

STRUCTURAL ENGINEERING INSTITUTE
OF THE
AMERICAN SOCIETY OF CIVIL ENGINEERS
San Francisco Chapter Bylaws

ARTICLE 1. NAME AND OBJECTIVES

1.1 Name

The name of this organization shall be **Structural Engineering Institute, San Francisco Chapter**, hereafter referred as “**SEI-SF**”, and shall be affiliated with the San Francisco Section of the American Society of Civil Engineers.

1.2 Objective

The objective of **SEI-SF** shall be to serve and promote the structural engineering profession locally within the San Francisco Bay Area in a manner consistent with the purpose of the Structural Engineering Institute (SEI) of the American Society of Civil Engineers (ASCE): inspire and advance the art and practice of structural engineering, develop and implement programs to enhance knowledge exchange, networking, and other professional development and educational outreach activities.

1.3 Actions

The actions of **SEI-SF** shall be consistent with the provisions as set forth in the Constitution and Bylaws of the San Francisco Section of ASCE.

ARTICLE 2. MEMBERSHIP

2.1 SEI-SF Member

An “**SEI-SF member**” is defined as a professional who subscribes to the **rules** of **SEI-SF** and who is a member of ASCE or SEI. “**SEI-SF member**” status grants complete access to the activities and benefits offered by **SEI-SF**.

2.2 SEI-SF Affiliate

An “**SEI-SF affiliate**” is defined as a professional who subscribes to the rules of **SEI-SF** but who is not a member of ASCE or SEI. “**SEI-SF affiliate**” status may limit access to certain benefits offered by **SEI-SF**.

2.3 SEI-SF Student

An “**SEI-SF student**” is defined as a high school or a college student who is 16 years of age or older, subscribes to the rules of SEI-SF and who is recommended by an active member of SEI-SF. “**SEI-SF student**” status may limit access to certain benefits offered by **SEI-SF**.

ARTICLE 3. DUES AND FINANCES

3.1 Membership Dues

The membership dues shall be determined and reviewed by the Board of Directors of **SEI-SF**. The Board of Directors of **SEI-SF** reserves the right to set membership dues requirements differently for “**SEI-SF** members”, “**SEI-SF** affiliates”, and “**SEI-SF** Students.”

3.2 Budget

All budgets, expenditures and revenue generation activities shall be consistent with the ASCE-SEI policy and shall require prior approval of the majority of the Board.

ARTICLE 4. OFFICERS

4.1 Officer Qualifications

Officers must be “SEI-SF members” as defined in ARTICLE 2. Section 2.1.

4.2 Board of Directors

The officers of **SEI-SF** shall be Chair, Vice Chair, Treasurer, Secretary, Marketing Director, Technical Director(s), Inter-Organization Director, Webmaster, Outreach Director, and Historian, who with the latest active resident Past Chair shall constitute a Board of Directors in which the government of the **SEI-SF** shall be vested.

4.2.1 Chair

4.2.1.1 Qualifications

Candidates for Chair shall be a voting SEI member in good standing and shall be a current member of the Board. Candidates shall be a professional civil engineer and/or structural engineer licensed by the State of California and with clear status.

4.2.1.2 Term

The Chair shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. The Chair may be elected to serve for one (1) additional term. Upon completion of a second term, the Chair shall be ineligible for re-selection to the same office for six (6) years.

4.2.1.3 Vacancy

A vacancy in the office of Chair shall be filled by the Vice Chair.

4.2.1.4 Duties

The Chair shall have general supervision of the affairs of the chapter, its officers, and members. The Chair shall preside at chapter Board of Director's meetings. The Chair is the primary liaison between the **SEI SF** chapter and the ASCE SF Section Board of Directors and SEI of ASCE. The Chair communicates on behalf of the chapter with updates on events, financial status, outreach, and requests for assistance from the Section. The Chair shall make available to the membership an Annual Report for the preceding fiscal year within ninety (90) days of the conclusion of the subject fiscal year.

4.2.2 Vice Chair

4.2.2.1 *Qualifications*

Candidates for Vice Chair shall be a voting SEI member in good standing and shall be a current member of the Board. Candidates shall be a professional civil engineer and/or structural engineer licensed by the State of California and with clear status.

4.2.2.2 *Term*

The Vice Chair shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. The Vice Chair may be elected to serve one (1) additional term. Upon completion of a second term, the Vice Chair shall be ineligible for re-selection to the same office for six (6) years.

4.2.2.3 *Vacancy*

Vacancies in the office of Vice Chair shall be filled by a qualified member of the Board, as determined by the Board at the time of the vacancy.

4.2.2.4 *Duties*

In the absence of the Chair, or in case of the Chair's inability to act, the Vice Chair shall perform the duties of the Chair. Additionally, the Vice Chair supports the Chair to ensure effective functioning of the board: work closely with the Chair to establish a constructive relationship and share responsibilities; take on responsibilities delegated by the Chair; ensure the Board sets a clear vision and goal, and the responsibilities of its members support the goal effectively and efficiently.

4.2.3 Past Chair

4.2.3.1 *Qualifications*

The Past Chair shall have had prior service on the Board as Chair, and priority is given to the outgoing Chair.

4.2.3.2 *Term*

The Past Chair shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. A Past Chair may be recalled to serve as needed.

4.2.3.3 *Vacancy*

Vacancies in the office of Past Chair shall be filled by the most recent Past Chair who is available and willing to serve.

4.2.3.4 *Duties*

The Past Chair shall attend all meetings of the Board and of the members and perform such other duties as may be assigned from time to time by the Chair. The Past Chair shall serve as chair of the Nominations and Elections Committee.

4.2.4 Treasurer

4.2.4.1 *Qualifications*

Candidates for Treasurer shall be a current **SEI-SF** member for at least one (1) fiscal year.

4.2.4.2 Term

The Treasurer shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. The Treasurer may be elected to serve one (1) additional term. After serving two (2) full terms, the Treasurer shall be ineligible for re-selection to the same office for six (6) years.

4.2.4.3 Vacancy

Vacancies in the office of Treasurer shall be filled by appointment of the Board.

4.2.4.4 Duties

The Treasurer shall monitor management of the financial affairs of **SEI-SF**. The Treasurer shall establish and maintain a record of income and expenditures and shall be prepared to present an accounting of affairs as deemed necessary by the Board of Directors of **SEI-SF**.

4.2.5 Secretary

4.2.5.1 Qualifications

Candidates for Secretary shall be a current **SEI-SF** member for at least one (1) fiscal year.

4.2.5.2 Term

The Secretary shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. The Secretary may be elected to serve one (1) additional term. After serving two (2) full terms, the Secretary shall be ineligible for re-selection to the same office for six (6) years.

4.2.5.3 Vacancy

Vacancies in the office of Secretary shall be filled by appointment of the Board.

4.2.5.4 Duties

The Secretary shall manage meeting logistics, attend and record minutes of board meetings, facilitate board communications, advise the Board on its roles and responsibilities, maintain effective records and administration.

4.2.6 Marketing Director

4.2.6.1 Qualifications

Candidates for Marketing Director shall be a current **SEI-SF** member for at least one (1) fiscal year.

4.2.6.2 Term

The Marketing Director shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. The Marketing Director may be elected to serve one (1) additional term. After serving two (2) full terms, the Marketing Director shall be ineligible for re-selection to the same office for six (6) years.

4.2.6.3 Vacancy

Vacancies in the office of Marketing Director shall be filled by appointment of the Board.

4.2.6.4 Duties

The Marketing Director shall promote **SEI-SF** membership and events within ASCE and/or other professional groups. The Marketing Director shall ensure that we have a social media presence.

The Marketing Director will work with the **SEI-SF** Webmaster and other Board members on ensuring the **SEI-SF** website is up to date and in sync with social media pages. The Marketing Director will work with the Secretary, Chair, and other Board members on drafting and publishing newsletters as needed.

4.2.7 Technical Director(s)

4.2.7.1 *Qualifications*

Candidates for Technical Director(s) shall be a current **SEI-SF** member for at least one (1) fiscal year.

4.2.7.2 *Term*

The Technical Director(s) shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. The Technical Director(s) may be elected to serve one (1) additional term. After serving two (2) full terms, the Technical Director(s) shall be ineligible for re-selection to the same office for six (6) years.

4.2.7.3 *Vacancy*

Vacancies in the office of Technical Director(s) shall be filled by appointment of the Board.

4.2.7.4 *Duties*

The Technical Director(s) shall inspire (technical) knowledge exchange by organizing presentations, job site visits, factory tours and laboratory visits. The Technical Director(s) will collect input from members on topics of interest to identify potential topics and speakers for technical programs sponsored by **SEI-SF**; and coordinate with other local organizations to co-sponsor technical programs, such as meeting presentations or seminars that would be of interest to the chapter.

4.2.8 Inter-Organization Director

4.2.8.1 *Qualifications*

Candidates for Inter-Organization Director shall be a current SEI-SF member for at least one (1) fiscal year.

4.2.8.2 *Term*

The Inter-Organization Director shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. The Inter-Organization Director may be elected to serve one (1) additional term. After serving two (2) full terms, the Inter-Organization Director shall be ineligible for re-selection to the same office for six (6) years.

4.2.8.3 *Vacancy*

Vacancies in the office of Inter-Organization Director shall be filled by appointment of the Board.

4.2.8.4 *Duties*

The Inter-Organization Director shall serve as a liaison between **SEI SF** and various professional development organizations within the industry to facilitate a close working relationship: establish lines of communication between organizations; coordinate joint events/activities with other groups.

4.2.9 Webmaster

4.2.9.1 *Qualifications*

Candidates for Webmaster shall be a current **SEI-SF** member for at least one (1) fiscal year.

4.2.9.2 *Term*

The Webmaster shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. The Webmaster may be elected to serve one (1) additional term. After serving two (2) full terms, the Webmaster shall be ineligible for re-selection to the same office for six (6) years.

4.2.9.3 *Vacancy*

Vacancies in the office of Webmaster shall be filled by appointment of the Board.

4.2.9.4 *Duties*

The Webmaster shall be the primary individual responsible for maintenance of the chapter's web presence. This presence shall include a calendar of events and electronic communication mechanism that are available for use by all Board members. The webmaster shall in a timely manner update the chapter's web presence with content provided by the chapter Board members and will also maintain connections to other communication mechanisms such as those provided by social media sites.

4.2.10 Outreach Director

4.2.10.1 *Qualifications*

Candidates for Outreach Director shall be a current **SEI-SF** member for at least one (1) fiscal year.

4.2.10.2 *Term*

The Outreach Director shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. The Outreach Director may be selected to serve one (1) additional term. After serving two (2) full terms, the Outreach Director shall be ineligible for re-selection to the same office for six (6) years.

4.2.10.3 *Vacancy*

Vacancies in the office of Outreach Director shall be filled by appointment of the Board.

4.2.10.4 *Duties*

The Outreach Director shall spearhead community involvement and student outreach programs and promote the membership drive.

4.2.11 Historian

4.2.11.1 *Qualifications*

Candidates for Historian shall be a current **SEI-SF** member for at least one (1) fiscal year.

4.2.11.2 *Term*

The Historian shall serve a one (1) year term to commence on the first board of directors meeting of the fiscal year, and continue until a successor is installed. The Historian may be selected to serve one (1) additional term. After serving two (2) full terms, the Historian shall be ineligible for re-selection to the same office for six (6) years.

4.2.11.3 Vacancy

Vacancies in the office of Historian shall be filled by appointment of the Board.

4.2.11.4 Duties

The Historian shall work closely with the Secretary and ensure there is a record of all **SEI-SF** events, activities, and projects; write ups of events as needed; provide records for the Annual Report.

4.3 Removal from Office

The incapacitation of any **SEI-SF** Officer, neglect in the performance of the duties of the office, or failure to remain an Institute member in good standing, may be grounds for removal from the Board. An **SEI-SF** Officer may be removed from office by a two-thirds (2/3) majority vote of the Board. The vacancy shall be filled in accordance with applicable provisions of the **SEI-SF** Bylaws.

ARTICLE 5. MEETINGS

5.1 Board of Directors Meetings

5.1.1 Requirements

No fewer than six (6) meetings of the Board shall be held each year. The Board shall be given at least thirty (30) days' notice of the meeting by electronic mail (email) to the current email addresses on file with **SEI-SF**. Agenda items shall be filed with the Secretary not later than one (1) week prior to the meeting. The agenda shall be distributed to the Board at least four (4) days in advance of the meeting.

5.1.2 Quorum

At meetings of the **SEI-SF** Board of Directors, a majority presence of the officers will constitute a quorum.

5.2 Special Meetings of the Board of Directors

5.2.1 Requirements

Special Meetings of the Board may be called at any time by the Chair upon the request of three (3) Officers. Notice of a Special Meeting shall be provided to the Board at least ten (10) days in advance of the meeting. Notice of a Special Meeting shall state the purpose of the proposed meeting. No business other than that stipulated in the notice shall be considered at any such Special Meeting.

5.2.2 Quorum

At meetings of the **SEI-SF** Board of Directors, a majority presence of the officers will constitute a quorum.

5.3 Meeting Governance

All business meetings shall be governed by Robert's Rules of Order, Revised, except as provided in these **SEI-SF** Bylaws.

ARTICLE 6. NOMINATION AND ELECTIONS

6.1 Candidate

A Candidate is a qualified **SEI-SF** Member who is pursuing or considering the pursuit of an elected

office within the **SEI-SF**.

6.2 Nominee

A Nominee is a Candidate who has received the nomination of the Nominations and Elections Committee.

6.3 Nomination and Elections Committee

The **SEI-SF** Nominations and Election Committee shall be comprised of four (4) voting **SEI-SF** members, including the Past Chair, who shall preside over the Committee. The Chair shall appoint at least one (1) current member of the Board and at least one (1) past member of the Board. No Candidate for office shall be a member of the Nominations and Elections Committee.

6.4 Candidate Selection

The Nomination and Elections Committee shall choose one or more candidates for election to each office.

6.5 Distribution of Ballots

The Secretary shall distribute the current year's election ballot and instructions for voting to all eligible voting members of the **SEI-SF** in good standing to their Email Address of Record at least 90 days prior to the end of the Fiscal Year.

6.5.1 Email Address of Record

The email address designated by the **SEI-SF** member, shall be considered as the Email Address of Record unless the **SEI-SF** member instructs otherwise.

6.6 Deadline for Receipt of Ballots

The polls for the election shall close at the end of business on the date specified on the ballot. The ballots shall be counted within fourteen (14) days after the election closes.

6.7 Tellers Committee

The ballots shall be counted and verified under the supervision of no fewer than three (3) Tellers who shall be appointed by the Chair from among the **SEI-SF** members in good standing. These Tellers comprise the Tellers Committee. No count or listing of votes cast in any **SEI-SF** election shall be permitted until after the polls have closed and then only by the Tellers Committee. The person who receives the largest number of valid votes for an office shall be declared elected. In the event of a tie between two (2) or more persons for the same office, selection shall be made by the Board from the persons so tied.

6.8 Announcement of Results

Following adjournment of the Tellers Committee, the Secretary shall announce the members of the Board to the **SEI-SF** membership.

ARTICLE 7. COMMITTEES

7.1 Routine Appointments

The Chair each year shall appoint committees as needed to operate **SEI-SF**. The Board of Directors shall appoint committee chairs, as necessary, to coordinate the committee activities with the Board of Directors. A committee chair can be either an “**SEI-SF** member” or “**SEI-SF** affiliate.”

7.2 Special Appointments

The Chair shall appoint such other committees as are from time to time deemed necessary.

ARTICLE 8. AMENDMENTS

8.1 Amendment

These bylaws may be amended only by a twenty (20) day notice to the “**SEI-SF** members” and a majority vote of those said members at a given meeting or an email ballot, and shall be approved by a three-fourth (3/4) majority of the **SEI-SF** Board of Directors.

ARTICLE 9. MISCELLANEOUS PROVISIONS

9.1 Benefit and Influence

No part of the net earnings of **SEI-SF** shall inure to the benefit of any private shareholder or individual and no substantial part of the activities of **SEI-SF** shall be carrying on propaganda or otherwise attempting to influence legislation, and **SEI-SF** shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

9.2 Dissolution

At any duly constituted meeting, the Board, by a two-thirds (2/3) majority of those present and voting, may recommend dissolution of the **SEI-SF** by the San Francisco Section of ASCE Board of Direction, provided that a written notice be given prior to the meeting of the Board meeting during which the dissolution vote is taken, and provided further that the proposed dissolution shall have been published, together with an announcement soliciting membership comments, in an Institute, Society, or third party publication that normally reaches the entire membership by other means.

Upon dissolution of **SEI-SF**, the assets remaining after the payment of the debts of the **SEI-SF** shall be distributed to San Francisco Section of ASCE.