

# STC International Technical Communication Special Interest Group Bylaws

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## Article I: Name

The name of this organization is Society for Technical Communications, International Technical Communication Special Interest Group (SIG). The Society's legal name is the Society for Technical Communication, Inc. The remainder of these Bylaws refer to the International Technical Communication SIG, and to the Society for Technical Communication as the Society.

## Article II: Boundaries

There are no geographical boundaries of the International Technical Communication SIG. The SIG welcomes any STC member who is interested in the subject of international technical communication.

## Article III: Objectives

The International Technical Communication SIG's objectives are to advance the arts and sciences of international communication. These objectives are based on Article I, Section 2 of the Society's Bylaws. The objectives are:

- Encouraging research;
- Developing education programs and establishing scholarships;
- Stimulating the exchange of information by means of publications, meetings, and conferences;
- Recognizing outstanding accomplishments; and
- Cooperating with other societies and institutions in mutually beneficial projects.

## Article IV: Policies

The International Technical Communication SIG is a nonprofit professional organization; it is nonsectarian and nonpartisan; and it does not endorse or disparage any commercial enterprise, political platform, or political candidate. The name of the SIG or the Society is not to be used in any connection with a commercial concern for any purpose other than the regular work of the International Technical Communication SIG. The International Technical Communication SIG exists under its charter from the Society, and it operates under the Society's bylaws and within the Society's policies.

## **Article V: Membership**

### **Section 1: Qualifications**

All members of the International Technical Communication SIG must be members in good standing of the Society for Technical Communication, who chose to join the International Technical Communication SIG. Article II of the Society's Bylaws describes the grades of membership and the rights and privileges of those grades of membership.

### **Section 2: Obligations of Membership**

By acceptance of the Society's certificate of membership, each member agrees to abide by its governing documents, work toward achievement of its purposes, and act in accordance with its guidelines. Members who fail to do so may have their membership suspended or revoked by the Society's Board of Directors.

Members avoid conflicts of interest in the fulfillment of their professional responsibilities and activities. If a member becomes aware of any potential, possible, or actual conflict of interest between professional responsibilities and STC activities, that member has a responsibility to disclose all relevant information to the International Technical Communication SIG Manager, who will handle the reported conflict according to the powers and constraints of the Society and the leadership council.

## **Article VI: Management**

The International Technical Communication SIG is managed by the leadership council, constituted according to the Society's Bylaws, Article IX, Section 4.

### **Section 1: Leadership Council**

#### **A. Membership**

The leadership council consists of four officers and one at-large member, who are the sole voting members of the International Technical Communication SIG. The officers are the Manager, Assistant Manager, Secretary, and Treasurer. (In International Technical Communication SIG documents, the leadership council is often referred to as the council; the terms are interchangeable.)

#### **B. Eligibility**

All candidates for elective office shall be members of the STC and International Technical Communication SIG in good standing and may not be student members. The Nominations document details the election procedures for the International Technical Communication SIG.

#### **C. Powers and Constraints**

The council has the power to manage the International Technical Communication SIG's property, to determine its fiscal policies, and to direct its affairs in order to meet the objectives of the Society as stated in Article IV of the International Technical Communication SIG Bylaws.

The council acts in accordance with the International Technical Communication SIG's governing documents, which it has the authority to interpret. The council may prudently delegate powers in the interest of efficient management.

**D. Terms of Office**

The term of office is two years. The incumbent International Technical Communication SIG Assistant Manager automatically receives a nomination for the office of International Technical Communication SIG Manager unless disqualified or unwilling to be nominated for that office. If the Assistant Manager is unwilling to be nominated for Manager, the SIG Nominating Committee shall choose at least one nominee, preferably someone with leadership experience.

**E. Duties of Council Members**

The Manager, as head of the council, is responsible for all operations. The manager delegates duties to the other leaders in accordance with the International Technical Communication SIG Bylaws and policies. The following responsibilities shall be included:

***Manager***

- Presides at meetings of the council and meetings of the International Technical Communication SIG;
- Corresponds with the Society's officers and directors as speaker for the council and the International Technical Communication SIG;
- Appoints managers of the committees, subject to council approval; assigns special duties relating to those committees;
- Appoints the Newsletter Editor;
- As the International Technical Communication SIG's executive officer, represents the council and the International Technical Communication SIG in the International Technical Communication SIG's business with other organizations and individuals; and
- Assigns duties and responsibilities to other officers with the approval of the council.

***Assistant Manager***

- In the absence of the Manager, presides at meetings of the council and meetings of the International Technical Communication SIG;
- Works with membership manager to build membership and to coordinate volunteer activities
- Attends meetings of the council; and
- Undertakes other duties as directed by the Manager.

***Secretary***

- Tracks meeting minutes
- Updates SIG brochure
- Works with Webmaster and Newsletter Editor to ensure timely reporting of SIG events and news
- By May, reports the results of the International Technical Communication SIG's bi-annual election to the Executive Director of the Society and the editors of *Intercom* and *Tieline*; and
- Undertakes other duties as directed by the Manager.

***Treasurer***

- Receives, keeps, and disburses the International Technical Communication SIG's funds and other negotiable assets;
- Keeps current records of the receipt, status, and disbursement of International Technical Communication SIG funds;
- Prepares for the council a quarterly financial report, including a balance sheet, income statement, and bank account(s) status;
- Prepares and submits to the Society Treasurer an annual financial report for the International Technical Communication SIG as required by the

Society. The Treasurer holding office during the report period prepares and submits the report;

- Complies with Internal Revenue Service requirements concerning annual information reports;
- Attends meetings of the council; and
- Undertakes other duties as directed by the Manager.

#### **F. Collective Duties of Council**

The following duties and responsibilities apply to all council members:

- Attends council meetings and regular International Technical Communication SIG meetings;
- Approves all International Technical Communication SIG publications, except the newsletter, before final publication; and
- Provides direct supervision for committees.

#### ***Meetings and Quorum***

The council meets quarterly, which can be in person, online, telephone conference, or using any other virtual mechanism, to conduct International Technical Communication SIG business. Additional meetings may be called by the Manager or at the request of two or more members of the council. A majority of the council's membership constitutes a quorum. All council meetings are open for SIG members to attend.

#### ***Vacancies***

A vacancy in the office of Manager is filled by the Assistant Manager. A vacancy in any other office is filled by a majority vote of the council.

#### ***Removal***

If a member of the council or a committee manager fails to carry out the duties and responsibilities of his or her office as outlined in these Bylaws or persists in activities not in the best interest of the International Technical Communication SIG, the council, by a two-thirds vote, may remove him or her from office. However, the procedures outlined below shall be followed; removal is recommended only after all other options are exhausted.

1. Any member of the International Technical Communication SIG may lodge formal complaints by submitting them in writing to any member of the council.
2. A copy of the formal complaint is forwarded to the International Technical Communication SIG Manager (or Assistant Manager, if the complaint is against the Manager).
3. The Manager (or Assistant Manager) contacts the subject of the complaint, informs him or her of the nature of the complaint, discusses possible solutions to the problem, and with the agreement of the individual involved sets a deadline for resolving the problem.
4. If, in the Manager's (or Assistant Manager's) opinion, the problem is not satisfactorily resolved by the date set, the Manager reports the complaint and initial attempts to find a solution to the other members of the council.
5. The council, at their next monthly meeting, considers the complaint. If the subject of the complaint is not already a member of the council, he or she is invited to attend the meeting to present his or her point of view.
6. At this point, the council has two options:
  - The council may issue a stern, written warning; specify conditions for remaining in office and monitor these conditions; and set a date on which to meet to make final decision.
  - If, however, the council determines the continuing problem to

- be a detriment to the welfare and operations of the International Technical Communication SIG, it may vote on removal at the initial meeting.
7. A two-thirds vote of the council is required to remove a member of the council or committee manager from office.
  8. The subject of the complaint is notified in writing of the council's decision.

## **Section 2: Committees and Special Appointments**

### **A. Establishment**

The council shall establish committees, as necessary and appropriate for International Technical Communication SIG needs, and make special appointments to take charge of specific work areas. The International Technical Communication SIG Manager, subject to council approval, appoints the manager of each committee.

### **B. Committee Membership and Subcommittees**

Committee managers appoint the members of their respective committees in accordance with the Bylaws and may establish subcommittees as required. Council approval is not required to appoint committee members or to establish subcommittees. However, no committee should have fewer than three members. These members' names, addresses, and telephone numbers are reported to the council before the first general meeting and upon any change.

### **C. General Responsibility**

Committees perform under the general direction of the council. Each committee manager submits an annual budget to the International Technical Communication SIG Treasurer, tracks committee expenses as directed by the Treasurer, and provides periodic written reports to the council at the request of the Manager. Each committee is directed in its operation by procedural guidelines, which it keeps up to date. The council approves all procedural guidelines and subsequent substantive changes to each guideline.

Committee managers may participate at International Technical Communication SIG or council meetings by making and arguing motions recognized during the meeting, but may not vote on motions.

Each committee operates under the direction of a manager who is appointed by the International Technical Communication SIG Manager subject to council approval.

The following responsibilities are discharged by all committees:

- Submits to the International Technical Communication SIG Treasurer a budget of estimated expenses for the committee for the next fiscal year;
- Submits reports as required to the council;
- Operates within budget guidelines established by the committee; and
- Records all expenses incurred by the committee; and by April 1, submits a report summarizing committee activities for the past year.

### **D. Committees**

The Committees of the International Technical Communication SIG include but are not limited to:

- Ethics Committee
- Bylaws Committee
- Membership Committee;
- Newsletter Committee;

- Nominating Committee; and
- Web Committee.

**Bylaws Committee**

- Reviews Bylaws annually;
- Formulates and processes all proposed amendments to the International Technical Communication SIG Bylaws as directed in Article XII, Section 2, of these Bylaws; and
- Advises the council of changes in Society Bylaws that may affect International Technical Communication SIG Bylaws.

**Ethics Committee**

- Determines and recommends actions in situations where there may be a potential or perceived conflict of interest;
- Considers questions on ethics not covered by the SIG Bylaws or existing policies and procedures of the SIG or STC

**Membership Committee**

- Promotes and solicits membership;
- Provides membership information to interested persons;
- Maintains membership files and International Technical Communication SIG mailing lists; and
- Provides updated information to the Newsletter Editor to publish and distribute in the newsletter.

**Newsletter Committee**

- Publishes a International Technical Communication SIG newsletter at regular intervals and distributes it to the International Technical Communication SIG members and Society officers before each International Technical Communication SIG meeting;
- Prepares the International Technical Communication SIG's entry for the Society's Newsletter Competition;
- Submits to the council a publications schedule for the upcoming year; and
- Maintains a library (one copy of each issue) of past newsletters for historical and reference purposes.

**Nominating Committee**

- Selects nominees for elective office;
- Presents the slate of at least one but not more than three nominees for the offices of Manager, Assistant Manager, and Treasurer; and
- Complies to nominating guidelines as stated in Article VII, Section 2, of these Bylaws.

**Web Committee**

- Manages the International Technical Communication SIG's web site;
- Posts International Technical Communication SIG information on the Internet;
- Submits to the International Technical Communication SIG Treasurer a budget of estimated expenses for the committee for the next fiscal year;
- Submits reports as required to the council;
- Operates within budget guidelines established by the committee;
- Records all expenses incurred by the committee; and
- By April 1, submits a report summarizing committee activities for the past year.

**E. Special Appointments**

Special appointments include the Newsletter Editor, Nominating Committee Manager, and others made at the Manager's discretion.

**Newsletter Editor**

The Newsletter Editor selects a staff and reports their names, addresses, and telephone numbers to the International Technical Communication SIG Manager before the first general meeting and upon any change.

**Nominating Committee Manager**

The Nominating Committee Manager selects a staff of at least two additional members to serve on the Nominating Committee. The manager reports their names, addresses, and telephone numbers to the International Technical Communication SIG Manager on or before the November council meeting and upon any change.

**Article VII: Meetings**

The International Technical Communication SIG shall hold at least one general meeting in each fiscal year, including the month of May, and in other months at the discretion of the council. Meetings outside of the general meeting may be conducted in person, online, or by telephone conference or other virtual mechanism.

The council conducts Society business according to the dates outlined in the Bylaws. If a meeting of the council or general membership must be canceled because of bad weather or other unforeseen circumstances, the scheduled business can be postponed until the following meeting.

The May general meeting is targeted as the International Technical Communication SIG's annual business meeting for the purposes of presenting annual reports, electing officers, and transacting other International Technical Communication SIG business. The Treasurer submits a fiscal report at this meeting.

A quorum for any International Technical Communication SIG meeting is 25 percent of the voting membership, or 20 voting members, whichever is less. All formal meetings are conducted under Robert's Rules of Order, Revised, in all cases where they apply and that cause no conflict with the Bylaws of the Society or the International Technical Communication SIG.

## Article VIII: Finances

- Fiscal year is July 1 to June 30 or as directed by the Society;
- The STC office holds the bank account funds for the SIG.
- International Technical Communication SIG funds may be withdrawn from their accounts by both the Treasurer and the Manager or Assistant Manager only with the approval of at least two members of the Council;
- The International Technical Communication SIG Manager, with approval of the council, is empowered to authorize payment of International Technical Communication SIG expenses;
- No International Technical Communication SIG member shall contract debts in the name of the International Technical Communication SIG without express authorization from the council;
- The International Technical Communication SIG levies no dues or assessments against the members without express permission from the Board of Directors of the Society;
- The International Technical Communication SIG's financial records are audited by a non-SIG member, and assets and historical records are inventoried each year between July 1 and August 31 or as directed by the Society; and
- The International Technical Communication SIG shall own no real estate.

## Article IX: Annual Report

No later than July 1, the council prepares an annual report of International Technical Communication SIG activities during the current fiscal year, including the financial status at the time of writing. This report is submitted to the Society's Board of Directors through the Society's business office before July 31.

All books and records of the International Technical Communication SIG are available for examination by the Society's Board of Directors at any time.

## Article X: Dissolution

The International Technical Communication SIG may be dissolved only by action of the Society's Board of Directors as set forth in the Society's Bylaws, Article IX, Section 3.

Dissolution of the International Technical Communication SIG in no way affects the Society standing of any International Technical Communication SIG member.

If the International Technical Communication SIG is dissolved under the prescribed procedure, all funds of the International Technical Communication SIG revert to the Society's Treasurer.

## Article XI: Amendments

### Section 1: Proposing

Amendment of these Bylaws may be proposed by a resolution adopted by the



council or by a petition signed by at least ten voting members of the International Technical Communication SIG. Such a resolution or petition is transmitted to the manager of the Bylaws Committee.

### **Section 2: Processing**

The council formulates all proposed amendments to these Bylaws. The final draft of every proposed amendment is submitted to the originator for review and approval. Upon receiving the approval, the Bylaws Committee distributes the proposed amendments to the International Technical Communication SIG members as a separate distribution or included as an article in the newsletter. This distribution should be received at least two weeks before the general meeting at which it is to be discussed.

The proposed amendments are discussed at the first general meeting of the International Technical Communication SIG that is held at least two weeks after the proposed amendments are distributed to the International Technical Communication SIG membership. The Bylaws Committee prepares a ballot containing the proposed amendments and any changes to them as a result of discussion at the International Technical Communication SIG's general meeting. The ballot contains provisions to vote "yes" or "no" for each amendment. At the next general meeting reaching a quorum (as described in Article VII of these Bylaws), the ballot is distributed and collected for tabulation by the International Technical Communication SIG Parliamentarian. The International Technical Communication SIG Parliamentarian counts the votes and reports the results to the council, who arranges for the results to be reported to the International Technical Communication SIG membership.

### **Section 3: Adoption**

An amendment to these Bylaws becomes effective upon its approval by a majority of the votes cast.

### **Section 4: Compatibility**

These Bylaws and amendments to them shall be compatible with the Bylaws and operating policies of the Society. If any part of the amendment to these Bylaws conflicts with the Society's Bylaws or operating policies, the conflicting part of these Bylaws or the conflicting part of the amendment is null and void; and notice of its nullification is transmitted promptly to the International Technical Communication SIG membership through the council. For all items not covered by these Bylaws that have a Society stipulation, the Society stipulation applies.