorporation and the Bylaws and Rules of the Society.
- R18.10.2  
R18.1
2. Executive Committee Composition and Term of Office: The Executive Committee shall consist of not fewer than six (6) members and not more than twenty (20) members including both the officers and the elected members. The elected members other than the officers shall have terms not exceeding three years, and the term designated for each shall expire during or after an Annual Meeting and shall be such as to maintain effective continuity of experience in conducting the affairs of the Division and in performing the duties of the Committee. The Chair of the Division most recently retired shall be an ex officio member. The Chair of the Professional Divisions Committee of the Society shall be an ex officio member without vote. The Chair of the Division shall be the Chair of the Executive Committee. A quorum shall be a majority of the voting members of the Committee.
  3. Vacancies: Any vacancy among the officers or on the Executive Committee occurring during their terms shall be filled by appropriate action of the Executive Committee until the next regular election, except that a vacancy in the office of Chair shall be filled by the First Vice Chair, who shall continue also to perform the duties of First Vice Chair until installed as Chair for the following year.

- B18.5.2
4. Rules and Regulations: In order to provide for handling the affairs of the Division, the Executive Committee may prepare and adopt, in connection with these Bylaws, suitable rules. Such rules shall be adopted by affirmative vote of not fewer than three-fourths (3/4) of the members of the Executive Committee, provided that the text of the proposed amendments has been furnished to each member of the Committee at least (10) days before the meeting at which the vote is taken or provided at least thirty (30) days are allotted between ballot distribution and the specified closing date for return if the vote is by letter ballot. A copy of such rules shall be filed with the Executive Director of the Society.
  5. Meetings: The Executive Committee shall meet at least twice each year, during the Annual Meeting and the Winter Meeting of the Society. Other meetings of the Executive Committee may be called at any time by the Chair, or at the request of any three or more members of the Committee.

#### **Article B7 - Officers**

- R18.10.2
1. Terms, Qualifications, and Duties: The officers of the Division shall be a Chair, a First Vice Chair, a Second Vice Chair, Secretary, and Treasurer. The officers shall hold office for a one-year term, or until their qualified successors are elected or appointed.
  2. Chair: The Chair shall have supervision over the affairs of the Division, subject to the direction of the Executive Committee. The Chair shall preside at meetings and shall have the power to perform such other duties as may be provided in these Bylaws, or in the rules, or as may be delegated to the office by the Executive Committee. The Chair shall be an ex officio member of all committees of the Division and an ex officio member of the Professional Divisions Committee of the Society.
  3. The First Vice Chair at the time of election shall be designated Chair-Elect and, at the expiration of that term, will automatically succeed to the office of Chair. The First Vice Chair shall assist the Chair in conducting the duties of the office and shall perform the duties of the Chair if the Chair is unable to serve. The First Vice Chair shall act as Chair of the Division Planning Committee and the Division Honors and Awards Committee, and shall have such other duties as may be assigned by the Chair and the Executive Committee.
  4. The Second Vice Chair shall be responsible for the Division Newsletter, serve as Vice Chair of the Program Committee, and shall have such other duties as may be assigned by the Chair and the Executive Committee. This responsibility may be delegated with the approval of the Executive Committee. In the absence of both the Chair and the First Vice Chair, the Second Vice Chair shall preside at meetings of the Division.

B9.3

R18.11

5. Secretary: The Secretary shall record and file with the Executive Director within thirty (30) days after the meeting date(s) the minutes of the Division meetings and of their Executive Committee meetings. The Secretary shall act as custodian of Society Bylaws and Rules, and of Division Bylaws and Rules. The Secretary shall arrange for all notices to Division members and for publicity releases, and shall be responsible for obtaining a roster of Division members from the Executive Director. The Secretary shall have such other duties as may be assigned by the Executive Committee. In the absence of the Chair, the first Vice Chair, and the Second Vice Chair, the Secretary shall preside at meetings of the Division.
6. Treasurer: The Treasurer shall receive and disburse funds as authorized by the Executive Committee. The Treasurer shall deposit Division funds in a repository approved by the Executive Committee. The Treasurer shall serve as a member of the Finance Committee, and shall be the responsible custodian of any special funds of the Division. In addition, the Treasurer shall: handled OPD's financial accounting, present a financial report at the first Division meeting during each term of office, submit the books of account to the Finance Committee at the end of each term of office, and have such other duties as may be assigned by the Executive Committee. In the absence of the officers, the Treasurer shall preside at meeting of the Division.

#### **Article B8 - Election and Eligibility**

- R18.10.2
1. Officers To Be Elected: The members of the Executive Committee, and the Division Officers (except the Chair), shall be elected as specified in these Bylaws.
  2. Officer Member Grades: Executive Committee members shall be Fellows, Members, Associate Members, Emeritus or Honorary Life Members of the Society.
  3. Nominating Committee: The Nominating Committee shall place in the hands of the Secretary and Executive Director no later than five (5) months before the Annual Meeting, the names of candidates for the Executive Committee and for Division officers. The Executive Director shall prepare and forward to each member of the Division a ballot containing the nominations submitted by the Nominating Committee and others made by petition of not fewer than ten (10) members of the Division, received in writing either by the Nominating Committee or by the Secretary at least four (4) months before the Annual Meeting. The Executive Committee may designate the number of candidates to be selected by the Nominating Committee.
  4. Number of Candidates on Ballot: At least one candidate shall be named by the Nominating Committee for each Executive Committee membership expiring or vacated and for each elective office other than the office of Chair. The Nominating Committee shall endeavor to obtain 50% more candidates for Executive Committee membership (other than elected officers) than the number of terms expiring or vacated. The Nominating Committee shall endeavor to obtain candidates from various backgrounds (e.g. utilities, vendors, government, universities, non-U.S., etc.). The ballot shall also contain spaces for writing in additional names.
  5. Ballot Return Date: Ballots, in order to be counted, shall be postmarked as instructed and shall be validated by the Executive Director as having been received from a Division member in good standing.
  6. Voting Procedure: Voting shall be by secret ballot under the general procedure stipulated for voting and for handling the ballots in the Bylaws and Rules of the Society. The Executive Director shall declare elected to each position the candidate receiving the most votes for that position. If a tie occurs, the Division shall resolve the tie by a vote of the members of the Executive Committee. The elected candidates shall be installed and their terms of office shall commence at the close of the Annual Meeting of the Society.
  7. Eligibility for Re-Election: Members shall not be eligible for election to more than two consecutive terms on the Executive Committee, or more than two consecutive terms of office as Second Vice Chair, Secretary or Treasurer. After one full term in office, the Chair shall automatically be succeeded by the First Vice Chair. No member shall hold more than one office simultaneously.
- R18.10.2
8. Chair Qualifications: No member shall be eligible for the office of Chair until having served on the Executive Committee for at least one year except in the event the Chair is declared vacant due to death, resignation, or other causes.
  9. Executive Committee Membership Vacated: An Executive Committee Membership may be vacated by a three-quarters majority of members present and voting for non-attendance at meetings or other good cause.

#### **Article B9 - Standing and Special Committees**

1. Composition and Purpose: The Standing and Special Committees of the Division shall be appointed by the Chair of the Division to serve to the end of the Chair's term, except as otherwise specified. Appointments to committees shall be reported to the Executive Committee for ratification, and that Committee may change the appointed personnel of committees at any time at its discretion. Members shall not be eligible for reappointment to the same committee for more than three (3) consecutive terms. The standing committees shall include:
  - a. Executive Committee - as provided in Article B6.
  - b. Nominating Committee - composed of not fewer than three members, who shall function as described in Article B8.

- c. Program Committee - composed of not fewer than five (5) members. The Chair of the Program Committee shall be appointed by the Division Chair, subject to the approval of the Executive Committee. The Program Committee shall be responsible for planning meetings of the Division and special sessions sponsored by the Division at national meetings of the Society. For special sessions of contributed papers at national meetings, the Program Committee shall select session chairs and other officers required for presiding at technical meetings of the Division and at its special sessions in national meetings of the Society; all such meeting officers shall be members of the Division. The Program Committee shall, as needed, call on other members of the Division to serve as long-range planning coordinators for particular meetings or special sessions. The Chair of the Program Committee shall be responsible for liaison with the Program Committee of the Society.
  - d. Membership Committee - composed of not fewer than three members, who shall be charged with the duty of bringing the advantages of Society and Division membership to the attention of qualified candidates.
  - e. Finance Committee - composed of the Treasurer and not fewer than two other members who shall be responsible for the financial activities of the Division in cooperation with the Society Treasurer and Executive Director.
  - f. Honors & Awards Committee - composed of not fewer than three (3) members who shall be responsible for recommending to the Executive Committee, Division members as candidates for Society Honors and Awards, ~~and~~ nominees for Society officers and membership on national committees.
2. Special Committee Responsibilities: Additional standing committees may be established by the Executive Committee. Special committees may be established from time to time by the Chair, subject to authorization by the Executive Committee; these shall be dissolved upon completion of the duties assigned to them.
  3. Quorum for Meetings: A majority shall constitute a quorum at all committees' meetings.

#### **Article B10 - Meetings**

- R18.10.3
1. Division Meetings: Meetings of the Division shall be held as determined by the Executive Committee, at times and places it shall designate. There shall be at least one meeting each year. One of the meetings shall be scheduled to coincide with the Annual Meeting of the Society and shall follow the annual reorganization meeting of the Division Executive Committee. The Secretary shall mail an advance notice of all intended business meetings of the Division to the Executive Director of the Society not less than six (6) weeks before the date of that meeting. Notices of all meetings will be sent to the members of the Division not less than six (6) weeks before the meeting.
  2. Quorum for Meetings: A quorum for the transaction of business at the Annual or other Division meetings shall consist of twenty (20) qualified voters or twenty (20) percent of the qualified voters of the Division, whichever is fewer.

#### **Article B11 - Amendments**

1. Proposed Amendments: Amendments to these Bylaws may be proposed at any regular meeting of the Division attended by a quorum of qualified voters of the Division.
- R18.5.1
2. Society Review and Approval: Any proposed amendment shall be forwarded to the Society Bylaws and Rules Committee for Society review and approval following approval of two-thirds (2/3) of the members of the Division Executive Committee.
- R18.5.1
3. Vote Required: Following review by the Bylaws and Rules Committee, a proposed amendment shall be presented to the members of the Division for a vote. Voting may take place at any meeting attended by a quorum of qualified voters of the Division provided that a written notice of the meeting, together with the text of the proposed amendment and of any existing articles thereby affected, has been mailed to the members by the Secretary at least ten (10) days before the meeting at which the vote will be taken. Voting may also take place by letter ballot provided at least (30) days are allotted between ballot distribution and the specified closing date for return. Division approval of

a proposed amendment shall require the affirmative votes of no fewer than two-thirds (2/3) of the members voting.

- R18.5.1
4. Effective Date of Amendment: The proposed amendment shall become effective following Division approval, Society Board of Director approval, and the Division Secretary's filing of a certified copy of the approved amendment with the Executive Director of the Society.
  5. Notification to Members: The Division Secretary shall be responsible for notifying members through a publication sent to all members of amendments to the Bylaws as soon as practicable after adoption. The Secretary shall be responsible for supplying single copies of Bylaws and amended Bylaws as may be requested by the Division members in good standing.

**Article B12 - Rules of Conduct**

1. Parliamentary Procedures: In all procedural matters not covered by the Bylaws and Rules of the Division, *Robert's Rules of Order*, latest edition, will be used as the authority for parliamentary procedures.