

**CONSTITUTION AND BYLAWS
OF
THE CENTRAL COAST CHAPTER
OF THE
CALIFORNIA LAND SURVEYORS ASSOCIATION**

PREAMBLE

Recognizing that the true merit of a profession is determined by its service to society, the Central Coast Chapter of the California Land Surveyors Association does hereby dedicate itself to advancing the profession of land surveying because of its social and economic contributions to the welfare of community, state and nation.

ARTICLE 1 NAME AND LOCATION

SECTION 1.01 NAME

The name of this organization shall be the Central Coast Chapter of the California Land Surveyors Association, hereinafter referred to as the "Chapter".

SECTION 1.02 LOCATION

The Chapter headquarters shall be located at the office of or other suitable address as determined by the Secretary/Treasurer of said Chapter.

ARTICLE 2 OBJECTIVES

SECTION 2.01 OBJECTIVES

The purpose of the Chapter shall be to further the common good of its members in their practice of land surveying, to encourage and maintain high standards of professional ethics and practices, to promote professional uniformity, to foster the public's trust of land surveyors, and to encourage the public's use of professional surveying services.

ARTICLE 3 SCOPE

SECTION 3.01 SCOPE

The Chapter shall be nonpartisan and nonsectarian in its activities and membership. The Chapter shall be a subsidiary organization of the California Land Surveyors Association, hereinafter referred to as the "Association". The chapter shall meet all requirements imposed upon the chapter by the Articles of Incorporation and the Association Bylaws. The chapter shall not take any action or publicly espouse any position contrary to any provision of the Articles of Incorporation, the Association Bylaws, or any resolution of the CLSA Board of Directors. Nothing in this section shall be construed to prohibit a chapter from directing any Chapter Representative from proposing and debating actions or positions at any Board of Directors meeting.

ARTICLE 4 MEMBERSHIP AND DUES

SECTION 4.01 MEMBERSHIP

The Chapter classes, term, application, and approval of membership shall be as provided in Section 2.01, 2.02, 2.03 and 2.04, respectively, of the Association's bylaws.

SECTION 4.02 GOOD STANDING

A chapter member in good standing is a person whose dues and assessments are current in conformance with these bylaws and who is not currently suspended by the Chapter.

SECTION 4.03 DUES

The amounts of Chapter annual dues and all assessments shall be recommended in a motion by the Executive Board. Approval shall be by a majority of those voting at the regular November Chapter meeting. Dues shall be paid to the Secretary/Treasurer in January of each year. Assessments shall be due and payable as specified in the motion establishing them. In April, the Secretary/Treasurer shall notify as soon as practicable those whose dues or assessments are three (3) months in arrears. The Chapter membership of any person so noticed and whose dues and assessments are not paid within fourteen (14) days thereafter shall be automatically terminated. The Association shall be notified of any Chapter membership so terminated.

SECTION 4.04 ASSOCIATION MEMBERSHIP

Each Chapter member shall become an Association member on or before the beginning of the Association fiscal year immediately following their admission to the Chapter as provided in Section 8.07 of the Association's bylaws. However, a first time applicant may have membership in the Chapter for the first year without Association membership, conditional upon attaining membership in the Association the following year. The Chapter membership of any person who fails to become an Association member, as described above, shall be automatically terminated and all dues and assessments paid to the Chapter shall be forfeited until such time as the Association membership is instated during that year.

SECTION 4.05 ADMISSION TO THE ASSOCIATION

Association admission, dues, and assessments are separate and controlled by the Association. The Chapter shall not be responsible for making application to the Association on behalf of a Chapter member, nor for notice to a Chapter member that such Association membership is pending.

SECTION 4.06 SUSPENSION AND EXPULSION

A member may be expelled or suspended from the Chapter for willfully disregarding the Association's or Chapter's principles and purposes, or for conduct that is detrimental to the Association's or Chapter's Welfare. The Executive Board shall consider and may recommend suspension or expulsion to the Chapter and shall provide thirty (30) days notice to the member under consideration. Expulsion or suspension from the Chapter shall require a motion and two-thirds majority approval at the next Chapter meeting following the notice. The thirty (30) days notice shall be given to the alleged offending member so he/she may be present and heard, if he/she chooses, during the discussion of the motion.

ARTICLE 5 CHAPTER MEETINGS

SECTION 5.01 CHAPTER MEETINGS

A Chapter meeting is a meeting of the general membership at which Chapter business may be discussed and voted upon. Nine regular Chapter meetings shall be held each year, generally on a monthly basis. However the executive board does retain the right to decide if additional Chapter meetings will be held. In advance of each regular Chapter meeting, the Vice-President shall notify in writing each member of the time and place of the meeting.

SECTION 5.02 VOTING PRIVILEGES

All Chapter members in good standing shall have equal voting privileges except that only those Corporate Association members shall vote on Association business who are eligible to vote upon such business under the Association constitution and bylaws.

SECTION 5.03 SPECIAL MEETINGS

A special Chapter meeting may be called by the President or the Executive Board. The purpose of

the special Chapter meeting shall be stated in the call. Only matters enumerated in the call for a special meeting shall be discussed at the special meeting. Except in an emergency, at least seven (7) days notice shall be given.

SECTION 5.04 QUORUM

A quorum for a Chapter meeting shall be ten percent (10%) of the Chapter members in good standing.

ARTICLE 6 OFFICERS AND ELECTIONS

SECTION 6.01 CHAPTER OFFICERS

The Chapter officers shall be a President, a Vice-President, a Secretary/Treasurer, and as many Chapter Representatives as permitted by the Association's constitution and bylaws. The officers shall perform the duties prescribed in these bylaws and in the parliamentary authority adopted by the Chapter.

SECTION 6.02 OFFICE TERMS

The President, Vice-President and Secretary/Treasurer shall be elected to serve a one (1) year term. The Chapter Representatives shall serve a two (2) year term as provided in the Association's bylaws. Terms of office shall begin at the close of the regular Chapter meeting in December.

SECTION 6.03 QUALIFICATIONS

Each officer shall be a Chapter and Association member in good standing. The President, Vice-President and Chapter Representatives shall be corporate members of the Association. No member shall serve more than two (2) consecutive terms in the same office.

SECTION 6.04 NOMINATIONS

At the regular Chapter meeting in August, the Nominating Committee, as set forth in these bylaws, shall present for approval candidates for Chapter officers and Chapter Representative Alternates. If no regular chapter meeting is held in August, the Executive Board shall approve the nomination slate.

SECTION 6.05 ELECTIONS

Elections shall be held at the regular Chapter meeting in September. At that Chapter meeting, but before the election, additional nominations from the floor shall be permitted.

SECTION 6.06 VACANCY OF OFFICE

If a vacancy occurs in an office other than the presidency, the vacancy shall be filled for the remainder of the term by majority vote of the Executive Board. If a vacancy occurs in the presidency, the Vice-President shall succeed the President for the remainder of the term.

ARTICLE 7 DUTIES AND POWERS OF OFFICERS

SECTION 7.01 PRESIDENT DUTIES AND POWERS

The President shall be the executive officer of the Chapter and shall preside at Chapter meetings and Executive Board meetings. The President shall appoint all required committee chairpersons and shall serve as an ex-officio member with the right to vote on all standing and special committees except the Nominating Committee. The President shall prepare or have prepared any correspondence and shall sign any correspondence sent by the chapter. The President shall report back to the chapter all action taken on behalf of the Chapter outside of the Chapter meetings.

SECTION 7.02 VICE-PRESIDENT DUTIES AND POWERS

The Vice-President shall have such powers and duties as may be prescribed by the President and the Executive Board. Unless otherwise specified, the Vice-President shall arrange the program and place for each Chapter meeting and shall notify the members before each Chapter meeting as

prescribed in these bylaws. The Vice-President shall prepare the meeting notice or make arrangements to have the meeting notice prepared.. The Vice-President shall preside over the Chapter meetings if the President is not in attendance. The Vice-President shall carry out the duties of the Secretary/Treasurer in the absence of the Secretary/Treasurer.

SECTION 7.03 SECRETARY/TREASURER DUTIES AND POWERS AS SECRETARY

The Secretary/Treasurer shall attend each Chapter meeting and Executive Board meeting and duly record the proceedings. The Secretary/Treasurer shall conduct the Chapter's correspondence and keep a full record thereof. The Secretary/Treasurer shall change the address of the Chapter headquarters to his/her address. The Secretary/Treasurer shall keep all membership records deemed necessary by the President and the Association.

SECTION 7.04 SECRETARY/TREASURER DUTIES AND POWERS AS TREASURER

The Secretary/Treasurer shall receive all monies, dues, and assessments, and shall deposit them in the Chapter's name. The Secretary/Treasurer shall pay Chapter obligations and shall report on the treasury at each Chapter and Executive Board meeting. The Secretary/Treasurer shall make an annual report to the Association at the end of each calendar year. The Secretary/Treasurer shall prepare all correspondence as directed by the President.

SECTION 7.05 CHAPTER REPRESENTATIVES DUTIES AND POWERS

The Chapter Representatives shall be the Chapter's liaisons with the Association's Board of Directors. They shall represent the Chapter at Association Board of Directors' meetings, cast the Chapter's votes, and report thereon at the next Chapter meeting. The Executive Board shall name alternates to fulfill their duties during their absence. The Chapter Representatives shall report back to the Chapter any action taken by the Associations Board of Directors.

SECTION 7.06 ALTERNATE REPRESENTATIVES

At the meeting that the Officer Elections are held as set forth in Section 6.05, the Chapter may elect one alternate representative for each Chapter Representative allowed by the Association. If Alternate Representatives are not elected, the Executive Board will select the Alternate Representatives. If a Chapter Representative cannot fulfill his or her duties as set forth in Section 7.05 and Section 8.01, one of the Alternate Representatives shall complete those duties. If the Chapter has more than one Alternate Representative, the President shall assign an Alternate Representative to act as the Chapter Representative.

ARTICLE 8 EXECUTIVE BOARD

SECTION 8.01 EXECUTIVE BOARD MAKEUP

The Chapter officers, including the Chapter Representatives, together with the Immediate Past-President shall constitute the Executive Board. The Immediate Past President shall be the latest person, other than the current President, to have held the office of President before the close of a regular Chapter meeting in December.

SECTION 8.02 EXECUTIVE BOARDS DUTIES AND POWERS

The Executive Board shall supervise the Chapter's affairs including exercising business and fiscal authority between Chapter meetings, fix the time and place for Chapter meetings, make recommendations to the Chapter, and perform such other duties as specified by these bylaws. The Executive Board shall be subject to the orders of the Chapter and none of its acts shall conflict with actions taken by the Chapter. The Executive Board shall report its recommendations and actions at the next regular Chapter meeting, which actions and recommendations shall be ratified by the members at the next regular meeting.

SECTION 8.03 EXECUTIVE BOARD MEETINGS

The Executive Board shall meet or confer at least once each month at a time and/or place specified by the President. A majority of the Executive Board members shall constitute a quorum.

ARTICLE 9 COMMITTEES

SECTION 9.01 MEMBERSHIP COMMITTEE

A Membership Committee composed of at least three (3) members shall be appointed by the President at his/her discretion when necessary. The Membership Committee shall encourage membership and participation in the Chapter. It shall assist the Secretary/Treasurer in soliciting and collecting Chapter dues and assessments as described in these bylaws. Additional members may be appointed to the Membership Committee from time to time at the President's discretion. The Secretary/Treasurer shall be Chairperson *ex officio*.

SECTION 9.02 EDUCATION COMMITTEE

An Education Committee composed of at least three (3) members shall be appointed by the President at his/her discretion when necessary. The Education Committee shall encourage the continuing education of the members, induce members to serve as teachers in educational programs, promote and present educational programs, and assist educational institutions. Additional members may be appointed to the Education Committee from time to time at the President's discretion.

SECTION 9.03 PROFESSIONAL LIAISON COMMITTEE

A Professional Liaison Committee composed of at least three (3) members shall be appointed by the President at his/her discretion when necessary. The Professional Liaison Committee shall inform members about changes in laws and procedures related to land surveying, influence those changes to benefit the members and the public, and when appropriate express the Chapter's point of view at public meetings. Additional members may be appointed to the Professional Liaison Committee from time to time at the President's discretion.

SECTION 9.04 PROFESSIONAL PRACTICES COMMITTEE

A Professional Practices Committee composed of at least seven (7) members shall be appointed by the President at his/her discretion. The President shall be *ex officio* Chairperson. The Professional Practices Committee shall encourage a high ethical standard of practice in the land surveying profession, encourage compliance with the Professional Land Surveyors Act and other applicable laws, report to the Chapter or proper authorities any occurrences which may need their attention, and cooperate with other professional organizations in pursuing the above stated purposes. Additional members may be appointed to the Professional Practices Committee from time to time at the President's discretion. The Professional Practices Committee shall follow the "Guidelines of the Professional Practices Committee". The "Guidelines of the Professional Practices Committee" shall be reviewed yearly to determine applicability and changes.

SECTION 9.05 NOMINATING COMMITTEE

A Nominating Committee composed of at least three (3) members shall be appointed by the President at the regular Chapter meeting in May. The Nominating Committee shall solicit candidates for the offices to be filled by elections in September. It shall present candidates for Chapter officers as set forth in Section 6.04.

SECTION 9.06 COMMITTEE APPOINTMENTS

All committees, standing or special, shall be appointed by the President as the Chapter or the Executive Board shall from time to time deem necessary to carry on the Chapter's work. Once a special committee has completed the assigned task, the President shall notify the members that the task has been completed and the committee extinguished.

ARTICLE 10 CHAPTER FISCAL YEAR

The Chapter fiscal year shall be January 1st to December 31st, inclusive.

ARTICLE 11 PARLIAMENTARY AUTHORITY

Section 11.01 ROBERT'S RULES OF ORDER

The rules contained in the latest edition of Robert's Rules of Order shall govern the Chapter in all cases in which they are not inconsistent with these bylaws and any special rules of order the Chapter may adopt.

Section 11.02 PARLIAMENTARIAN

The presiding officer of any meeting concerning Chapter business may appoint a parliamentarian to act as an advisor.

ARTICLE 12 AMENDMENT TO BYLAWS

These bylaws may be amended by a two-thirds majority of those voting at a Chapter meeting, provided that the amendment has been submitted in writing to each member at least fourteen (14) days in advance. All proposed amendments to the bylaws must be approved by the Association. In the event of conflict between the Chapter bylaws and the Association bylaws, the Association bylaws shall prevail.

ARTICLE 13 DISSOLUTION

Section 13.01

Upon dissolution of the Chapter, the assets remaining after payment of, or provision for payment of, all debts and liabilities of the Chapter, shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for scientific, educational or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Section 13.02

If this Chapter holds any asset in trust, such asset shall, upon dissolution, be disposed of in such manner as may be directed by decree of the Superior Court of the county in which the Chapter has its principal office, on petition therefore by the Attorney General or by any person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

Bylaw Amendments approved 1995.

Bylaw Amendments approved July 2001

Bylaw Amendments approved July 2004

Bylaw Amendments approved by Association September 2004