

BYLAWS

**BYLAWS
OF
COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA**

ARTICLE I

General

Section 1. The name of this Association shall be the COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA.

Section 2. The headquarters of the Association shall be located at the office of the Treasurer.

Section 3. The objectives of this Association shall be to accomplish the advancement of engineering methods and ethical practice by means of meetings and conventions.

Through discussion, interchange, and dissemination of engineering and administrative data and ideas, the organization shall strive to effect maximum efficiency and modernization in engineering and administrative units of local government. By these means, and by professional and social intercourse, this organization shall further the welfare of its members.

To support the California State Association of Counties through the establishment of advisory committees.

ARTICLE II

Membership

Section 1. Principal Membership in this association shall be limited to County Engineers, County or City Engineers in combined cities and counties of Charter Counties, County Surveyors, County Road Commissioners, Directors of County Departments of Public Works, Flood Control Engineers, and heads of other Departments concerned with County Engineering and Public Works, serving major segments of any County under the direction of the Board of Supervisors.

Each County shall be allocated one Principal Membership for each function which is a qualifying function for Principal Membership as listed above and which is independent from any other Principal Member. Principal Membership would automatically qualify all eligible personnel connected with public works and designated by the Principal Member to become Members and participate in the Association's functions. Any Principal Member may at any time, upon certifying in writing to the State Association, elect to designate an alternative CEAC Member of that Principal Member's staff to serve in place of the Principal Membership. Any person so designated shall have all the rights and privileges of a Principal Member as provided by these By-Laws.

In addition to the above, there shall be selected, by nomination of a member in good standing, in open meetings, and with the approval of the Board of Directors, representatives of the Department of Transportation, State of California, the State Controller's office, and the Federal Highway Administration, the Institute of Transportation Studies, University of California, and the National Association of County Engineers for Associate Membership in the Association. The number of Associate members from each organization shall be determined by the Board of Directors.

In addition to the above, from time to time Associate Membership may be authorized for representatives of other state and federal agencies who are concerned with County Engineering and Public Works.

There is also established the position of Life Membership, which may be conferred from time to time by the Board of Directors, to those who have given long and faithful service to the Association.

There is also established the position of Honorary Member of the County Engineers Association. The appointment as an Honorary Member shall be extended only to those very few individuals who over an extended period of years have assisted, advised, helped, and encouraged this organization and its objectives.

Life Membership, Honorary Membership, and Associate Membership shall only be authorized after an affirmative vote of a simple majority of all directors and officers of the organization. Such memberships shall not be liable for dues nor, with the exception of Life Membership, have the privilege of voting.

There is also established a position of Affiliate Membership which shall be bestowed on any firm, individual, or company that is actively involved with the County Engineers Association. Payment of the service fee for the Affiliated Membership shall entitle them to representative membership for their firm within the County Engineers Association.

Section 2. All members in good standing (except Affiliate, Honorary and Associate Members), shall have the right to vote upon the election of officers and all other matters before the Association.

Section 3. Members whose dues or assessments are delinquent at the time of the fall conference shall be considered as not in good standing.

ARTICLE III

Dues and Assessments

Section 1. The service fee to the Association for each County shall be based on the latest United States Census in accordance with the following schedule:

		<u>Effective Date</u>
Counties of less than 99,999 population	\$ 750.00	1/1/91
Counties of 100,000-299,999 population	\$ 2,000.00	1/1/91
Counties of 300,000-499,999 population	\$ 3,000.00	1/1/91
Counties of 500,000-999,999 population	\$ 4,000.00	1/1/91
Counties over 1,000,000 population	\$ 5,000.00	1/1/91
Affiliate Membership	\$ 250.00	1/1/91

The membership period and the fiscal year of this Association shall coincide with the calendar year (from January 1 to December 31). Payment for services shall be due on the first day of January of each year.

Regardless of the provisions of Article VII, the service fee for the Association may be changed by two thirds (2/3) vote of the total Board of Directors and officers provided that said proposed increase has been duly noticed to said officers and directors and the vote is taken at any official meeting of the Board of Directors.

Section 2. Assessments may be levied for special purposes by a two-thirds (2/3) vote of eligible voting members present at any meeting.

ARTICLE IV

Officers

Section 1. The Officers of the Association will be President, Vice-President/President-Elect, Secretary, Treasurer, Treasurer-Emeritus, Immediate Past-President, Parliamentarian, Historian, Newsletter Editor, and NACE Representative. The President, Vice-President/President-Elect and Secretary shall be Principal Members. These remaining officers shall be Principal Members or may be retirees who were Principal Members prior to retirement.

The Board of Directors shall consist of all the Officers of the Association and one member from each of the Regional Associations of the State - said directors to be named by the Regional Association and certified in writing to the State Association.

Section 2. A nominating committee consisting of the Association's Past-Presidents shall prepare a slate of nominees for the Association's officers. The slate of nominees shall be presented to the membership at the Association's fall conference general session.

Section 3 The election of officers shall take place thereafter and all eligible voting members' votes shall be by voice vote. A majority of votes cast by eligible voting members in attendance shall elect.

Section 4. The terms of the office of all officers of the Association (with the exception of Treasurer Emeritus, whose appointment is for life) shall be for one year, said term to extend from the election of officers at the close of the regular meeting at which said officers are elected and shall continue for one year, or until a successor is duly elected.

Section 5. Any vacancy in the office of any officer of the Association shall be filled by election by the Board of Directors at the next regular or duly called meeting of the Board of Directors.

ARTICLE V

Meetings and Quorum

Section 1. The annual meeting of the Association shall be the fall conference and held at such time and place as may be selected by the Board of Directors.

Section 2. Such other meetings shall be held as may be called by the Board of Directors, provided no such meeting shall be held unless a notification of such meeting shall have been sent to each member, and provided further that ten days must elapse from the date of sending of such notices until the holding of such meeting.

Section 3 A simple majority of the Board of Directors shall constitute a quorum. A simple majority of the Board of Directors who are present at a Board meeting shall be required for favorable action on business matters and policy issues coming before the Board.

Section 4 "Roberts Rules of Order and Parliamentary Procedure" shall prevail at all meetings.

ARTICLE VI

Committee

Section 1. The President shall determine the need and purpose for standing committees appropriate to carry out the Association's business. Once determined, it shall be the duty of the Vice-President/President-Elect to appoint all members to serve on those committees prior to assuming the duties of President.

Participation on committees shall not be limited to the various membership categories as set forth in Article II. Committee participants may also be other individuals designated by Principal Members, Members, or Affiliate Members, provided, however, that the Chair and Vice-Chair of a committee may only be a Principal Member, or Member.

ARTICLE VII

Amendments

Section 1. Any section or sections of these bylaws may be amended by two-thirds (2/3) affirmative vote of eligible voting members present at any official meeting of the Association. Such proposed amendments shall be sent to all eligible voting members at least thirty (30) days prior to the meeting at which the vote is to be taken.

Section 2. All votes shall be by voice vote in the presence of at least three members of the Board of Directors.

ARTICLE VIII

President

Section 1. The President shall be the official representative and spokesperson of the Association. He/she shall be responsible for organization and scheduling of Board meetings and preside at all Board meetings and the business portions of the fall and spring conferences. The President shall coordinate with CSAC staff and the President-Elect in the preparation of the program for the fall and spring conferences.

ARTICLE IX

Vice-President/President-Elect

Section 1. The Vice-President/President-Elect shall, in the absence of the President, assume all responsibilities of the President. He/she is additionally responsible for organization of the fall and spring conference programs and arranges for the gifts distributed at these conferences.

ARTICLE X

Secretary

Section 1. The Secretary shall be responsible for preparation, distribution, and care of the official minutes of all Association Board of Directors meetings and all Association correspondence. Draft documents shall be prepared, circulated for review, changes made and final versions distributed appropriately and timely.

ARTICLE XI

Treasurer

Section 1. The Treasurer shall be responsible for the care and deposit of all funds of the Association and shall furnish a bond in the amount satisfactory to the Board of Directors.

Premiums on said bond are to be paid from funds of the Association. The Treasurer shall make a detailed report of all proceedings pertaining to his office for the preceding year at the fall conference of the Association.

Section 2. Any Principal Member of the Association shall, at any time, have reasonable access to any data, papers or property of the Association, provided however that such papers, data or property shall not be removed from the office of the Association without the consent of the Secretary or President.

ARTICLE XII

Treasurer Emeritus

Section 1. The Treasurer Emeritus is appointed for life by the Board of Directors. He serves as an advisor to the Treasurer and will discharge the duties of the Treasurer in the Treasurer's absence. Treasurer Emeritus shall be one of the authorized signers on checks and other bank and financial documents of the Association.

ARTICLE XIII

Immediate Past-President

Section 1. The Immediate Past-President shall be a voting member of the Board of Directors and shall provide the officers of the Association with the benefit of his/her knowledge and wisdom obtained from past service within the Association.

ARTICLE XIV

Parliamentarian

Section 1. The Parliamentarian shall be responsible for the care and updating of the bylaws of the Association and to advise the Board of Directors on parliamentary procedures and appropriate procedures pursuant to the bylaws. The Parliamentarian shall provide a copy of the bylaws of the Association and any other pertinent information to new officers of the Association.

ARTICLE XV

Historian

Section 1. The Historian shall be responsible for the care and storage of all historical records of the Association, which are more than five years old.

Section 2. The Historian shall produce or research said historical records upon request of the President or Secretary.

Section 3. Any member of the Association shall, at any time, have reasonable access to any data, papers, or other historical property of the Association, provided, however, that such papers, data, or other historical property shall not be removed from the possession of the Historian without consent of the Secretary or President.

ARTICLE XVI

Newsletter Editor

Section 1. The Newsletter Editor shall be responsible for gathering and editing information and for having the Newsletter of the Association produced on a regular basis.

ARTICLE XVII

NACE Representative

Section 1. The NACE Representative shall be the liaison between the Association and the National Association of County Engineers (NACE), shall attend the annual NACO-NACE meeting and the NACE Spring Conference and be the official Association representative at these meetings. He/she shall report on NACE activities at the Association Board meetings.

ARTICLE XVIII

Rules of Order

Each Board of Directors meeting shall include as a minimum the following items:

1. Reading of minutes
2. Business arising from discussion of minutes
3. Correspondence
4. Report of Officers
5. Report of Standing Committees
6. Report of Special Committees
7. Unfinished Business
8. New Business
9. Bills
10. Applications for Life Membership
11. Papers and Discussion
12. Announcements
13. Adjournment