

The By-Laws of The Los Angeles Chapter of The Society of Hispanic Professional Engineers, Inc.

Article I. Name of Organization

The name of this organization shall be the "Los Angeles Chapter of the Society of Hispanic Professional Engineers". This organization may also be referred to as the "Los Angeles Chapter", "SHPE Los Angeles", or as "SHPE-LA"; herein referred to as the Chapter.

Article II. Purpose of Organization

The purpose of the Chapter shall be to actively promote the policies, objectives, and programs of the Society of Hispanic Professional Engineers, Inc.; herein referred to as SHPE National.

Article III. Objectives and Goals of the Organization

- *VISION: A world where Hispanic Angelenos are highly valued and influential as the leading innovators, scientists, mathematicians and engineers.*

- *MISSION: To change lives by empowering the Hispanic Angeleno community to realize its fullest potential and to impact the Los Angeles Region through STEM awareness, access, support and development.*

The Chapter is committed to the advancement of its members by providing professional, educational and cultural support. The Chapter also promotes educational development programs that support Science, Technology, Engineering, and Mathematics (STEM) education in the community.

The objectives and goals of the Chapter shall be to:

1.0 Develop and support programs that promote the advancement of STEM Hispanics in employment, industry/entrepreneurship and education.

Initiatives include, but not limited to:

1. Career/employment advancement workshops
2. Technical seminars and symposiums
3. Professional certification programs
4. Professional mentorship programs
5. Programs with community partners

2.0 Increase the number of Hispanics entering the field of STEM.

Initiatives include, but not limited to:

1. School support, presentations, and workshops
2. Local community engagement
3. Support new and existing local SHPE student chapters at colleges and universities

3.0 Contribute to programs benefiting Hispanics seeking careers in STEM.

Initiatives include, but not limited to:

1. Scholarship programs
2. Recruitment programs
3. Mentorship programs

4.0 Sustain a STEM community that encourages:

1. Professional development
2. Leadership development
3. Networking
4. Entrepreneurial opportunities
5. Exchange of technical information

5.0 Inform the general public of technical contributions and achievements of its members.

Article IV. Membership and Privileges

1.0 Regular Membership

A Regular/Professional member shall be a person who at a minimum holds an engineer-in-training certificate or a bachelor's degree in any discipline of engineering, engineering technology, information technology, technology management, mathematics, computer science, physical science or a mathematically based science field. Six years of experience as an engineer or in a mathematically based science field or engineering educator may be substituted for the bachelor's degree.

Regular members shall be entitled to cast one vote in the election (per Article VI) of officers and in all business that the Board of Directors (BOD) refers to the membership. Regular members may hold office (per Article VI) and may also nominate themselves or qualified individuals for Chapter and/or National Office.

2.0 Associate Membership

An associate member shall be a person who believes and supports the purpose of the Chapter. Associate members shall be extended all privileges of a Regular/Professional member less those exempted below:

1. Associate members shall not be entitled to vote in National elections but can vote for Chapter elections. Associate members may not hold National offices or the offices of President, Vice-President of Operations, Vice-President of External Affairs, Vice-President of Innovation & Technology in the Chapter.

3.0 Honorary Membership

Honorary members shall be individuals who have been awarded a membership by the chapter's Board of Directors. Honorary members shall not be entitled to nominate, vote nor hold a position on the Board:

1. They shall be persons who have accomplished an outstanding achievement in their engineering or scientific profession.
2. Persons who have participated beyond requirement for the advancement of Hispanic persons in the field of engineering or science.

Honorary members are exempt from chapter dues for life. Honorary members shall be extended all privileges of membership less those exempted above.

4.0 Lifetime Memberships

Lifetime Membership is extended by SHPE National to general members, from any class of general or other designated membership, who have met the requirements that are established from time to time by the National Board for recognition as a Lifetime Member. Once individuals have met the qualifications for Lifetime membership and are recognized by the National Board as a Lifetime Member, they shall retain the designation of Lifetime member even if the conditions for membership change or are modified by the National Board. Persons who were Lifetime Members of the Society of Hispanic Professional Engineers, Inc. shall be recognized as Lifetime Members of the Corporation. Lifetime Members may elect candidates for the National Board or vote for Regional Committee members consistent with the class of general or other designated membership they held prior to becoming Lifetime Members.

5.0 Termination of Membership

Any member may terminate his/her membership upon written notification of the effective date of resignation to the Secretary of the Chapter.

The Chapter may, by a two-thirds (2/3) majority vote of the entire present membership, terminate a person's membership from the Chapter for any infraction of the bylaws, rules and/or regulations of the Chapter. Present voters must have been members for at least one (1) year.

Article V. Board of Directors

1.0 Administration

The affairs of the Chapter shall be administered by the Board of Directors (BOD) consisting of the elected officers listed below. The BOD operates and makes decisions based upon group majority rule and is presided over by the President. The BOD shall be responsible for all business concerning the Chapter. The BOD shall set and establish policy for the Chapter. The administration of the chapter bylaws and management of the day-to-day chapter affairs are delegated to the officers as specified herein.

2.0 The Elected Officers

The elected officers shall consist of a President, a Vice-President of Operations, a Vice-President of External Affairs, a Vice-President of Innovation & Technology, a Secretary, and a Treasurer.

2.1 The President shall:

- 2.1.1 Represent the Chapter and be responsible for the organizational and financial well being of the Chapter, as well as all other business concerning the Chapter according to policies and guidelines set and approved by the BOD or the Chapter.
- 2.1.2 Chair and preside at BOD, general, and special meetings.
- 2.1.3 May appoint or dismiss any committee chair, and may create or dissolve ad hoc committees, subject to the approval of the majority of the BOD.
- 2.1.4 Coordinate with national and regional SHPE Leadership.
- 2.1.5 Attend and represent Chapter at regional and national meetings.
- 2.1.6 Have responsibility, with the Treasurer, for all financial matters regarding the chapter.

2.2 The Vice-President of Operations shall:

- 2.2.1 Assist the President in all business concerning the Chapter membership and shall act as President pro tem in the latter's absence.
- 2.2.2 Support President in strategic planning, goal-setting, and reporting of Chapter activity.
- 2.2.3 Responsible for Chapter policy. To plan, develop and enforce policies and objectives for the Chapter. To ensure the Chapter maintains its values and meets established goals.
- 2.2.4 Be responsible for the establishment of programs aimed at the professional and cultural development of the membership.
- 2.2.5 Co-Chair all meetings, and chair meetings in the absence of the president.
- 2.2.6 Serve as acting president in the President's dismissal.
- 2.2.7 Coordinate the election of officers and oversee the election committee

2.3 The Vice-President of External Affairs shall:

- 2.3.1 Assist the President in all business concerning the Chapter.
- 2.3.2 Responsible for professional membership and contributions. Act as liaison with professional chapter outside of SHPE.
- 2.3.3 Act as liaison for local student chapters to inform on the opportunities of professional membership and to recruit graduating college seniors to the chapter. This includes to assist local student chapters and their members in meeting their goals.
- 2.3.4 Create strategies for the Chapter's growth and diversity of membership.
- 2.3.5 Serve as acting president in the President's and Vice-President of Internal Operations' absence or dismissal.

2.4 The Vice-President of Innovation & Technology shall:

- 2.4.1 Responsible for all matters regarding marketing, media and communications.
- 2.4.2 Responsible for establishing and maintaining the Chapter's online presence.
- 2.4.3 Administer and maintain Chapter Information System Infrastructure (ISI).
- 2.4.4 Responsible for Chapter website and all duties associated to associated with maintenance
- 2.4.5 Responsible for maintaining all forms of Chapter communications.
- 2.4.6 Responsible of reporting that status of all ISI matters to the BOD.

2.5 The Treasurer shall:

- 2.5.1 Be responsible for all matters regarding Chapter finances.
- 2.5.2 Oversee disbursement of authorized funds.
- 2.5.3 Manage banking and accounting of all Chapter funds.
- 2.5.4 Prepare quarterly financial reports listing all liabilities and assets of the Chapter to the BOD.
- 2.5.5 File an annual financial report with the office of SHPE National.
- 2.5.6 File all financial reports required by State and/or Federal Governments.
- 2.5.7 Transfer all financial reports in hard and electronic copy to the succeeding Treasurer within 30 days of conclusion of their term.

2.6 The Secretary shall:

- 2.6.1 Maintain all official records of the Chapter.
- 2.6.2 Maintain the official membership roster.
- 2.6.3 Meet all National requirements in submitting membership forms and dues to National within 30 days of receiving with the support of the Treasurer.

- 2.6.4 Make proper entries in the books of the Chapter.
- 2.6.5 Serve all notices required by law or the Bylaws of the Chapter.
- 2.6.6 Be responsible for official Chapter correspondences and coordination of receipt of mail to Chapter Post Office Box.
- 2.6.7 Be responsible for recording all minutes of meetings and their timely editing, submittal for approval, and distribution to all members.
- 2.6.8 Be responsible for coordinating the completion of the National Reporting Program.
- 2.6.9 Transfer all official records of the Chapter in hard and electronic copy to the succeeding Secretary within 30 days of conclusion their term.

3.0 Appointed Directors/Committee Chairs

The BOD will be responsible for establishing the Director/Committee Chair position needed by the Chapter. The appointed Director/Committee Chair will be overseen by one of the elected officers as determined by the BOD. The BOD will be responsible for establishing the policy and procedure for each Director/Committee Chair.

The Director/Committee Chair will be appointed for one (1) fiscal year. The Director/Committee Chair will be appointed by a BOD majority vote. The Director/Committee Chair can be terminated by a BOD majority vote for the lack of fulfilling their duties as established by the policy and procedure.

1. Example of Director/Committee Chair may include but not limited to:
 - a. Membership Director/Committee Chair
 - b. Election/Nomination Director/Committee Chair
 - c. Fundraising Director/Committee Chair
 - d. Events Director/Committee Chair

3.1 The Advisory Committee shall:

- 3.1.1 Will serve to offer guidance and non-binding strategic advice and assistance for the Chapter and BOD.
- 3.1.2 Be comprised of 6 members with one member to represent as Chair and be present at BOD meetings.
- 3.1.3 Will not have BOD voting privileges.
- 3.1.4 Provide unbiased insight and ideas from a third point-of-view.
- 3.1.5 Will act as a resource for executive.
- 3.1.6 To be on the advisory board a minimum requirement of one (1) fiscal year.

Article VI. Elections and Term of Office

1.0 The Elections Committee

The election of the Chapter Officers shall be organized and directed by the Elections Committee, appointed by the Vice-President of Operations. The actions of the Committee must be impartial and fair to all the candidates. The Committee will prepare ballots to be distributed to all eligible regular and associate members to vote for the Chapter Officers according to policies and procedures established by the Chapter. The Elections Committee shall notify the membership in a timely manner of the open offices and solicit nominations for candidates as described below.

2.0 Nominations and Eligibility

The Board of Directors shall be elected by a vote of eligible members within the Chapter's jurisdiction. Each candidate must have been an official SHPE Professional member for at least one (1) fiscal year in order to be nominated. A candidate may nominate him/herself with a petition and two (2) signatures from a regular members or may nominate a candidate with a petition and one (1) signature from a regular members. The name of the candidates must be submitted to the Elections Committee.

2.1 Voter Eligibility

Regular and Associate members may participate in the election process if their membership National dues are paid as of March 31st of the election year.

2.2 Candidate Eligibility

A Regular or Associate member is eligible to hold office per the requirements of Article IV and if he/she has paid membership dues as of March 31st of the election year.

3.0 Election of Officers

1. The ballots shall be collected and counted by the Elections Committee at the Annual Election Meeting.
2. Absentee ballots shall be counted separately and must be sent to the Secretary at least twenty-four hours prior to the scheduled beginning of the Annual Election Meeting.
3. Candidates receiving the majority of votes per office shall be declared the winners.

4.0 Duration of Term

1. The term of office shall be two (2) years to begin on the first (1 st) day of July after the election.

4.1 Term Overlap

During the first two (2) formative years of the chapter, all BOD officers shall serve concurrent terms. Following first three formative years of the Chapter, the term of office shall overlap as follows:

1. The President, Vice-President of External Affairs, and Secretary shall be elected on even numbered years.
2. The Vice-President of Operations, Vice-President of Innovation and Technology and Treasurer shall be elected on odd numbered years.

5.0 Notice of Elections

A meeting notice shall be delivered by email to all members not less than thirty (30) or more than sixty (60) days prior to the meeting.

6.0 Removal from Elected BOD

A BOD member may be removed from office by a recall election for not fulfilling his/her duties as specified in Article V by membership termination according to Article IV Section 5.0.

6.1 Removal of BOD Members

A candidate for recall can be nominated by submitting a petition to the Secretary and a copy separately to any of one other officer on the BOD. The petition must be signed by a minimum of fifty-one (51) percent of the regular membership. The BOD must appoint an ad hoc recall elections committee as soon as possible or no later than the next scheduled BOD meeting after the petition is received by the officers. The recall election committee shall validate the petition signatures and upon validation a recall election will be organized and conducted within thirty (30) days of the recall election committee's formation. A simple majority of the votes of present regular members is necessary to recall any BOD member. Present voters must have been members for one (1) year prior to voting.

6.2 Terminated BOD Members

Any BOD member who has been recalled by the membership or whose membership has been terminated is automatically vacated from Chapter Office and from the BOD and must surrender all materials belonging to the Chapter. Should the President be recalled, the Vice-President of Operations shall assume the office of President for the remainder of the term.

7.0 Vacancies

The order of succession shall prevail in the event of a vacancy in any office due to death, resignation, disqualification, or otherwise. The resulting vacancy must be filled by the BOD within thirty (30) days of the vacancy for the unexpired portion of the term. The order of succession shall be as listed in Article V, Sections 2.1 - 2.5.

Article VII. Committees

The BOD shall have the power to establish any committee to conduct the business of the Chapter. The President may appoint, with BOD concurrence, any member in good standing to chair such a committee as specified below.

Article VIII. Jurisdiction

1.0 Geographic Boundaries

The Chapter shall exercise its jurisdiction over the area included within the geographic boundaries of The Greater Los Angeles region

2.0 Jurisdiction Changes

The Chapter's jurisdiction may be reduced in geographic size if new chapters evolve within Chapter jurisdiction and are officially approved and recognized by SHPE National. In this case, these areas or portions thereof that can best be served by the new chapter as determined by its members shall be subject to jurisdiction transfer to the new chapter.

Article IX. Student Chapters

1.0 Student Chapters

Student Chapters shall be established by SHPE National

Article X. Fiscal Year

1.0 Duration of Fiscal Year

The Fiscal Year of the Chapter shall begin on July 1st and end on June 30th of the subsequent year.

Article XI. Dues

1.0 Dues

Dues are as follows:

1. The amount of annual dues for each membership category shall be determined by SHPE National. Dues are to be paid directly to the Chapter. The Chapter will forward a portion of the dues to SHPE National per the current SHPE National policy.
2. Members who send dues directly to National are responsible for notifying the Chapter Secretary to insure inclusion in Chapter roster.
3. Dues shall be payable to the Chapter before the first (1st) day of July of each year. New members shall be prorated from the first (1st) day of every third (3rd) month, in which such new member submits for membership, for the remainder of the Chapter fiscal year.

Termination of membership for nonpayment of dues is as follows:

Any member whose dues are more than three months in arrears shall be so notified by the Secretary. The BOD may suspend any member who becomes ineligible for membership by default in the payment of dues for the period fixed in Article XI, Section 1.0.2.

Article XII. Meeting

1.0 Quorum

To establish a quorum, not less than one half (1/2) of the BOD must be present. Voting issues shall be determined by majority vote of members present. Present voters must have been members of the Chapter for one (1) year.

2.0 Annual Election Meeting

An Annual Election Meeting of the members shall be held in the month of April.

3.0 General Meetings

At least three (3) general meetings shall be held each fiscal year, in addition to the Annual Election Meeting.

4.0 BOD Meetings

The BOD shall meet at least ten (10) times during the fiscal year. Members may attend as non-voting observers. Members may be granted voice upon approval by the BOD

5.0 Special Meetings

The President or any three members of the BOD can call a special meeting of the Chapter general membership.

6.0 Meeting Notices

A meeting notice shall be delivered to each member. The notice shall include the agenda, place, date and time of the meeting and shall be delivered in writing or electronic form not less than ten (10) or more than sixty (60) days prior to the meeting.

7.0 Meeting Rules

All meetings shall adhere to "Robert's Rules of Order".

Article XIII. Assets

1.0 Assets

In the event that the Chapter is dissolved, any assets acquired by the Chapter shall be added to the assets of the governing SHPE Region, while assets belonging directly to SHPE National. shall be returned.

Article XIV. Donations

1.0 Chapter Donations

The Chapter, a non-profit organization, may accept donations from individuals, corporations and other organizations and host fund raising banquets and events for Chapter programs and activities consistent with SHPE National policy.

2.0 Foundation Donations

Donations for Educational Grants and other education purposes under the auspices of SHPE National, a 501(c) 3 non-profit organization, shall be referred directly to SHPE National consistent with SHPE National policy.

Article XV. Liability of Members

1.0 Liability

No member of the Chapter shall be personally or otherwise liable for any debts, liabilities, and/or obligations of the Chapter.

Article XVI. Amendments to the Constitution

1.0 Amendment Procedure

- 1.1. A motion to amend the bylaws must first be made, entertained, and approved by the BOD.
- 1.2. The proposed amendment, after BOD approval, shall be submitted in writing to the Secretary for presentation to the regular membership at an annual or general meeting or by mail.

2.0 Chapter Approval

Chapter approval of proposed amendments shall be by a two-thirds (2/3) majority vote of Regular and Associate Members present at the general or special meeting at which it is to be voted upon.

3.0 SHPE National Approval

After Chapter approval, proposed amendments shall be submitted to SHPE National for approval.

4.0 Date of Effect

All amendments to this constitution shall become effective immediately after SHPE National approval.

This constitution, in its entirety, was approved by a 2/3 vote of the members of the Los Angeles Chapter of the Society of Hispanic Professional Engineers, Inc on

Date

President,

Vice-President of Operations,

Vice-President of External Affairs,

Vice-President of Innovation and Technology,

Treasurer,

Secretary