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BYLAWS

**SAN DIEGO COUNTY CHAPTER
OF THE
ASSOCIATION OF ENVIRONMENTAL PROFESSIONALS**

REVISED MARCH 13, 2013
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DECEMBER 12, 1990
(as approved by State on 1/26/91)

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STATEMENT 1. THE CHAPTER

1.1 NAME

The name of the chapter shall be the San Diego Chapter of the Association of Environmental Professionals (Chapter), and shall be a local branch of the California Association of Environmental Professionals, Inc. (AEP).

1.2 OBJECTIVES AND PURPOSES

The objectives of this Chapter shall be:

- To enhance, maintain and protect the quality of natural and human environment;
- To encourage and carry on research and education including regular meetings for the benefit of AEP members, the public and concerned professionals in all fields related to environmental planning and analysis;
- To improve communication and advance the scientific techniques and creative processes of professionals who deal with the environmental planning, analysis and evaluation process;
- To improve public awareness and involvement in the environmental planning, analysis and review process.

This Chapter shall serve to carry out the purposes of the corporation in a manner consistent with the Articles of Incorporation, California AEP Board (State Board) Policies and By-laws and shall act as a local vehicle for maximum membership involvement in the affairs of the Association. The State Board shall be responsible for insuring professionalism and consistency through the State Organization and its resident chapters.

1.3 AREA OF SERVICE

This Chapter shall be the local branch of AEP for all members of the corporation within the County of San Diego.

1.4 MEMBER

A member shall be as defined in Article 4 of the AEP State By-Laws.

STATEMENT 2. CHAPTER OFFICERS

2.1 CHAPTER OFFICER ROLES AND ELIGIBILITY

Any full member, as defined in Section 4.2.1 of the AEP State Bylaws, in good standing may hold up to 2 officer positions on the Chapter Board of Directors (Board). Two full members may also share a single officer position. An Officer of the Board has to maintain membership in AEP throughout the duration of his/her term. Officers shall promote AEP to the public at large. In addition to the specific duties listed below, each officer shall assist the Board generally as needed.

2.2 PRESIDENT

The President shall conduct the overall management of the Chapter. The President shall preside over Officer meetings and Chapter membership meetings, and shall promote the interests of the Chapter; act as liaison with other professional organizations within the Chapter's service area; act as liaison with other Chapter presidents; and coordinate administrative and financial functions.

2.3 VICE PRESIDENT of PROGRAMS

The Vice- President (VP) of Programs shall work to engage Chapter members in meaningful and fun programming designed to cultivate member relationships and broaden professional knowledge base. The VP of Programs shall have the primary responsibility of coordinating Chapter programs (described in 2.3.1) and a secondary responsibility to assist the President (2.3.2):

- 2.3.1: The VP of Programs shall plan, promote, and execute Chapter events including speakers, menu, name tags, reservations and press releases.
- 2.3.2: The VP of Programs shall assist the Chapter President as required in normal organization operations and may be asked to assume the responsibilities of the President in his/her absence.

2.4 VICE PRESIDENT of MEMBERSHIP

The Vice President of Membership is responsible for developing new membership for the Chapter and coordinating with the President the notification of the AEP changes in member status. The VP of Membership shall have the primary responsibility of coordinating Chapter membership (described in 2.4.1) and a secondary responsibility to assist the President (2.4.2):

- 2.4.1: The VP of Membership shall track and encourage membership within the Chapter and the local community. The VP of Membership shall ensure that membership applications are at all Chapter and State events.
- 2.4.2: The VP of Membership shall assist the Chapter President as required in normal organization operations and may be asked to assume the responsibilities of the President in his/her absence.

2.5 STUDENT MEMBERSHIP & OUTREACH DIRECTOR

The Student Membership and Outreach Director shall be responsible for coordinating and developing student membership and participation from local universities for the Chapter. The Student Membership and Outreach Director will promote internships and host networking programs for local undergraduate and graduate students with a goal of creating and providing a better network between students and the environmental professional community.

2.6 TREASURER

The Treasurer shall keep a complete and accurate record of Chapter finances and property, prepare quarterly and annual financial reports for the State Financial Vice President, prepare the annual Chapter Budget, collect and disburse funds, and maintain Chapter accounts. The

Treasurer shall prepare an annual property list for the Chapter and State Boards. Such list shall include all equipment owned by the Chapter, with serial numbers, and the officer responsible for allocation and possession. The Treasurer will provide other financial information, if necessary, in accordance with State AEP financial policies.

2.7 SECRETARY

The Secretary shall keep a full and complete record of the meetings of the Chapter; conduct Chapter elections; handle miscellaneous Chapter correspondence; prepare Board minutes and assignments list; and coordinate with the newsletter editor and newsletter production.

2.8 NEWSLETTER EDITOR

The Newsletter Editor is responsible for the production and distribution of the Chapter Newsletter. The Newsletter shall be published monthly. The Newsletter Editor shall be responsible for invoicing for Newsletter advertising and forwarding payment to the Treasurer. Also, the Newsletter Editor shall ensure all advertisements published are paid for. This shall be a Board-appointed position.

2.9 CHAPTER DIRECTOR

The Chapter Director shall act as a liaison between the State Board and the Chapter. The Director shall represent the Chapter at all State Board meetings to report information on Chapter activities and recommendations to the State Board, and to communicate State Board activities and direction to the Chapter. The Chapter Director shall coordinate State Board events held in the local area. The Chapter Director is responsible not only for providing clear and timely communication between the Chapter and the State Board but also for representing local Board interests in State affairs.

STATEMENT 3. ELECTION PROCEDURES

3.1 ELECTION OF OFFICERS

The voting members of the corporation within the Chapter's service area shall elect, by written or electronic ballot, all officers of the Chapter. The elections shall be completed prior to December 31. Newly elected officers and directors shall be installed no later than the end of January of the calendar year following their election.

Written or electronic ballots shall be distributed to each member entitled to vote as of December 1, and mailed or delivered with reasonable notice indicating the office or offices to be filled, the nominee(s) for each office, and the time by which the ballot must be received in order to be counted. If only one person is running for each officer position, no written election balloting will be required. The new slate of officers will assume their duties on January 1 of the following year.

3.2 REQUIREMENTS TO BE ELECTED TO OFFICE

Any candidate running for office must be a full member, as defined in Section 4.2.1 of the AEP State Bylaws, in good standing. In addition, any candidate running for President or Chapter Director must have held a previous AEP board position.

3.3 TERMS OF OFFICE

The terms of office for all Chapter officers with exception of Chapter Director shall be one year or until their successors are elected or otherwise appointed. Officers and Directors may be elected to succeed themselves in office. The Chapter Director shall hold office for a two year term.

3.4 VACANCY OF OFFICER

In the event of a vacancy of an Officer, the remaining Officers by majority vote shall appoint a qualified successor to serve the portion of the unexpired term of the predecessor.

3.5 REMOVAL OF OFFICER

An Officer may be removed from office for cause by a majority of those voting Officers in a special election authorized by a unanimous vote of the remainder of the Board or a written petition with a minimum of 15% of the membership. The seat may then be filled pursuant to 3.4.

STATEMENT 4. CHAPTER MEETINGS AND VOTING

4.1 REGULAR MEETINGS OF OFFICERS

Regular meetings of the Officers shall be held not less than quarterly. Reasonable notice of the time and place of the meeting shall be provided to all Officers.

4.2 MEMBERSHIP MEETINGS

Regular meetings of the membership shall be held not less than quarterly. A notice of the time and place of the meeting shall be published in the Chapter Newsletter.

4.3 BOARD VOTING

Voting procedures for the Board shall proceed as follows:

- 4.3.1: Each official act of the Board, as defined in Section 2.4.8 of the AEP State By-Laws, must be voted on by a quorum. A meeting at which a quorum is initially present may continue to transact business if any action taken is approved by at least a majority of the required quorum of that meeting.
- 4.3.2: Each Officer of the Board, whether elected or appointed, shall have one (1) vote. If an Officer holds more than one (1) position he/she shall have but one (1) vote.

STATEMENT 5. AMENDMENT OF CHAPTER BYLAWS

5.1 AMENDMENT PROCEDURE

These Bylaws may be amended or repealed, and replaced by new Bylaw Statements by a majority vote of the Chapter Officers; however, any amendments to the Statements 1, 2, and 3 shall become effective only after approval by the State Board of Directors.

STATEMENT 6. COMMITTEES

6.1 SPECIAL COMMITTEES

The Board may establish special Committees for various special projects or purposes, as necessary or desired and approved by the Board. The President is responsible for overseeing all committees established by the Board and will chair any such committee when a chairperson other than the President has not been selected or when there is no volunteer to lead the committee.

6.2 LEGISLATIVE COMMITTEE

- 6.2.1: A Legislative Committee shall be formed. A chairperson shall be selected by the Board to head the Legislative Committee.
- 6.2.2: The Legislative Committee Chairperson shall oversee the Legislative Committee, as defined by the Board, and may be appointed from time to time upon recommendation of the President and confirmation by a majority vote of the Chapter Officers. Prior to issuing a formal position on any legislative issue the Chapter Legislative Committee Chair shall contact the State Legislative Committee Chair, to confirm (1) the issue is appropriate for a local chapter to comment on, and (2) that the position taken is consistent with the State AEP position.

6.3 AWARDS COMMITTEE

The Annual Chapter Awards Event (Awards Event) shall be a means to promote Chapter

objectives by recognizing outstanding projects and professionals who deal with the environmental planning, analysis and evaluation process, and improve public awareness and involvement in the environmental process.

- 6.3.1: An Awards Committee shall be formed annually to plan and implement the yearly Awards Event. A chairperson shall be selected by the Board to head the Awards Committee.
- 6.3.2: The Awards Committee Chairperson shall be responsible for dividing tasks among the committee, ensuring tasks are completed in a timely manner, and monitoring the overall budget to ensure the Awards Event is self-sustaining.
- 6.3.3: The Awards Event must donate any proceeds to a non-profit organization or to a scholarship awardee. An annual scholarship program may be implemented and moneys awarded to a worthy student seeking to become an environmental professional. The recipient of proceeds, either student(s) or non-profit organization, shall be selected by the Chapter Board.
- 6.3.4: The Awards Event and associated Awards Committee may be cancelled for any given year by a majority vote of the Board.