

**CITY OF SAN JOSE
ASSOCIATION OF ENGINEERS AND ARCHITECTS
BY-LAWS**

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**CITY OF SAN JOSE
ASSOCIATION OF ENGINEERS AND ARCHITECTS
BY-LAWS**

ARTICLE I - NAME

SECTION A - The name shall be "ASSOCIATION OF ENGINEERS AND ARCHITECTS" (AEA/IFPTE21). AEA/IFPTE21 is a Chapter of the International Federation of Professional and Technical Engineers (IFPTE), Local 21, AFL-CIO.

ARTICLE II - GOALS and OBJECTIVES

SECTION A - To promote high standards of professionalism;

SECTION B - To promote a cooperative spirit among all employees;

SECTION C - To secure improved compensation, benefits, working conditions, management and professional recognition for its members;

SECTION D - To protect and enforce the privileges and responsibilities covered by any agreement between this Chapter and the City of San Jose.

ARTICLE III - MEMBERSHIP

SECTION A - Membership shall be limited to persons who are employed by the City of San Jose.

SECTION B - There shall be but one class of membership in the organization, regardless of religion, race, creed, color, national origin, age, gender, sexual orientation, physical or mental disability.

SECTION C - It shall be the duty of every member to uphold the goals and objectives of the Chapter.

SECTION D - Members are not permitted to use the organization's name as an endorsement for their product(s) or service(s) or for any reason(s) not specifically approved by the Board.

SECTION E - All membership lists and rosters are to be used by the members as a resource and not as a means for solicitation.

SECTION F - Any item created by a member on behalf of the Chapter is the property of the organization and not that of the individual member.

SECTION G - All membership disputes shall be settled by the most amiable means possible up to and including arbitration.

ARTICLE IV - DUES

SECTION A - Members shall pay the established dues of IFPTE21.

SECTION B - Membership status shall entitle the member to vote, hold office, and all other benefits afforded to active Chapter members.

SECTION C - An applicant shall complete and submit to the Board or IFPTE Local 21 a current "Dues Deduction and Membership Authorization" for membership.

ARTICLE V - EXECUTIVE OFFICERS

SECTION A - The Executive Officers shall consist of the elected officers: President, First Vice-President, Second Vice President, Secretary/Treasurer and Sergeant-at- Arms.

SECTION B - The duties of the President:

1. Preside at Chapter and Board Meetings of this Chapter.
2. Enforce the By-laws of the Chapter.
3. Assist all Executive Officers/Chairpersons in the performance of their respective duties.
4. Create any general and/or special committee, as applicable.
5. Supervise the conduct and the affairs of the Chapter.
6. Take such action, as in his/her judgment, will advance the best interests of the Chapter and its members.
7. Serve as a member of the Grievance Committee
8. Appoint Committee Chairpersons with Board approval.
9. Represent the Chapter as required. Be a delegate to IFPTE Local 21 Delegate Assembly.

SECTION C - The duties of the First Vice-President:

1. Preside at the Chapter and Board meetings in the absence of the President
2. Render such assistance as may be required by the President.
3. Perform any and all duties of the President in his/her absence.
4. Serve as a member of the Union Contract Committee.
5. In case of vacancy in the Office of the President, the First Vice-President shall immediately assume the office.
6. Be a delegate to IFPTE Local 21 Delegate Assembly.

SECTION D - The duties of the Second Vice-President:

1. Preside at the Chapter and Board meetings in the absence of the President and First-Vice President.
2. Render such assistance as may be required by the President.
3. Responsible for coordination, arrangements, location and assistance to the Standing and Ad Hoc Committees and the Board with scheduling and set-up for meetings and other planned events
4. Serve as a member of the Special Issues and Affairs Committee.
5. Be a delegate to IFPTE Local 21 Delegate Assembly.

SECTION E - The duties of the Secretary/Treasurer

1. Preside at the Chapter and Board meeting in the absence of the President and the Vice Presidents.
2. Distribute agendas of upcoming Chapter Meetings at least 72 hours prior to the meeting.
3. Keep minutes of Chapter and Board Meetings and publish Chapter Meeting minutes within 15 days after the meeting.
4. Serve as a member of the Membership/Communication Committee.
5. Conduct correspondence of the Chapter as required and maintain an organized file of minutes and correspondence.
6. Maintain a full and complete record of any Chapter accounts and insure that all expenditures are duly and properly authorized.
7. Prepare and submit to the Board, twice a year , a statement of the Chapter's financial account(s).
8. Assist addressing dues related issues, as required.
9. Be a delegate to IFPTE Local 21 Delegate Assembly.

SECTION F - The duties of the Sergeant-at-Arms:

1. Preserve order at all Chapter meetings
2. Ascertain the presence of a quorum at all meetings
3. Act as Parliamentarian at all meeting to address meeting procedures and move the agenda in accordance with Robert's Rules of Order.

4. Assure that a roster is taken of all members in attendance at meetings.
5. Confirm the voting eligibility of all members.
6. Assist the Membership/Committee at time of elections to confirm the voting eligibility of member.
7. Serve as a member of the Membership/Communication Committee
8. Be a delegate to IFPTE Local 21 Delegate Assembly.

ARTICLE VI -THE BOARD

SECTION A - The Board shall consist of the Executive Officers.

SECTION B - DUTIES OF THE BOARD

1. Represent the Chapter as required.
2. Establish Chapter goals and objectives.
3. Formulate policies for consideration by the membership.
4. Address and resolve Chapter issues.
5. Create public awareness of the Chapter purpose.
6. Support activities which benefit the Chapter.
7. Submit any matter to a vote of the membership at any meeting, as required.
8. Act as a conduit for professional development and career information.
9. Manage the business and affairs of the Chapter.
10. Any action, power, duty, authority and function taken by the Board, the Chapter members, and Executive Officers shall be in conformance with these By-laws and those of IFPTE Local 21.
11. Other duties as applicable.

SECTION C - No Board Member shall receive any compensation for his/her service except for authorized expenses incurred in connection with the activities of the Chapter.

ARTICLE VII - BOARD MEETINGS

SECTION A - At any Board meeting, attendance by fifty percent (50%) of the total number of Board members shall constitute a quorum for the transaction of business.

SECTION B - Regularly monthly meetings of the Board shall be upon notice by the President or, in his/her absence, the First Vice-President. The President, or in his/her absence, the First Vice- President, may call special meetings upon the request of any AEA Board member. Notice of Board meetings shall be given to each Board member prior to the time of such meeting, provided that attendance at any such special meeting shall be deemed to constitute a waiver of such notice.

SECTION C - For the purpose of Board business each Executive Officer shall have one vote.

ARTICLE VIII - TERM OF OFFICE FOR EXECUTIVE OFFICERS

SECTION A - The term of office of each Executive Officer, shall be for two (2) years commencing on the first day of January and completing the last day of December, following the date on which s/he is elected. The President, the Sergeant-at-Arms, and Secretary/Treasurer shall be elected in odd-numbered years to take office the first of January of an even-numbered year. The First Vice-President and the Second Vice-President shall be elected in an even-numbered year to take office the first of January of the odd-numbered year. In the instance where the President or any Board member cannot complete his/her term, a replacement shall be elected under the guidelines of these By-laws to serve the remainder of the term.

ARTICLE IX - ELECTION OF EXECUTIVE OFFICERS

SECTION A - Election of Executive Officers shall be accomplished by hand delivered ballot prepared in such a manner as to permit verification of the member's right to vote and maintain the secrecy of each member's vote.

SECTION B - At any meeting called for that purpose, held not less than thirty (30) nor more than sixty (60) days before the expiration of the terms of office of the Executive Officers to be filled, or held not more than thirty (30) days after the date on which an office of an Executive Officer becomes vacant, the members shall nominate candidates for all vacant or to-be-vacated offices.

SECTION C - At least twenty-one (21) days before the expiration of the terms of the office of said Executive Officers, or not more than ninety (90) days after the date on which a vacancy occurs in the office of any Executive Officers, the Board shall deliver, or cause to be delivered, to all members eligible to vote, a ballot containing the names of those persons so nominated.

SECTION D - A committee consisting of Officers and rank-and-file members shall coordinate all elections.

SECTION E - Election of any Executive Officers shall require that votes be received from at least one half of the eligible members voting.

SECTION F - Those persons, equal in number to the number of vacancies in the office of Executive Officers, who receive the highest number of votes, shall be deemed to have been elected to serve from the date of expiration of the terms of office of their predecessors in office.

SECTION G - A proxy may be given by any Member authorized to vote in the proxy's subject meeting. The person authorized to exercise the proxy shall be a Member. Such a valid proxy shall count toward a quorum for those items that are referenced in the proxy. The proxy must be in writing and must be submitted to the Secretary prior to its being exercised. It must contain the following information:

1. Person's name granting the proxy and signature.
2. Date for which it is valid.
3. The subjects for which it is valid.
4. The name of the person authorized to exercise it and his/her signature.

SECTION H - If a candidate or candidates running for office are unopposed or there's no major contest for an office, the Membership can hold a simple voice vote (or *viva voce*). A ballot is not required. After nominations are closed, the vote is taken on each nominee in the order in which they were nominated.

SECTION I - A recall election for any Executive Officer may be instituted by a written petition signed by 1/3 of the total membership and presented to the Secretary/Treasurer. An Executive Officer may be removed from office by resolution of the simple majority vote of the Chapter membership present at a regular Chapter meeting. Reasons for removal shall include, but not limited to the following:

1. The office of any Executive Officer shall be declared vacant if s/he is absent from two (2) consecutive meetings of the Board, provided, however, that the Board may waive the provisions of this section upon good cause being shown therefore.
2. Misappropriation of Chapter funds;
3. Failure to perform his/her duties of the office;
4. Using the name of the Chapter to actively work against an official endorsement made by the Chapter;
5. Intentional violation of any of the provisions of these By-laws.

SECTION J - Any Executive Officer vacancy shall be filled for the remainder of the term of the vacant position by a simple majority of those members voting.

ARTICLE X - CHAPTER MEETINGS

SECTION A - Regular Chapter meetings shall be held once a month on a day determined by the Board from noon to 1:00 p.m., with rare exceptions. Members shall receive a five (5) working day notice of these meetings.

SECTION B - Special Chapter meetings may be called by the Board or on the written request of twenty (20) active members. Members shall receive a five (5) working day notice of these special meetings. The only business that may be conducted at a special meeting shall be that for which it was called.

SECTION C - The President has the authority to call an emergency Board or Chapter meeting. The only business that may be conducted at an emergency meeting shall be that for which it was called.

SECTION D - At any meeting of the members, the presence of ten (10) members and three (3) Board members shall constitute a quorum for the transaction of business. In the case of an inability to obtain a quorum within a half-hour after the announced meeting time, the meeting shall be cancelled.

SECTION E - No member shall cast more than one (1) vote on any question before the membership.

SECTION F - Robert's Rules of Order shall prevail at all meetings for the regulation of discussion of issues and debates upon any matter under consideration and not in conflict with the By-laws.

ARTICLE XI - STANDING AND AD HOC COMMITTEES

SECTION A - The President, after consulting the Board, shall be authorized to appoint committees as needed to address matters of common concern to the Chapter. Such committees may include, but not limited to those established for the purpose of negotiations, grievance proceeding and review, Chapter elections, political education, membership activities, and related matters.

ARTICLE XII - APPOINTMENT OF COMMITTEE CHAIRPERSONS

SECTION A - At the time of the annual election of Executive Officers, any eligible member may submit a "Chairperson Application of Interest" for the Membership/Communications Committee Chairperson, Special Issues and Affairs Committee Chairperson, Union Contract Committee Chairperson and Grievance Committee Chairperson. Any member interested in serving as a Committee Chairperson may submit an application of interest.

SECTION B - The Committee Chairpersons shall be appointed by the President with the approval of the Board. Committee Chairpersons shall provide periodic reports of their committee's activities to the Board.

ARTICLE XIII - INFORMATION OFFICERS

SECTION A - The Information Officers (IO) serve as Union Representatives of the Chapter in the workplace. The IO endeavors to ensure a broad membership representation among departments and geographic work locations. One IO may be designated for each membership work location. The IO network shall be the responsibility of the Board.

1. IO encourage members' participate in Chapter activities
2. IO disseminate information to the membership on Chapter activities.
3. IO provide the conduit in matters of concern from the workplace to the Board.

ARTICLE XIV - GENERAL

SECTION A - No member shall either directly or indirectly participate in the deliberation or consideration of any question involving his/her pecuniary interest (except as such interest may be affected by salary or other benefits of employment by the City of San Jose). If such a question is before a meeting, the interested person shall withdraw from the meeting during such deliberations, and if such person is a member of the Board, the remaining Board members present shall, by majority vote, exercise all the powers of the Board, but only with respect to that one question. Any person who shall have withdrawn from any meeting pursuant to the provisions of this section shall be considered to be present at such meeting for the purpose of determining a quorum.

SECTION B - Copies the By-laws, and all amendments thereto, results of nominations and elections and minutes of all meetings shall be contained in the meeting book of this Chapter, together with any other papers of important historical value. These records shall be responsibility of the Secretary.

SECTION C - All notes and checks of the Chapter shall be due to be sufficient and binding upon the Chapter if signed by any two (2) of the Executive Officers. The Secretary/Treasurer is responsible for insuring that this requirement fulfilled.

ARTICLE XV - AMENDMENT OF THE BY-LAWS

SECTION A - Any proposed amendment to these By-laws shall be submitted in writing to the Board for recommendation and review. Upon recommendation and findings, the proposed amendment shall be submitted to the membership at the next regular Chapter meeting.

SECTION B - All members shall be notified of any proposed amendment at least five (5) working days prior to the meeting at which action is to be taken.

SECTION C - These By-laws may be amended by the affirmative vote of a two-thirds majority of those members present at a Chapter meeting. A quorum shall consist of a simple majority of the membership.

END OF BY-LAWS

Revised November 29, 2016