

**Bylaws of the Southern California Chapter
of the
Earthquake Engineering Research Institute**

(Draft of February 19, 2003)

Article I. Name and Purpose

1. The name of the organization shall be the Southern California Chapter of Earthquake Engineering Research Institute (EERI), hereafter called the Southern California Chapter.
2. The purpose of the Southern California Chapter shall be to reduce earthquake risk in Southern California by advancing the science and practice of earthquake engineering, by improving understanding of the impact of earthquakes on the physical, social, economic, political and cultural environment and by advocating comprehensive and realistic measures for reducing the harmful effects of earthquakes.
3. The actions of the Southern California Chapter shall be consistent with the provisions as set forth in the constitution and Bylaws of the National EERI Organization.

Article II. Area and Membership

1. The area of the Southern California Chapter shall include the area commonly considered Southern California as clarified by the Board of Directors.
2. All members of the EERI who subscribe to the Bylaws of the Southern California Chapter shall be members of the Chapter.

Article III. Dues and Finances

1. The Southern California Chapter activities shall be financed by annual Chapter dues collected by the national EERI organization, expense allocations from and as approved by the national EERI organization, net proceeds from Chapter-sponsored activities and grants received by the Chapter.
2. The Board of Directors shall determine the amount of the dues at meeting prior to October of each year.

Article IV. Officers and Directors

1. Only Members of the Southern California Chapter shall be eligible to serve as Officers and Directors.
2. The Officers of the Southern California Chapter shall be a President, a Vice-President, a Secretary/Treasurer and the immediate Past-President. Chapter members shall elect three Directors at-large. Additional Directors may be appointed by the Board of Directors to head specific activities for specified terms not to exceed two years unless reappointed by the Board of Directors. The Officers and Directors shall constitute a Board of Directors in which the government of the Chapter shall be vested.
3. All elected Officers and Directors shall serve a term of two years. The terms shall start at the close of the May or June meeting and continue until their successors are elected and assume offices.

4. In addition to a two-year term, the President shall assume two additional one-year terms: one as President Elect, and one as Past-President upon the conclusion of the term as president.
5. The terms of the initial three at-large Directors shall be one year in accordance with the attached Succession Plan adopted by the Board of Directors to transition from the initial Board of Directors who assumed office in 2003. The succession plan is so arranged such that in anyone year, only the positions of President, Vice President and Secretary/Treasurer, or three remaining Directors shall be changed.
6. The Vice-President shall automatically become President in the event of a vacancy in the office of President. Other vacancies shall be filled for the duration of the term by appointments made by the Board of Directors. Should a Director be elected as an Officer during his/her term as Director, the vacancy shall be filled by appointment by the Board of Directors.
7. The Board of Directors shall oversee the preparation of an Annual Report that shall be submitted to the National EERI Organization.
8. At meetings of the Board of Directors, a majority of the elected and appointed members shall constitute a quorum.

Article V. Nomination and Election of Officers

1. The Nominating Committee shall consist of the immediate Past President and two members of the Chapter.
2. The Nominating Committee shall choose one or more candidates for election to each office and obtain the consent of each nominee to serve if elected.
3. The Secretary shall send a letter ballot, containing list of official nominees and a space for a write-in vote for another candidate for each office, to each member of the Southern California Chapter at least 20 days previous to the day established as the deadline for receiving ballots.
4. Ballots returned to the Secretary up to the time of counting shall be opened and counted by three tellers appointed by the President. For each office the candidate receiving the highest number of votes cast shall be declared elected.

Article VI. Board of Directors' Meetings

1. The Board of Directors shall hold at least three meetings per year.
2. Notice of call for a Board of Directors meeting shall be given to Board members not less than seven days in advance of the meeting date.
3. All business meetings of the Southern California Chapter Board of Directors shall be governed by Robert's Rules of Order, Revised, except as provided by these Bylaws.
4. Either the President or four members of the Board of Directors can call special meetings.

Article VII. Committees

1. The President shall appoint the following committees each year: Executive Committee and Planning/Program Committee.
2. The Board of Directors shall appoint the Nominating Committee.
3. The President shall appoint other committees or *ad-hoc* committees as are deemed necessary.

Article VIII. Bylaw Amendments

1. Bylaws may be adopted or amended only by the following procedures:
 - a. The proposed Bylaws shall be distributed to the membership of the Southern California Chapter who shall be given the opportunity to vote.
 - b. To become effective the Bylaws or amendments thereto shall receive a majority vote of the responding members, and the approval of the Board of Directors of the Southern California Chapter.

Article IX. Use of Assets

1. The Southern California Chapter shall establish bank accounts, or participate in EERI accounts, as necessary for conducting business.
2. The property of Southern California Chapter is irrevocably dedicated to charitable and educational purposes meeting the requirements for exemption provided by section 214 of the Revenue and Taxation Code, and no part of the net income or assets of this organization shall inure to the benefit of any private persons.
3. Upon dissolution of the corporation, after paying or adequately providing for all the debts and obligations of the Southern California Chapter, the remaining assets, if any, are irrevocably dedicated in such proportion as the regular members may determine among institutions that are organized and operated exclusively for charitable and educational purposes meeting the requirements for exemption provided by section 214 of the Revenue and Taxation Code and which has established its tax exempt status under Section 501(c)(3).