

BYLAWS

LOS ANGELES SECTION

AMERICAN SOCIETY OF CIVIL ENGINEERS

(Revised 1995)

ARTICLE I

DUES

- Section 1. There shall be no initiation fee.
- Section 2. The annual dues of all subscribing members shall be the amount as shown in Section 4 below which shall have been determined by a majority vote of members of the Los Angeles Section Board of Directors (Section Board) present.
- Section 3. The following membership definitions have been adopted by the Section:
- (1) **Assigned Member** - any member of ASCE National who resides or maintains a home address within the geographical boundaries of the Section.
 - (2) **Subscribing Member** - any member of the ASCE National who subscribes to the Constitution and Bylaws of the Section and whose Section dues are current or who is granted a Section dues exemption by virtue of Life Member status, or because of special membership conditions granted by ASCE National (Bylaws - Article I, Section 6).
 - (3) **Nonsubscribing Member** - any member of the ASCE National who is assigned but does not become an active member of the Section.
 - (4) **Branch Member** - a member of any organized regional Branch of the Section.
 - (5) **Technical Group Member** - a member of any organized technical group of the Section.
- Section 4. The annual dues for the seven categories of subscribing members of the Los Angeles Section (the Section) shall be due and payable on January 1st of each calendar year and delinquent on June 1st of that year as outlined below:

Subscribing

			Non-Branch Members within the Los Angeles Branch <u>Basin</u>	Subscribing Branch <u>Members</u>
a.	Category 1	Associate Member	\$25.00	\$20.00
b.	Category 2	Member	\$30.00	\$25.00
c.	Category 3	Student Member	\$ 3.00	\$ 3.00
d.	Category 4	Fellow Member	\$36.00	\$30.00
e.	Category 5	Honorary Member	\$ 0*	\$ 0*
f.	Category 6	Affiliate Member	\$30.00	\$25.00
g.	Category 7	Life Member	\$ 0*	\$ 0*

*It is the request of the Section Board that members in these categories consider voluntary payment of all or part of the category dues appropriate to their membership grade.

Section 5. A subscribing member whose annual dues are delinquent on June 1 shall not be allowed the privileges of subscribing membership after that date until such time as their subscribing membership is reinstated.

Section 6. The Section Board shall require payment of a prorated share of the annual Section dues of any subscribing member who joined the Section after January 1st of any given year in accordance with the national dues payment procedures established by Headquarters of the American Society of Civil Engineers (ASCE National).

Section 7. The Section Board shall make the payment of Section dues optional on the part of any subscribing member for the period during which due to special membership conditions the subscribing member may not be required to pay dues to ASCE National under the Constitution of ASCE National.

ARTICLE II

OFFICERS, TERMS AND VACANCIES

Section 1. The officers of the Section shall be a President, a President-Elect, four Vice Presidents, a Secretary, and a Treasurer, the Junior Past President and the Senior Past President.

Section 2. The President-Elect shall assume the office of President at the conclusion of the serving President's term. The President-Elect, is elected annually. The Professional Vice President, Member Services Vice President, Education Vice President, Technical Groups Vice

President, Secretary and Treasurer are elected for 2-year terms. Regular terms shall begin at the Installation of Section Officers Meeting and continue until successors are officially appointed or installed in accordance with the policies and procedures set forth in Article III of these Bylaws.

Section 3. A vacancy in the office of President shall be filled by the President-Elect. A vacancy during the regular term of office of President-Elect shall be filled by the Professional Vice-President. Other unscheduled vacancies of Section officers shall be filled for the unexpired term through appointment by the Section Board. A vacancy shall exist if the officer resigns, dies, is recalled, moves their permanent residency outside of the Los Angeles Section area, or in the opinion of the Section Board is unable to fulfill the duties of the office by reason of their temporary residency, incapacity, or lack of performance.

Section 4. No subscribing member shall serve consecutive terms in one elected office.

ARTICLE III NOMINATION, ELECTION AND RECALL OF OFFICERS

Section 1. The Section shall have a Nominating and Awards Committee that is appointed by the President and begins its activities on January 1. Each year the Nominating and Awards Committee shall select one or more subscribing members as nominees for each Section office listed in Article IV of the Section Constitution. The Section offices shall be filled by general election for the ensuing year and The Committee shall secure each nominee's prior consent to serve if elected. The Committee shall report to the Secretary on or before March 1 the names of the subscribing members nominated. At the first regular Section Board meeting after March 1, the Secretary shall announce the names of the nominees to the Section Board. On or before April 10, the Secretary shall mail to each subscribing member an announcement of the nominees and may also announce the names of the nominees to the Section at a general Section meeting if a general Section meeting is held between March 1 and April 10. Publishing the nominees in the Section Newsletter shall satisfy the notification requirement if the Newsletter is distributed on or before April 10.

Additional nominations for each office to be filled may be made by a petition signed by not less than fifty (50) subscribing members of the Section provided that such petition is accompanied by a written acceptance of the nomination by the nominee and is filed with the Secretary prior to May 1.

If no petitions are received under this procedure and not more than one nominee is presented for each office to be filled, the persons nominated shall be deemed to be elected to each office unanimously by general election. If more than one nominee is presented for any office to be filled, the Secretary shall conduct a general election. Ballots are to be prepared reflecting in alphabetical order the selections of the Nominating and Awards Committee for all offices to be filled and the names of the candidates nominated by petition. Additional space shall be provided under each office for which an officer is to be elected so that subscribing members may write in the names of any other eligible candidate for whom they wish to vote. These ballots shall be mailed to each subscribing member not later than May 15. Those ballots returned to the Secretary not later than noon, June 1, or if received by mail, postmarked not later than noon, June 1, shall be canvassed by the Audit Committee not later than June 8.

Any candidate who on the first ballot received a majority of all the votes cast for that office shall be deemed elected. If no candidate for an office receives a majority of all the votes cast for that office, the Secretary shall mail to each subscribing member no later than June 15 a final ballot containing only the names of the two candidates receiving the highest number of votes for each office still unfilled.

Those final ballots returned to the Secretary not later than noon, June 23, or if received by mail postmarked not later than noon, June 23, shall be canvassed by the Audit Committee not later than June 30. The candidate receiving the highest number of votes cast for any office shall be deemed elected to that office. In the event of a tie on the final ballot between two candidates for the same office, the Section Board shall, at their earliest opportunity, cast a secret ballot to determine which candidate shall be deemed elected.

The Secretary shall keep on file a tabulation of all ballot results.

Section 2.

All ballots for election of officers shall be forwarded to the Secretary on forms and in envelopes provided by the Secretary for that purpose. Each ballot shall be returned in two envelopes, the inside envelope being without any distinguishing mark and the outside envelope bearing the signature or printed name of the voting subscribing member. If either signature or printed name is lacking, the ballot shall not be counted.

Section 3.

The Chairman of the Audit Committee shall announce the results of the election at the next regular Section meeting, and shall submit the

results to the Newsletter Editor for publication in the Section Newsletter.

Section 4. In the event the Section Board appoints an officer in accordance with Article II, Section 2 of these Bylaws, a special election may be called within sixty (60) days of the announcement of such appointment to fill the unexpired term of that office upon request of at least fifty (50) subscribing members of the Section. Said requests shall be submitted within thirty (30) days of announcement of appointment and shall include the name and acceptance of a nominee. The election shall conform with the general election procedure as outlined in Article III, Section 1, of these Bylaws.

Section 5. If a candidate receiving a majority of the votes is unable to take office, the Nominating and Awards Committee shall nominate, within thirty (30) days after the Section Board is notified that such a vacancy will exist, one or more subscribing members to fill said vacancy. An election to fill such vacancy shall then be held conforming with the general election procedure as outlined in Article III, Section 1 of these Bylaws. If necessary, the Section Board may appoint a subscribing member to fill the vacancy arising therefrom and such appointee shall serve until the elected candidate has been installed.

Section 6. To initiate the recall of an officer, a petition for recall signed by one hundred (100) subscribing members of the Section shall be submitted to the Section Board. Upon determination by the Audit Committee of the validity of the recall petition, and within thirty (30) days of its receipt, the Section Board shall instruct the Secretary to mail to each subscribing member a ballot on which is stated, "Shall (Name of Officer) be recalled from the office of (Name of Office)?" The ballots shall be returned to the Secretary within fourteen (14) days after mailing or if received by mail postmarked within fourteen (14) days after mailing and shall be canvassed within twenty-one (21) days after mailing. Canvassing and the announcement of the results of balloting shall be as prescribed in Article III, Sections 2 and 3 of these Bylaws. If a majority of the subscribing members voting vote in favor of recall, then the tenure of the officer shall terminate as of the date the ballots are canvassed.

ARTICLE IV MEETINGS

Section 1. An annual Section meeting shall be held in accordance with Article V of the Section Constitution.

Section 2. The subscribing members in attendance shall constitute a quorum for transacting business at a meeting of the Section.

Section 3. Additional Section meetings in addition to the annual meeting may be held at the discretion of the Section Board within the Section boundaries at times and places determined by the Section Board. Notices of section meetings shall be mailed to all subscribing members of the Section by the Secretary at their last known address not later than ten (10) days prior to the designated meeting or may be printed in the Newsletter or a publication approved by the Section Board.

Section 4. A special meeting shall be held within thirty (30) days following receipt by the Secretary of a special meeting request in writing signed by not less than fifty (50) subscribing members of the Section. The time and place of such special meeting shall be designated by the Section Board. Notice of the time, place and program or purpose of all special Section meetings of the Section shall be mailed to each subscribing member at their last known address not later than ten (10) days prior to the meeting.

Section 5. The Section Board shall meet as often as the President determines is necessary to transact the affairs of the Section. All meetings of the Section Board, except Executive sessions, shall be open to all subscribing members who shall be entitled to be heard. Eight (8) members shall constitute a quorum of the Section Board and a majority vote of the Section Board members present shall be sufficient to take action.

Section 6. The current edition of Robert's Rules of Order Revised shall govern the conduct for meetings of the Section, the Section Board, self-governing units and all committees. The President-Elect shall be the Section Parliamentarian and a decision by the President-Elect on any matter of procedure before the Section Board shall be final.

ARTICLE V BOARD OF DIRECTORS

Section 1. The governing and management of the Section shall be vested in the Section Board.

Section 2. The Section Board shall consist of the members listed in Article IV of the Constitution. (see Figure 2, the Section Organization Chart, in the Policy and Procedures Manual.)

Section 3. The Section Board shall be responsible for the management and control of the property of the Section.

Section 4. The Section Board shall oversee the preparation of the Annual Report which shall be submitted to ASCE National in accordance with ASCE National published requirements.

Section 5. The Section Board shall prescribe, oversee and coordinate the activities of the standing and ad hoc committees.

Section 6. The Section Board shall perform all administrative functions of the Section not otherwise delegated in the Bylaws.

ARTICLE VI SUBSIDIARY ORGANIZATIONS (self governing units)

Section 1. Formation of subsidiary organizations shall be subject to the approval of the Section Board and shall be in compliance with all requirements which have been established by ASCE National. Bylaws of subsidiary organizations shall be approved by the Section Board before becoming effective.

Section 2. Subsidiary organizations may be, but are not limited to, Branches, Younger Member Forum and technical groups. Names of subsidiary organizations shall be as set forth in the Rules of Policy and Procedure of ASCE National.

Section 3. Branches of the Section shall be created in accordance with the following requirements:

- (a) Those proposing a new Branch shall demonstrate in writing the advantages to members in the area gained by formation of a new Branch.
- (b) A petition containing a minimum of 15 signatures of subscribing Section members residing in the area shall be submitted through the Section to the ASCE National Committee on Sections and District Councils.
- (c) A proposed Branch area shall contain a minimum potential of 30 members of the ASCE.
- (d) A proposed Branch must have distinct boundaries by Zip Code stated in the petition.

Section 4. Technical groups shall be created in accordance with the following requirements:

- (a) Those proposing a technical group shall submit a statement to the Section Board with the name, objectives, officers and brief comments on the advantages to members in the area gained by having such a group.
- (b) Not less than twenty (20) subscribing members of the Section may form a group.
- (c) Approval must be obtained from the Section Board to activate the new technical group.
- (d) All technical group members must be subscribing members of the Section.

Section 5. Younger Member Forums and other subsidiary organizations shall be created under the procedure outlined in Article VI, Section 4, of these Bylaws.

Section 6. Each subsidiary organization shall submit an annual budget and financial statement to the Section Board for approval.

Section 7. Each subsidiary organization President or Chairman shall submit an annual written report to the Section Board on the activities and programs of their organization. This annual report, including a financial statement, shall be suitable for incorporation into the Section's Annual Report. See Article V, Section 4, of these Bylaws.

Section 8. Each subsidiary organization shall hold a minimum of three events per year. Any subsidiary organization that does not maintain the minimum activity level for two successive years, or does not have the minimum subscribing members on its rolls set forth in their Bylaws, shall be automatically disbanded. Assets of a disbanded subsidiary organization shall be assumed by the Section.

ARTICLE VII ASSETS OF THE SECTION

Section 1. All assets of the Section shall be held in the name of the Section and shall be the responsibility of the Section Board.

Section 2. All expenditures and commitments for expenditures must be approved by the Section Board.

Section 3. The fiscal year of the Section shall be the same as that prescribed by ASCE National.

Section 4. The Section Board shall commission the Audit Committee, who may employ the services of a professional consultant, to conduct the annual audit of the financial records of the Section.

ARTICLE VIII POLICY AND PROCEDURE MANUAL

Section 1. The Section Board shall adopt a Policy and Procedure Manual (The Manual) for the implementation of the Bylaws and the administration of the Section.

Section 2. The Manual shall be reviewed annually and amendments considered by the Section Board.

Section 3. In case of conflict between the Bylaws and The Manual, the Bylaws shall prevail.

Section 4. Specific duties of the Section officers shall be specified in The Manual.

ARTICLE IX REGIONAL COUNCILS

The Manual for the Section shall include the policies for representation on the governing board of the regional councils and these policies must be consistent with the membership rules for the regional councils.

ARTICLE X COMMITTEES

Section 1. The Section Board may establish or disband committees as is from time to time deemed necessary.

Section 2. All active standing committees shall be set forth in The Manual for the Section.

ARTICLE XI AMENDMENTS

Section 1. At any meeting of the Section Board, a quorum being present, the Section Board by a two-thirds vote of members present, may amend these Bylaws provided that a written notice of such proposed amendment shall have been given at a previous meeting of the Section Board. Further, the Secretary shall have mailed a copy of such proposed amendments to each member of the Section Board and shall have advised the subscribing members in writing of the proposed amendment at least thirty (30) days in advance of the Section Board meeting at which action thereon is to be taken. Publishing the proposed amendments in a publication approved by

the Section Board, such as the Section Newsletter, so as to reach the subscribing members thirty (30) days in advance of the Section Board meeting where the vote will be taken, shall satisfy the notification requirement.

Section 2. A proposed amendment to these Bylaws may be presented in writing to the Section Board on a petition signed by at least fifty (50) subscribing members of the Section. Upon determination of the validity of the petition by the Section Board, the petition and the amendments shall be read at the next meeting of the Section Board. Two weeks thereafter the Secretary shall mail to each subscribing member a ballot upon which shall be set forth the proposed amendments together with such pertinent printed material as has been provided. Said ballots shall be canvassed by the Audit Committee during the fourth week thereafter.

Section 3. Amendments to these Bylaws shall not be effective until approved by the ASCE National Committee on Sections and District Councils.

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