

# **SANTA CLARA COUNTY ENGINEERS AND ARCHITECTS ASSOCIATION**

## **BY-LAWS**

### **Name**

The name of this organization shall be the Santa Clara County Engineers and Architects Association (SCCEAA).

### **Goals and Purposes**

SCCEAA was formed to ensure and to promote equitable treatment of its members by the County of Santa Clara. SCCEAA is certified by the County of Santa Clara as a recognized employee organization.

SCCEAA is a recognized Chapter of the Professional and Technical Engineers, Local 21 of the International Federation of Professional and Technical Engineers (IFPTE-Local 21), AFL-CIO. Members of SCCEAA therefore maintain dual membership in SCCEAA and IFPTE-Local 21.

Representation of employer-employee relations will be accomplished by IFPTE-Local 21 representatives.

No part of the net earnings of SCCEAA shall ever inure to or for the benefit of or be distributable to its members, trustees, officers, or other private persons, except that SCCEAA shall be empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the exempt purposes for which it was formed.

Notwithstanding any other provisions of these by-laws, SCCEAA shall not carry on any other activities not permitted to be carried on by an association exempt from Federal Income Tax under Section 501 (c)(5) of the Internal Revenue Code of 1954.

### **Officers**

The Officers shall be the President, First Vice-President, Second Vice-President, Secretary, and Treasurer. Together, they shall constitute the Board of Directors. The Officers shall be members of SCCEAA at the time of their election to office.

President                      Calls and conducts membership and Board of Director meetings in accordance with Robert's Rules of Order; serves as a member of the negotiating committee; serves as a delegate to the IFPTE, Local 21 Delegate Assembly.

First Vice-President        Serves in absence of the President; serves as a member of the negotiating committee; assists the President at membership meetings; serves as a delegate to the IFPTE, Local 21 Delegate Assembly.

Second Vice-President	Serves as grievance officer and worksite representative; serves as a member of the negotiating committee; serves as an alternate delegate to the IFPTE, Local 21 Delegate Assembly.
Secretary	Keeps permanent records of all regular and special meetings; provides copies of such minutes to IFPTE, Local 21; serves as an alternate delegate to the IFPTE, Local 21 Delegate Assembly.
Treasurer	Keeps accurate financial records; prepares and processes all approved purchases by members; seeks approved reimbursements from IFPTE-Local 21; serves as an alternate delegate to the IFPTE, Local 21 Delegate Assembly.

The terms of the officers are two years. An officer shall not hold the same office for more than two consecutive terms. Nominations for the offices of First Vice-President, and Secretary shall be in September of odd numbered years and elections for those offices shall be in November of odd numbered years. Nominations for the offices of President, Second Vice-President and Treasurer shall be in September of even numbered years and elections for those offices shall be in November of even numbered years. Officers shall be elected by secret ballot. Committees shall be formed as required and may be elected by the membership or appointed by the Board of Directors. No voting shall be allowed by proxy. Any Officer choosing to run for a different Board office during their term shall be allowed to do so without resigning their current office. If such an Officer wins said election, the office they vacate will be filled as a regular vacancy.

Within three (3) weeks prior to the November election of officers, any member who will not be able to attend the election meeting may request an official absentee ballot from a Board member. To be validly cast, such absentee ballots must be returned in a sealed envelope to any Board member at least one (1) week before the election meeting. The Board shall ensure that all properly submitted official absentee ballots are counted prior to announcement of the election results.

Any officer may resign at any time by giving notice to the President or the Secretary of SCCEAA. Resignation shall take effect on the date of receipt of such notice or at a later date specified therein. Removal by disqualification shall be by two-thirds vote of all members present in a regular or special business meeting.

When an officer ceases to be eligible as a member or is otherwise unable to function as an officer, he/she shall be relieved from office by the Board of Directors.

A vacancy in the office of President shall be filled by the First Vice-President. A vacancy in the office of First Vice-President, Second Vice-President, Secretary, or Treasurer shall be filled by a majority vote of the membership present at any regular or special business meeting. In the case of a vacancy in the office of Second Vice-President, Secretary, or Treasurer, the First-Vice President shall fill the duties of the vacant office until that office is filled by election.

## **Worksite Representatives**

Worksite representatives shall be appointed by the Board of Directors, after consultation with the members of the worksite representative's jurisdiction, for each work location or agency of the County, where our members work. Worksite representatives shall be responsible for promoting the interests of the members they represent, including bringing matters of concern to the Board of Directors, contract administration, grievance adjustment, and other duties as assigned by the President.

## **Membership**

Membership shall be open to all professionals in the Santa Clara County Engineers and Architects Association bargaining unit of the County of Santa Clara. Members shall pay dues as set by the Board of Directors. All resignations from membership shall be in writing, submitted to the Board of Directors. A quorum shall consist of those present at the meeting. Every member shall have one vote. No voting shall be allowed by proxy.

## **Meetings**

Meetings of the Board of Directors may be called by either the President, or a majority of the Officers. Membership meetings will normally be held once each month, unless scheduled otherwise by the Board of Directors.

## **Amendments**

The By-Laws can only be amended by a two-thirds vote of all members present at a regular or special business meeting. The membership shall be notified in writing of proposed amendments at least thirty calendar days prior to their consideration.

## **Dissolution**

In case of dissolution, all remaining assets of this organization shall be donated to a non-profit organization chosen by a majority of the members.