

CONSTITUTION OF THE ENGINEERS' COUNCIL  
The Ohio State University

Preamble

Engineer's Council consists of student representatives from organizations, social clubs, project teams, and honoraries affiliated with the College of Engineering (COE) and Knowlton School of Architecture at The Ohio State University. The Council sponsors, coordinates, and supplies student volunteers to COE-related activities, including the annual COE Career Expo. The following Articles denote the rules and ethical guidelines, both self-prescribed and as suggested by the University, by which Engineer's Council determines eligibility for student organizations to participate and receive funding and prescribes responsibilities and accountability to the Council's Officers.

**ARTICLE I. NAME OF ORGANIZATION**

Section 1:

This organization shall be known as the Engineers' Council at The Ohio State University.

**ARTICLE II. ORGANIZATION PURPOSE**

Section 1:

Engineer's Council consists of student representatives from organizations, social clubs, project teams, and honoraries affiliated with the College of Engineering (COE) and Knowlton School of Architecture at The Ohio State University. The Council sponsors, coordinates, and supplies student volunteers to COE-related activities, including the annual COE Career Expo.

**ARTICLE III. UNIVERSITY REGULATIONS**

**Section A. Harassment and Discrimination, including Sexual Misconduct**

Engineers' Council agrees that it will not engage in sexual misconduct nor any harassment or discrimination on the basis of age, ancestry, color, disability, gender identity or expression, genetic information, HIV/AIDS status, military status, national origin, race, religion, sex, sexual orientation, protected veteran status or any other basis in accordance with the Student Organization Registration Guidelines.

**Section B. Hazing**

Engineers' Council agrees to maintain a zero-tolerance policy for hazing, in compliance with Ohio State University and Collin's Law. All members must conduct themselves in a manner that supports an environment free from hazing. Hazing includes any activity, regardless of

consent, that causes or creates a substantial risk of physical, mental, or emotional harm or humiliation to any individual as part of membership or affiliation with the student organization. If found responsible for hazing, members and/or the organization may face disciplinary actions.

### **Section C. Bylaws**

Engineers' Council retains the right to maintain separate bylaws to outline the day-to-day operations of the organization and to clarify policies and procedures otherwise not included in the previous articles. Bylaws and/or other guiding documents may not take precedence over the requirements set forth by local, state, and federal laws, The Ohio State University's regulations, policies, and procedures, and the Council on Student Affairs (CSA) Student Organization Registration Guidelines. Organizations may make amendments and changes to the bylaws without consulting the Ohio Union & Student Activities department, and changes to bylaws do not require approval. All elements of organizational bylaws shall be consistent with the organization's currently approved constitution on file and CSA constitution requirements.

## **ARTICLE IV. MEMBERSHIP**

### **Section A. Membership Eligibility**

#### Section 1:

The Engineers' Council shall consist of regular members and the executive board, and includes student representatives from organizations affiliated with The Ohio State College of Engineering and Knowlton School of Architecture.

- a) Regular members of the Engineers' Council will be representatives from the registered Engineering and Architecture Organizations operating on the Columbus campus of The Ohio State University.
- b) Advisory members shall be the Dean and the Associate Dean of the College of Engineering or their designee. They shall not have the power to vote or introduce legislation.
- c) Any member may be barred from representing their organization by a 2/3 majority vote of the general body, or by decision of the Executive Board.

#### Section 2:

Each organization may bring up to two representatives to each meeting, but each organization or society may only have one voting representative, at the discretion of that organization or society.

1. Each representative, along with the current President and Treasurer, of an organization must be on the Engineers' Council listserv.
2. A representative that is a member of multiple separate organizations and wishes to represent each of those organizations at regular body meetings, may do so, but will

only be able to cast 1 vote total when a voting situation arises. If a voting situation arises, the representative may recruit one officer from each of the organizations he/she does not wish to vote for himself/herself and those officers may cast a vote for their organization.

### **Section 3:**

Participation on the Council is encouraged and open to all engineering and architecture students. Students not representing an organization shall not be considered regular members of the Engineers' Council and therefore shall not have the right to vote. They may invoke discussion, prior to any votes, if seen necessary.

### **Section B. Member Selection**

#### **Section 1:**

To become a regular member, students must either join the GroupMe or attend one meeting of the Engineers' Council.

### **Section C. Membership Timeline**

Membership is open on a rolling basis.

### **Section D. Member Removal**

#### **Section 1:**

Members can be removed for words or actions that harm the goals or public perception of the Engineers' Council, violate university guidelines, or result in suffering for other members.

#### **Section 2:**

Members can be removed from the Engineers' Council using the following 3-step process:

1. Establishing grounds: Provide evidence to officers and advisor(s) for the reason for removal.
2. Notifying the member: Informing the member in writing of their charges and providing them with an opportunity to defend themselves.
3. Voting: Requiring a 2/3rds majority of the student body after the student and the officers are able to present their respective perspectives.

## **ARTICLE V. ADVISOR**

### **Section A. Advisor Duties and Responsibilities**

The Advisor or Advisors are tasked with ensuring the long-term permanence of the Engineers' Council, and heading the organization of the Engineering Expo Career Fair. They also provide inter-personal dispute resolution when necessary.

The primary advisor must be able to satisfy the following requirements:

1. Complete advisor training every two years
2. Complete the anti-hazing training module
3. Submit online approval of the organization's registration every year
4. Submit online approval of the organization's goals every year
5. Submit online approval of any Council on Student Affairs (CSA) Operating or Programming funds requests initiated by the organization's treasurer
6. Follow applicable laws, regulations, university rules, policies and guidelines
7. Complete relevant reporting obligations

## **Section B. Advisor Term**

The advisor serves indefinitely unless they are formally removed, opt out of the position, or fail to satisfy the requirements, if they are the primary advisor.

## **Section C. Advisor Selection**

Section 1:

Advisors should have connections to the College of Engineering. The Primary Advisor must be a member of the faculty or administrative and professional staff selected by the student organization.

Classified civil service employees, graduate administrative associates, and emeritus and retired faculty/staff may serve as co-advisors, but the primary faculty/staff advisor must complete the certification process for the organization to be registered.

Advisors should not be on extended leave without mutually agreed upon contingency plans to provide for the organization's needs during their absence. This can come in the form of regular communication during the leave or bringing on a co-advisor.

## **Section D. Advisor Replacement**

Section 1:

An Advisor can be replaced, confirmed, or removed by both:

1. Unanimous vote of the executive board.
2. 2/3rds vote by the member body.

# **ARTICLE VI. ORGANIZATION LEADERSHIP**

## **Section A. Officer Positions**

## Section 1:

The officers of the Engineers' Council shall be a President, Vice-President, Treasurer, and Secretary. These officers shall constitute the executive board, who are elected by the general body. Further roles listed are selected by these officers.

- a) The aforementioned positions may be held in conjunction with Expo or Arch-E Week Coordinator positions.
- b) The executive board may elect Committee Chairs and General Committee positions to plan events in the College of Engineering and Knowlton School of Architecture. The Expo Coordinator position is chosen by Engineering Career Services; individuals must apply for this position.
- c) Executive officers can also be representatives for student organizations.

### d) President's Roles

The President, as executive head of the Council, shall preside at the meetings, be in charge of all activities of the council, and enforce the provisions of the Constitution. The President shall have the power to appoint committee chairmen and committees as needed. The President shall organize and facilitate biweekly general body meetings. The President shall positively represent the Engineers' Council at college administration events.

### e) Vice President's Roles

The Vice-President shall perform the duties of the President in the absence of the President, act as Parliamentarian, administer new representative training, and be responsible for the effective coordination and functioning of the Engineers' Council's committees, reporting to the President thereon. The Vice-President's primary role shall be operating volunteer hours for organizations.

### f) Secretary's Roles

The Secretary shall have charge of the correspondence of the organization, except that otherwise provided for, keeping a record of the same. The Secretary shall maintain the membership roll, minutes of each meeting, and a list of officers for each engineering organization.

### g) Treasurer's Roles

The Treasurer shall draw all orders for payment of money, keep record of all appropriations and disbursements, be custodian of all funds, and collect all fees to the organization. The Treasurer shall perform other duties as pertain to the office and shall not be discharged until their accounts have been passed upon to the remaining executive board members.

## Section B. Officer Eligibility

Section 2:

All members and officers meeting University requirements shall be eligible for

**election. Section C.      Officer Selection Process**

Section 3:

- d) Nominations for officers shall be opened to the entire Council and elections shall take place no later than at the second to last meeting of Spring semester. The new officers shall assume office at the first meeting of the following academic year.
- e) Each candidate may present a two-minute speech prior to the casting of the votes.
- f) Each voting member will be able to cast one paper ballot for each position. Votes will be cast in the following order: President, Vice President, Treasurer, Secretary, and Webmaster. Candidates may not be present while the votes are being cast; they must leave the room.
- g) Individuals in contention for a position may not have any role in counting the ballots. Ballots must be counted by two individuals, one member of the executive board and one regular member of the Council. Counts must agree.
- h) The individual with the most votes will be offered the position.
- i) The new executive board will be announced following the casting of votes for all positions.
- j) In case of the vacancy of the office of President, a new election for President shall be held. The same procedure applies to the election of any other vacated office. Current officers may opt to run for any open position. If elected, a similar election will occur for the newly vacated office.
- k) Any officer may be removed from office by a 2/3 majority vote of the general body for failure to perform duties as judged and presented by the advisory members.

Section 4: Expo Coordinators

The primary duty of the Expo Coordinators shall be to coordinate the Engineering Expo in conjunction with Engineering Career Services. The Expo Coordinators shall also be available to work on service projects for the College of Engineering or Knowlton School of Architecture or other special projects, and to assist the above officers with their duties.

a) Coordinator application period shall take place in January of the year of the Expo.

b) Two Coordinators shall be chosen from the selection pool.

- 1) One shall oversee and be responsible for administrative duties related to volunteer management for both the career fair and next-day interviews as well as acting as a liaison with ECS. The administrative coordinator shall also oversee all finances in conjunction with oversight from the Council Treasurer. Coordinator is responsible for attending all meetings and being present each

day of the career fair.

- 2) The other shall oversee and be responsible for logistical management as well as acting as a liaison with ECS. The logistical coordinator shall also oversee career fair planning, facilities and support booking, and providing day of career fair assistance to students and employers. Coordinator is responsible for attending all meetings and being present each day of the career fair.
- c) Should either coordinator be unable to perform their duties, they shall be replaced either by another candidate from the selection pool, if time allows, or shall have their duties performed by the Vice-President or by a candidate or current officer selected by the President and VicePresident.

#### Section 5: Committees

Committees will consist of student members of Engineers Council and The College of Engineering or Knowlton School of Architecture appointed by the current Executive Board to one of the following: (Mental Health, Equality and Inclusion, Publicity, Events, and Freshman Engagement). A committee member may also be an Engineers' Council representative for their student organization as well.

##### Duties:

###### Events:

Provide quality programming for Ohio State engineering students. Examples of events the committee should plan and execute include The Student Organization Awards Banquet, ECouncil Activities Fair, and ArchE Week. For ArchE Week, the committee shall use creativity, leadership, and organizational skills to collaborate with E-Council President to plan, oversee, and market the weeklong event. The Events Committee is also head of planning engaging activities for students, hosted by Engineers' Council.

###### Mental Health:

The Mental Health Committee is in charge of coordinating mental health events open for the College of Engineering and Knowlton School of Architecture students. The committee is expected to engage with the College's Mental Health Roundtable Committee. The committee should share useful resources that will benefit the student population regarding their well-being.

###### Publicity:

Publicity's objective is to advertise E-Council to the engineering and Ohio State community. The committee shall implement innovative ideas in a variety of ways, including but not limited to designing swag, designing a new banner, developing social media, photographing key events, executing marketing campaigns, and more! This position also works as the Webmaster by designing and updating the website.

###### Freshman Engagement:

The committee shall coordinate with the Events Committee to plan events geared towards the incoming freshman population. Their mission is to make freshmen comfortable on

campus and provide resources for freshmen to get involved socially and academically.

#### Equality and Inclusion:

The committee will promote equality and inclusion on campus in the following ways: populating the “Equality and Inclusion” tab on the Engineers’ Council website with educational resources about racial inequality and resources helpful in guiding orgs on ways to foster inclusion, planning Engineers’ Council sponsored events made to educate orgs about racial injustice and facilitate workshops, meet with the Dean of the College of Engineering to discuss ways the College of Engineering can combat inequality, and create platforms in which students can share their experiences anonymously.

#### Selection Process:

Once the application is filled out, the applicant will have an interview with the current Executive Board (President, Vice President, Treasurer, and Secretary). After all interviews for the director position are completed, the Executive Board will discuss and vote on the candidates. There must be a unanimous vote among the Executive Board for the candidate in order for him/her to be accepted to the position.

Committees and Committee Chairs will be selected at the beginning of each school year (Fall Semester).

### **Section D. Officer Removal**

#### Section 10:

Officers can be removed for words or actions that harm the goals or public perception of the Engineers’ Council, violate university guidelines, or result in suffering for other members. They can also be removed due to repeatedly failing to complete tasks or attend meetings.

#### Section 11:

Officers can be removed from the Engineers’ Council using the following process:

1. Establishing grounds: Provide evidence to officers and advisor for the reason for removal.
2. Notifying the member: Informing the member in writing of their charges and providing them with an opportunity to defend themselves.
3. Voting: Requiring a 2/3rds vote of the student body, after hearing both the pending officer and the other executive board members.

## **ARTICLE VII. ORGANIZATION DISSOLUTION**

#### **Section A. Dissolution Requirements**

In the event that both no president and no treasurer is selected before the end of the autumn registration deadline, the organization will dissolve.

#### **Section B. Dissolution Procedures, including Assets and Debts**

In the event that Engineers’ Council is dispersed, the National Association of Engineering

Student Councils shall assume responsibility for all outstanding monetary assets and liabilities of the Engineers' Council at the time of dispersion.

## **ARTICLE VIII. CONSTITUTIONAL AMENDMENTS**

### **Section A. Amendment Process**

#### Section 1:

This Constitution may be amended at any meeting of the Council in the following manner:

- a) The proposed amendment shall be presented in writing and filed with the Secretary.
- b) The proposed amendment shall be given its second reading at the meeting following its introduction and shall be voted upon at the following meeting.
- c) A  $\frac{3}{4}$  majority vote of the members present shall be necessary for the passage of said amendment, provided that the quorum is present at the time of voting.

## **Article IX – Continuing Duties of Council**

#### Section 1:

To assist the College of Engineering or Knowlton School of Architecture in any function for which Council's assistance is requested.

#### Section 2:

To initiate committees and functions required to better achieve the goals of Council as stated in the Preamble of this Constitution.

#### Section 3:

To actively encourage and coordinate activities between the student organizations and the College of Engineering and the Knowlton School of Architecture.

#### Section 4:

To facilitate communications between the student organizations and the Colleges of Engineering and Knowlton School of Architecture.

#### Section 5:

To represent The Ohio State University, the College of Engineering, and Engineers' Council at the National Association of Engineers' Student Council Conferences. To select a council officer or member to serve as a liaison for the National Association of Engineers' Student Councils to represent The Ohio State University's Engineers' Council at all mandatory meetings.

#### Section 6:

To ensure the orderly distribution of available funds to the appropriate student organizations.

## **Article X – Meetings**

### **Section 1:**

Regular meetings of the Council shall be held in alternating weeks during the Fall and Spring semesters. Special meetings may be called by the President or upon request of five members of the Council. Regular meetings may be omitted at the discretion of the President, unless overruled by a 2/3 vote of the members present.

### **Section 2:**

Quorum at all regular body meetings shall be 50% of the total membership of representatives at the meeting.

## **Article XI – Fund Requests**

### **Section 1: Purpose**

Funding provided by Engineers' Council is to promote and support the academically spirited financial needs of engineering and architecture related student organizations and project teams and to support the mission of the OSU College of Engineering: The mission of the College of Engineering is: We create, transfer and preserve knowledge in the disciplines of engineering and architecture for the purpose of enhancing economic competitiveness regionally, nationally and globally.

### **Section 2: Eligibility**

A student organization or project team wishing to request funds from Engineers' Council must satisfy the following eligibility requirements:

- a) Must be part of Engineers' Council, have active status with the Ohio Union Office of Student Life, and be in good standing with the College of Engineering.
  1. Organizations must be in good standing with the College of Engineering by the third meeting of the academic year or they will be unable to fund request for that year.
- b) Must have one voting representative (excluding Engineers' Council Officers) in attendance at all meetings in order to make a request. One excused absence will be allowed per semester. Organizations must have good attendance for two sequential semesters in order to request. Additional absences will result in loss of voting privileges for that organization for that semester and the semester following the one with the additional absences.
  1. Attendance will be uploaded to the Engineers' Council website within a few days of each meeting. Organizations who disagree with the attendance from a meeting must contact the Secretary by the following regular body meeting. Once the following regular body meeting takes place, attendance from the previous meeting will be final.
- c) Funds can only be requested once per year by a team or organization.

### **Section 3: Value of Funding that may be Requested**

Engineers' Council funding requests are based on the number of volunteer hours each

requesting organization acquires each semester. The maximum number of hours that can be requested and dollar amount per hour will be decided each calendar year by the Executive Board. The annual budget will be presented and a maximum number of hours and dollar amount per hour will be decided during the first three meetings of fall semester. What constitutes a volunteering can be found below:

- a) Volunteering hours must be from a College of Engineering or Architecture related event approved by the executive board.
- b) An organization can earn volunteer hours for volunteering at their own event. However, there is a cap.
  - 1. Can only earn up to 40% of total event volunteer hours
  - 2. Total volunteer hours need to be reported before an event can be E-Council approved

#### Section 4: When Requests Occur

Funding requests shall take place each semester during the academic year, not including summer, and occur in the following manner:

- a) Organizations requesting funds in a given semester must notify the Treasurer of the amount they intend to request by the date set by the E-council Officers.
- b) Organizations requesting funds will prepare a presentation based on the template provided by E-council. The presentation will be submitted to the Funding Request Committee at the meeting prior to the funding request meeting. Student teams or organizations making funding requests shall also be prepared to provide detailed budgets of their current and previous annual income and expenses. In addition, receipts totaling at least the amount of funding provided to the organization by Engineers' Council from the organizations previous fund request must be presented to the current Treasurer. Photocopies of the receipts will be accepted. These items will then be reviewed by the Funding Request Committee for approval of the request.
- c) A Funding Request Committee, consisting of Engineers' Council officers and any regular members of Engineers' Council interested, shall meet prior to the next regularly scheduled meeting to create a proposal concerning the funding requests to be to be presented at the following regularly scheduled meeting.
- d) The proposal created by the Funding Request Committee meeting shall be presented to Engineers' Council for action.

(Note: If the requesting organization or student team is unable to provide documentation of their previous fund use, a meeting of the organization's representatives and the Executive Board will take place. In this meeting the organization will be given the opportunity explain

why they do not have the receipts and explain how they used the funds. The Executive Board will then make the decision as to if the organization will be able to request funds.)

#### Section 5: Official Request / Presentation

Items to be included in the official fund request presentation are listed below:

- Detailed request (what, how, when, why)
- Financial information (Engineers' Council funding that the request is being made for should be included in the following)
  - Estimated income and donations shown graphically with sources and percentages
  - Actual income and donations at time of request
  - Estimated expenses shown graphically
- Contributions to Engineers' Council during previous 12 months
  - Engineers' Council meeting attendance record
  - Engineering Expo volunteer hours
  - E-Week contributions and participation
  - Engineers' Council officers from organization or team

#### Section 6: Completion of Fund Requests

Once all fund requests are final, all hours reset to zero. If an organization is unable to request for all of their hours due to limitation by the percent of budget that Engineers' Council's funds represent, the hours still reset to zero.

#### Section 7: Engineering Expo Funding

Funding may also be secured as a result of work performed during the Engineering Career Expo:

- a) This funding is separate from funding given as per request. The hours gained during this work shall not be included in volunteer hours counted for said funding request.
- b) A contract supplied by the Expo Coordinator must be signed and submitted to the coordinator as a promise to fulfill the responsibilities required by the position.
- c) Rates of pay for work performed shall be coordinated with ECS and adjusted appropriately for the number of hours performed.
- d) This funding shall only be offered for work performed during the working hours of the Engineering Career Expo and is provided as incentive to insure adequate help to properly conduct Expo. The number of positions available will be determined by the number of registered volunteers per shift and implemented appropriately to meet said goals.
- e) This funding may only be paid to student organizations within the College of Engineering or Knowlton School of Architecture. Preference will be given to organizations that are active

with Engineers' Council but active standing within the Council is not required to be eligible.

## Section 8: Governance of Policies

The Engineers' Council Vice President will govern the policies set out in Article XI of this document. The Secretary and Treasurer will assist the process by providing attendance and financial eligibility, respectively. The Director of Finance will assist in the needs of the Vice President and Treasurer.

## **Article XII – Member Conflict of Interest**

Engineers' Council members commonly have a range of professional and personal associations with and interests in other entities. The term members, in this amendment, applies to both general body members and members of the Executive Board. To assure the Engineers' Council's many constituents of the integrity of its endeavors, members should avoid situations in which such associations or interests could compromise or reasonably appear to compromise academic values or the Engineers' Council's business decisions. Accordingly, it is the policy of the Engineers' Council that members shall act in a manner consistent with their responsibilities to the Council and avoid circumstances in which their financial or other ties to outside entities could present an actual, potential, or apparent conflict of interest ("conflict of interest") or impair the Engineers' Council's reputation.

No policy statement can address specifically every conceivable situation that might entail a conflict of interest. As a general principle, members should avoid any actions or situations that might result in or create the appearance of using their association with the Engineers' Council for private gain, according unwarranted preferential treatment to any outside individual or organization, losing independence or impartiality, or adversely affecting the Engineers' Council's reputation or public confidence in its integrity.

### a) Presumed conflicts of interest

For purposes of this policy, a conflict of interest is presumed to arise when the Engineers' Council has or is considering a transaction or other business relationship with a company, a member, or a student organization (defined to include past, current, and potential members) or with an outside entity in which the member has a material financial interest. A financial interest is presumed to be material if it entails a position of real or apparent authority in the outside entity, such as director, officer, member, or partner.

A member is not deemed to have a material financial interest in a publicly-traded entity by reason of an investment in that entity by another publicly-traded entity, such as through a mutual fund, of which the member does not control investment decisions.

### b) Disclosure of financial interests

A member who has a known material financial interest in a pending or proposed transaction or business arrangement involving the Engineers' Council shall promptly disclose to all members of the Executive board the existence of the interest and other material information that the member may have regarding the transaction or arrangement.

c) Determination whether conflict of interest exists

If a conflict of interest is disclosed to the Executive Board (for example, where a member becomes aware of a possible conflict of interest during or just before a meeting of the Executive Board), unless the interested member elects recusal, the Executive Board shall decide whether a conflict of interest exists. In the event where a member from the Executive Board is the member in question, the disinterested members of the Executive Board will determine whether the financial interest gives rise to a conflict of interest. If one or more members of the Executive Board feels that a conflict of interest exists, the conflict of interest must be considered further. If it is determined that no conflict of interest exists, the interested member(s) may (re)join the meeting and participate fully in the discussion of and vote on the proposed transaction or arrangement.

d) Consideration of matters involving conflict of interest

If the Executive Board determines that a member has a conflict of interest in a matter before the Executive Board, the Executive Board may permit the interested member to make a presentation regarding the matter, but the interested member shall be required to leave the meeting prior to the discussion of, and the vote on, the proposed transaction or arrangement. The Executive Board shall approve the transaction or arrangement only upon a finding, by a majority vote of the disinterested Executive board members, that the transaction or arrangement is in the Engineers' Council's best interest, is for the Engineers' Council's benefit, and is fair and reasonable to the Engineers' Council. In the event that 3 or more members of the Executive Board are involved in the conflict of interest or in the event that the vote amongst the disinterested Executive Board members is tied, the issue must be voted on by the entire general body of the Engineers' Council at the next general body meeting. The interested members may make a 2-minute presentation about the proposed transaction and the conflict of interest prior to the vote and a 2/3<sub>rd</sub> majority vote of the quorum is required for the vote to pass and for the transaction to be approved. The Executive Board may engage such consultants, as it deems necessary or useful to assist its determination of these issues.

e) Record of proceedings

Whenever the Executive Board holds a meeting at which a member's financial interest in a matter is disclosed, a determination regarding the existence of a conflict of interest is made, or a transaction or arrangement with respect to which a member has a conflict of interest is considered, the Executive Board's consideration of these issues shall be reflected in the minutes of the meeting.

f) Gifts

Members shall not encourage or accept gifts, favors or gratuities, for themselves or their student organization members, from any individual or entity that to the member's knowledge has, or seeks to have a business relationship with the Engineers' Council, aside from company promotional items.

g) Appropriation of Engineers' Council opportunities

If a member becomes aware of a business, investment, or other potentially valuable opportunity that rightfully belongs to the Engineers' Council, and not to the member individually or another entity with which the member is affiliated, the member shall bring the opportunity to the attention of the Executive Board.

h) Confidentiality

Members may not use confidential information acquired as a result of service to the Engineers' Council for any purpose unrelated to Engineers' Council business, or provide such information to any third party, without the consent of the Executive Board. Wrongful use of Engineers' Council information includes, but is not limited to, use or disclosure of information to engage, invest or otherwise participate in any business, project, venture, or transaction other than through the Engineers' Council.

i) Actions not void or voidable

No transaction or action undertaken by the Engineers' Council shall be void or voidable or may be challenged as such by an outside party, by reason of having been undertaken in violation of this policy or the principles set forth herein.