PLM Europe

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By-Laws of PLM Europe User Group

www.plm-europe.org

Article § 1

§ 1.0 Name:

Under the name, PLM Europe User Group, hereinafter referred to as the User Group, an association was organized

§ 1.1

The designated area of the User Group includes……..

Article § 2

Purpose

§ 2.0 The principal purposes of the User Group are:

§ 2.0.1

To advance the effective utilisation of UGS computer software manufactured and/or marketed by UGS Inc. and or its subsidiaries, hereinafter referred to as UGS, by promoting the interchange of information and their use.

§ 2.0.2

To provide an effective and independent forum of discussion and information exchange for UGS users.

§ 2.0.3

To bring user concerns to the attention of UGS

§ 2.0.3.1

To enable UGS users to combine together to exert their influence on the development of UGS products and services

§ 2.0.4

To represent the interests of all users of UGS products or services

Article § 3

Membership

§ 3.0 Members

§ 3.0.1 Voting Members

All companies, organisations or institutions whose business address is within the designated area are eligible for voting membership, provided however, that each company, organisation or institution owns, leases or has on firm order UGS software and has paid any fees appropriate at the time.

§ 3.0.2 Non-Voting Members

All persons whose business or home address is within the designated area who have a bona-fide interest in the activities of User Group are eligible for non-voting membership status, on payment of the appropriate fee.

§ 3.1 Dues and Fees

Although no membership fee is charged, fees may be levied for services and/or activities provided to participating members. These fees are in the form of the charges associated to attending the annual PLM-Europe event.

§ 3.2 Rights and Responsibilities of Members

§ 3.2.1

Each voting member's representative shall have the right to stand for election to the User Group Executive Committee.

§ 3.2.2

Each member shall have the right to participate in all activities duly authorised by the User Group Executive Committee and to receive publications and programs published or maintained by the User Group.

§ 3.3 Termination of Membership

§ 3.3.1

Any member who fails to abide by these By-Laws or the administrative policies of User Group my have his rights terminated or suspended by a majority vote of the User Group Executive Committee. Suspension or termination shall thereafter be carried out in accordance with procedures established by the User Group Executive Committee.

Article § 4

§ 4.1 User Group Responsibilities

§ 4.1.1

The User Group shall be governed by an Executive Committee which shall be composed of elected members. The executive committee shall carry out the business of the User Group.

§ 4.1.2

The User Group shall meet at least once annually at a place designated by the Executive Committee. Written notice of all User Group meetings shall normally be issued to all members

§ 4.1.3

The Executive Committee shall develop procedures and policies to enable the orderly operation of the User Group and take all reasonable actions to comply with all provisions of such policies and procedures, its By-Laws, agreements and licenses.

§ 4.1.4

The User Group shall have the right to organise Special User Group, SIG, upon petition of its members and shall support such activities within its budget.

§ 4.1.5

The Business Manager (secretary and finance) shall be responsible for administering, collecting and co-ordinating requests from members.

§ 4.1.6

The User Group shall maintain and update a membership list and control the use of the membership list in accordance with User Group policy and good business practice.

$ 4.1.7

The Executive Committee shall interpret these By-Laws.

§ 4.2 – Special Interest Groups

§ 4.2.1

Application for SIG status in the User Group shall be made to the Executive Committee. Approval for such groups shall be based on the function and interest that such group shall perform. In the event the application is approved, the SIG shall be under the jurisdiction of the Executive Committee.

§ 4.2.2

The Executive Committee shall identify and define the scope and obligation of each SIG under its jurisdiction.

Article § 5

User Group Executive Committee

§ 5.0 Composition:

§ 5.0.1

The executive committee shall consist of the following voting member:

A Chairman
A Vice Chairman
A Technical co-ordinator
A Business manager (includes secretary and finance manager)

Three ordinary members

§ 5.0.2

Members elected to the Executive Committee shall be elected by the voting membership from the total membership.

§ 5.0.3

The Executive Committee may co-opt members to non-voting membership of the executive committee. The number of co-opted members shall not exceed one third of the voting membership of the executive committee.

§ 5.1 – Duties of the Executive Committee

§ 5.1.1

The executive committee shall carry out the business of the User Group including but not limited to: -

§ 5.1.1.1

Representing its members with respect to User Group activities and pursuing the purpose of User Group.

§ 5.1.1.2

Establishing other committee and groups necessary to implement Executive Committee decisions and policies.

§ 5.1.1.3

Preparing a user Group budget and administer and disburse User Group funds in accordance with procedure established by the Executive Committee.

§ 5.1.1.4

Assuring as far as reasonable the compliance by members with all the provisions of these User Group By-Laws and written User Group administrative policies.

§ 5.1.1.5

Receiving applications from members for forming new groups, reviewing such applications and determining the disposition of such applications.

§ 5.1.1.6

Establishing procedures for the orderly operation of the User Group in such areas as information exchange, use of funds and User Group activities.

§ 5.1.1.7

Proposing User Group By-Laws and amendments thereto and establishing proper procedures relating to the election of members to the User Group Executive Committee.

§ 5. 2 Election and Term of Executive Committee Members

§ 5.2.0 Election

The election of the committee members should take place every 2 years.

Procedure:
All registered User attendees are allowed to elect. No Partner no UGS are allowed to take part in the election process.
A minimum of 30 % of registered attendees must be present for the election.
A person from the audience must be elected as election leader first.
Only 1 member per country / product should be on the committee.
Candidates, who are interested to become member of the committee can show up and introduce them self with 1 or 2 sentences.
If there are more than 1 candidate for a country – the audience will then do the casting vote –
All committee members can be re-elected if the audience vote for.
The person who will get the most votes is then elected for 2 years.
The committee then will have an internal election for the Chairperson and Vice Chairperson.

§ 5.2.1 Term

Except for the fulfilling of vacancies as provided in article 5.4.1 each elected member of the user group executive committee shall have a term of office not exceeding two (2) years. Each member may run for additional terms.

§ 5.2.2

Members co-opted under either 5.0.2 or article 5.0.3 shall retire at the next following User Group General Meeting.

§ 5.3 User Group Executive Committee Member Qualifications

§ 5.3.1

A member of the User Group Executive committee must be a member in good standing and must remain in good standing during his tenure as a member of the User Group Executive Committee.

§ 5.3.2

A candidate for elected membership of a user Group Executive Committee must be nominated and seconded by voting members.

§ 5.4 – Vacancies in Office

§ 5.4.1

In the event of a vacancy, for any reason whatsoever, occurring on the user Group Executive Committee, the User Group Executive Committee shall have the power to co-opt to fill the vacancy or not as it desires. The selected individual shall serve until the next Annual General Meeting.

§ 5.5 – Quorum

§ 5.5.1

One half of the executive committee shall be present for the purposes of transacting business and validating votes at any duly convened meeting of the executive Committee.

§ 5.6 Action By majority Vote

§ 5.6.1
Except as otherwise indicated in these By-Laws a majority vote of the members of the user group Executive Committee in attending at a Executive Committee Meeting at which a quorum is present shall be sufficient to approve matter.

§ 5.7 Chairman

§ 5.71.

The Chairman's duties shall include:

§ 5.7.1.1 - Presiding at meetings

§ 5.7.1.2

Acting on behalf of the Executive Committee between meetings and fully reporting such actions to the next duly convened meeting – of the Executive Committee.

§ 5.7.13

The Vice Chairman - see all chapters under § 5.7

§ 5.8 – Business Manager (Finance Manager and Secretary)

§ 5.8.1 –Finance

The Business Manager shall be responsible for collection any fees due.

§ 5.8.2

The Business Manager shall be responsible for the preparation of Annual Accounts for the User Group Meeting.

§ 5.8.3

The Business Manager shall be responsible for all financial activities within the User Group.

5.8.4 – Secretary – Administration

The duties of the Secretary shall include:

a) provide a recording for all meetings and transactions of the User Group
b) maintaining liaison with User Group Member for the purpose of communication, co-operation and dissemination of information.

Article § 6

§ 6.0 – Finance

§ 6.0.1 General

The User Group shall operate as a not for profit organisation. It shall be financed from income from activities and / or services provided to its members.

§ 6.1 User Group Financing

§ 6.1.1

The executive committee shall prepare an Annual Budget.

§ 6.1.1.1

The User Group Budget shall include, at least, estimated revenues from the User Group activities and services among its members and expenses for its meetings, publications, SIG's, travel to meetings and other activities.

§ 6.1.1.2

Fund for services and / or actives generated in excess of the agreed revenues in the budget may be allocated in accordance with the endorsement of the majority vote of the Executive Committee.

§ 6.1.2

All financial planning and budgeting shall be based on a fiscal year commencing on each January 1st.

§ 6.1.3

The Executive Committee shall establish a User Group bank account into which all revenues shall be paid.

Article § 7

§ 7.0 Meetings

§ 7.0.1

The User Group or any of its SIG's may organize official User Group meetings on general or specific subjects. Each such meeting must either be self-supporting and self-financed, or have been approved by the Executive Committee.

§ 7.0.2

There shall be each year at least one ordinary General Meeting, of the members designated the Annual General Meeting of the User Group called at a place within Central Europe.

§ 7.0.3

An extraordinary meeting shall be called by written notice sent to all members normally two months in advance.

§ 7.1 Annual General Meeting

§ 7.1.1

At the Annual General Meeting there shall be presented a report to all members identifying the assets and liabilities of the User Group, an account of the policies of the User Group Executive Committee and its conduct for the past year.

§ 7.1.2

The Annual General Meeting shall consider the election of the User Group Executive Committee and other general matters not delegated to the User Group Executive Committee.

§ 7.1.3

At the Annual General Meeting, the user group voting members shall vote to approve the actions of the user group Executive Committee, or, if not appropriate, shall propose such actions as will allow approval to occur.

§ 7.2

A Quorum for any ordinary or extraordinary meeting of the General Assembly for the purpose of transacting business and validating votes shall be 33 % of the voting members who are authorized to attend such a meeting.

§ 7.3

Except as otherwise indicated in these By-Laws and providing a quorum is present, a majority vote shall be sufficient to approve the matter. Rules shall be established for tie votes, secret ballots, and other procedural matters.

Article § 8

Amending By-Laws/Dissolution

§ 8.0 Amending User Group By-Laws

§ 8.0.1

Amendments to the User Group By-Laws, including dissolution of the User Group, must be approved by affirmative vote of two-third of the votes cast.
All voting members must have the opportunity to vote.

§ 8.0.2

A ballot on an amendment of the User Group By-Laws may be initiated either by the Executive Committee or by petition of six of the voting members.

§ 8.1

If a dissolution of the User Group is adopted, the assets of the User Group shall be disbursed to a nominated charity that will be specified by the Executive Committee at an emergency meeting.

Article § 9

Implementation

§ 9.0.1

These By-Laws shall become effective on the affirmative vote of a majority of members of the organisations present and voting at a General Meeting.

§ 9.0.2

All members of the User Group, at the time of adoption of these By-Laws shall become, without further application, member of the User Group.

§ 9.0.3

The Executive Committee of the User Group, at the time of adoption of these By-Laws shall become the Executive Committee of the User Group, but shall retire at the next following Annual General Meeting.

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