ARTICLE I
Statement of Purpose
This Association is established for the following purposes:
Section 1. To advance the art and science of structural engineering; to improve the practice of structural engineering and service to the public; to encourage engineering education; to maintain the honor and dignity of the profession; to enlighten the public regarding the province of the structural engineer; to advance proper legislation and to oppose improper legislation affecting structural engineering practice; to cooperate with other professional organizations; to cultivate social contacts within its Membership and by closer association and better mutual understanding to discourage unethical and/or detrimental practice.
Section 2. To afford the public a reasonable assurance of the ability and integrity of its Membership through the provision of high quality educational content and enforcing adherence to ethical canons.
Section 3. To secure uniformity of action among the individuals forming this Association upon the general principles herein set forth, and upon such policies as may be decided upon from time to time. All action and policy shall strive to improve the profession.

ARTICLE II
Membership
Membership in the Association shall consist of the following grades: MEMBER SE, MEMBER, ASSOCIATE MEMBER, AFFILIATE MEMBER, INDUSTRY MEMBER, STUDENT MEMBER, CORRESPONDING MEMBER, FELLOW, HONORARY MEMBER, and LIFE MEMBER.
Section 1. The term “Voting Member” as used throughout these bylaws shall mean a person holding the class of “MEMBER SE” or “MEMBER”.
Section 2. The term “Member” as used subsequently in these Bylaws shall, unless otherwise noted, mean a person holding any class of Membership.
Section 3. The qualifications of Members may be reviewed at the discretion of the Board of Directors.
Section 4. A MEMBER SE shall be a Civil Engineer registered in the State of California with authority to use the title Structural Engineer. A MEMBER SE may vote, hold office, serve as a director, committee chair or committee member within the Association and may serve as director, officer, committee chair or committee member of the Structural Engineers Association of California (SEAOC).
Section 5. A MEMBER shall be one of the following:
   a. A Civil Engineer registered in
the State of California regularly engaged in
the practice of structural or related
engineering,

b. A person who holds a full-time
teaching position in structural or civil
engineering at a university or college,

c. A person who has attained
eminence in the field of engineering which,
in the opinion of the Board of Directors,
qualifies the person for the grade of
MEMBER.

A MEMBER shall have all of the
rights, duties, benefits and privileges of a
MEMBER SE except holding the office of
President or Vice President, serving on the
Board of Directors of SEAOC, and may not
chair or be SEAONC delegate to a SEAOC
Structural Standards committee except with
the approval of the SEAOC Board of
Directors.

Section 6. An ASSOCIATE MEMBER shall
be a structural, civil, or architectural
engineering graduate who is not eligible for
the grade of MEMBER or MEMBER SE. An
ASSOCIATE MEMBER shall have all of the
rights, duties, benefits and privileges of a
Voting Member except for voting or holding
office.

Section 7. An AFFILIATE MEMBER shall be
a person in a field cooperating with and/or
working closely with structural engineers in
the advancement and practice of the
technical aspects of structural engineering.
An AFFILIATE MEMBER shall have all of
the rights, duties, benefits and privileges of a
MEMBER except for voting, holding office,
being a member of or serving as Chair of a
SEAONC committee.

Section 8. An INDUSTRY MEMBER shall be
a person in an industry cooperating with
structural engineers who does not qualify as
an ASSOCIATE MEMBER, MEMBER or
MEMBER SE. An INDUSTRY MEMBER
shall have all of the rights, duties, benefits
and privileges of a MEMBER except for
voting, holding office, being a member of or
serving as Chair of a SEAONC committee.

Section 9. A STUDENT MEMBER shall be
an engineering student who is enrolled full
time in an accredited engineering school,
college or university. A STUDENT
MEMBER shall have all of the rights, duties,
benefits and privileges of a MEMBER except
for voting, holding office, being a member of
or serving as Chair of a SEAONC committee.

Section 10. A CORRESPONDING MEMBER
shall be a person interested in supporting the
goals and purposes of the Association who
does not qualify for other membership
grades or who does not reside in California.
A CORRESPONDING MEMBER shall have
all of the rights, duties, benefits and
privileges of a MEMBER except for voting,
holding office, being a member of or serving
as Chair of a SEAONC committee.

Section 11. A FELLOW shall be a MEMBER
SE so designated by the Board of Directors in
recognition of outstanding service to the
Association or accomplishments in the field
of structural engineering. A FELLOW shall
have been a member in good standing for 15
years.

Section 12. An HONORARY MEMBER shall
be a person so designated by the Board of
Directors in special recognition of the
person's contribution to the structural
engineering profession. An HONORARY
MEMBER who is a Voting Member shall
have all of the rights, duties, benefits and
privileges of the grade held before being
recognized as an HONORARY MEMBER.
An HONORARY MEMBER who is not a
Voting Member shall have all of the rights,
duties, benefits and privileges of an
AFFILIATE MEMBER.

Section 13. A LIFE MEMBER shall be a MEMBER SE, MEMBER, AFFILIATE MEMBER, INDUSTRY MEMBER or CORRESPONDING MEMBER who is so designated by the Board of Directors. A LIFE MEMBER shall have been a Member in good standing for 20 years and be retired from active practice. A LIFE MEMBER shall have the rights and privileges of the grade held at the time of being designated a LIFE MEMBER.

Section 14. Transfer from ASSOCIATE MEMBER to MEMBER or from AFFILIATE MEMBER to MEMBER or from MEMBER to MEMBER SE shall be automatic when the qualifications have been attained and the transfer has the approval of the Board of Directors.

ARTICLE III
Admission, Transfer, Disciplinary Action

Section 1. Admission to the Association shall be in accordance with the following procedure:

a. A completed application shall be submitted to the Board of Directors. The Board of Directors shall review qualifications and appropriate membership grade for admission to the Association.

Section 2. An application for transfer from a Member in good standing of another member association of the Structural Engineers Association of California shall be considered as a new application for Membership. The appropriate grade of Membership shall be determined in accordance with this Association’s Bylaws.

An applicant shall furnish a statement from the former Association stating that the applicant is a member in good standing, that dues have been paid for their current fiscal year, citing the duration of Membership and stating the present grade of Membership.

If all of the above requirements have been met, the applicant will not be required to pay any dues to this Association until the start of the next fiscal year.

Section 3. Any Member may bring forth charges for disciplinary action against any other Member or Members upon the grounds of unprofessional conduct or conduct detrimental to the Association or in violation of its Canon of Ethics or these Bylaws.

Such charges shall be made in writing, specifically stating the conduct in question, and shall be addressed and sent to or delivered to the Secretary of the Association and signed by the Member bringing the charges. Such charges shall be treated as confidential by all concerned and will only be discussed or disseminated as provided by this section.

The Board of Directors shall consider the charges, and if disciplinary action appears to be warranted, the Secretary of the Association shall advise the charged Member, in writing, of the charges against the Member, the name of the person bringing the charges, the time and place of the hearing of such charges (which hearing shall be conducted by the Board of Directors), and of the member’s right to present at such time a defense either in person or in writing.

After considering the evidence presented at such hearing, the Board of Directors may, by a two-thirds affirmative vote of the full Board, order such disciplinary action as it deems appropriate, including, but not restricted to: censure; suspension from membership; or expulsion.

The suspension period shall not exceed one year and during the period of any suspension, the member’s obligation to pay
dues shall continue.

The Board of Directors may, at its discretion, notify the membership of the disciplinary action taken.

Each member of the Association waives any claim for libel or slander against any Member of the Board of Directors, or any officer, agent, or employee of this Association by reason of any charges made or published or any other action taken pursuant to this section.

Section 4. Should a Member be expelled from this Association, the Member shall not again be entitled to Membership, unless the Board of Directors, by a two-thirds affirmative vote of the full Board, allows consideration of the expelled Member’s application.

ARTICLE IV
Dues, Assessments and Contributions

Section 1. Annual dues shall consist of Association dues and SEAOC dues.

Association dues are those paid for support of, and use by, the Structural Engineers Association of Northern California and shall be set by the Board of Directors.

SEAOC dues are those paid for the support of, and use by, the Structural Engineers Association of California and are set by the SEAOC Board of Directors. Payment of SEAOC dues is mandatory for all SEAONC Member grades.

Section 2. Annual dues shall be assessed at 100% for Members, with ASSOCIATE MEMBERS and AFFILIATE MEMBERS set at 50% of Member annual dues. STUDENT MEMBERS shall pay no more than 25% of Member annual dues.

LIFE MEMBERS, so designated before 1995, and HONORARY MEMBERS shall pay no dues. LIFE MEMBERS, so designated after 1994, shall pay 25% of Member annual dues.

Annual dues, and the amounts applying to each grade of Membership and the division between SEAONC and SEAOC dues, shall be published annually. Annual dues shall be payable upon billing and any Member more than six months in arrears shall, except as herein provided, cease to be a Member of the Association.

Section 3. The Board of Directors may increase or decrease Association dues, singly or collectively, by not more than 10% in any fiscal year. Increases or decreases in excess of 10% must be approved by an affirmative vote of not less than two-thirds of Members voting.

Members changing grade within the Association shall not be required to pay any additional dues during the fiscal year of the change.

On application from any Member, the Board of Directors may, at its discretion and for cause, remit part or all current dues and/or assessments for that Member or extend the time of payment for that Member.

Section 4. Additional moneys required to carry on the activities of the Association may be raised through assessments, which shall not exceed the annual dues for any one fiscal year. Any assessments proposed by the Board of Directors must be approved by an affirmative vote of not less than two-thirds of eligible Voting Members.

Section 5. The Board of Directors is empowered to receive contributions from any source, provided the funds so received are used to further the aims and objectives of this Association.

Section 6. The fiscal year of this Association shall be from the first day of July to the last
day of June of the following year.

ARTICLE V
Officers and Directors

Section 1. The Association Officers shall comprise President, Vice President, Secretary and Treasurer.

Section 2. The Board of Directors shall consist of 9 Voting Members, which shall include the President, the Vice President, the last available Past President, and 6 Directors. The Treasurer and the Secretary shall be appointed by the President from among the sitting Directors.

Section 3. The President, the Vice President and 3 Directors shall be elected annually by the Voting Members as set forth in Article VI.

Section 4. The President and Vice President shall be elected for one-year terms, the Directors for two-year terms.

Section 5. All Association Officers and Directors shall be ineligible to succeed themselves.

Section 6. Except as otherwise provided, a vacancy in any Association Office or Director position shall be filled by the Board of Directors, appointing for the unexpired term, an available candidate for the vacancy, who received the next highest number of votes at the last election. When the election process does not provide alternate candidates for an Association Office, the Board of Directors will appoint a replacement to serve the unexpired term for the vacated Office.

Section 7. An Executive Director or Executive Secretary, comprising an individual and identified support staff, shall be appointed by the Board of Directors.

Section 8. Only the Executive Director or Executive Secretary may receive remuneration for administrative services to this Association.

ARTICLE VI
Nomination and Election of Officers and Directors

Section 1. The election of Directors, President and Vice President shall be held each year before the annual June business meeting.

Section 2. Candidates for the offices of President, Vice President and Director shall be nominated and elected in accordance with the following procedure: A Nominating Committee consisting of five Voting Members shall be nominated and elected by ballot before or at an Association meeting in the month of February. Nominations for this committee may be made by Members, but only eligible Members shall be nominated. Incumbent Officers, Directors and Members of the Nominating Committee for the preceding year are ineligible for the current Nominating Committee. Voting Members shall vote from a list of at least ten Nominees. The five Nominees receiving the highest number of votes shall be declared elected to the Nominating Committee. The Nominee receiving the most votes will be appointed Chair of the Nominating Committee. Service on this committee shall not affect a Member’s eligibility for office. The Vice President shall be an ex-officio member of the Nominating Committee.

Before April 2 the Nominating Committee shall nominate for office at least one MEMBER SE for President, at least one MEMBER SE for Vice President, and at least two Voting Members each for three Director positions. A report, describing the nominations, shall be sent to the Voting Members before April 9. Up to, and including, May 1, additional nominations may be made by Petition of at least five
percent of the Voting Members, submitted to the President and received by the Board of Directors before May 9. Each Petition must be accompanied by a statement of the Nominee’s willingness to serve in the capacity offered.

Section 3. Before May 10 all Voting Members shall receive a ballot listing all nominees for President, Vice President and Director. The balloting method shall maintain the integrity of the election process and provide strict adherence to the concept of the secret ballot, assuring only one vote per Voting Member.

The completed ballot shall be validated by the voter and returned to the Association office before noon of the day of the annual June business meeting. The received ballots shall then be counted. Those receiving the highest number of votes shall be declared elected at the annual June business meeting. The elected Officers and Directors shall take office at the adjournment of the Board of Directors meeting held in June.

Section 4. All tasks associated with Nominations and Elections shall be conducted by an Election Committee appointed by the President. All Nomination and Election results shall be made available to and presented to the Membership.

ARTICLE VII
Powers and Duties of Officers and Board of Directors
Section 1. The President shall preside at all meetings of the Association and Board of Directors. The President shall confirm all Committee Chairs and be an ex-officio Member of all committees.
Section 2. The Vice President shall fulfill the duties of the President in the President’s absence. In the event of the President’s death, resignation or expulsion, the Vice President shall perform the duties of the President for the remainder of the term.

Section 3. The Treasurer shall be the custodian of all funds and financial records of the Association and shall make disbursements when authorized by the Board of Directors.

Section 4. The Secretary or the Secretary’s delegate shall take minutes of this Association’s annual business meeting and Board of Directors meetings. A copy of such minutes shall be preserved in the Association office.

Section 5. The Board of Directors shall direct and control the affairs of the Association, and make financial resources available to the Secretary, Treasurer, and other Officers, Directors, or committee representatives.

ARTICLE VIII
Meetings
Section 1. Meetings of this Association shall be held at the call of the Board of Directors.
Section 2. Five Directors shall constitute a quorum of the Board of Directors.
Section 3. The Board of Directors shall meet periodically, but no less than six times per twelve month period. Special meetings of the Board of Directors may be called by the President.
Section 4. The Annual Business Meeting of this Association shall be a Membership meeting in the month of June referred to herein as the “annual June business meeting.”
Section 5. Robert’s Rules of Order, latest edition, shall govern all parliamentary procedure not otherwise provided for by these Bylaws.
ARTICLE IX
Amendments
Section 1. Amendments to ARTICLES II, III, IV, V or IX of these Bylaws may be initiated by the Board of Directors, or on petition of at least 10% of the Voting Members. The Amendment shall be adopted only upon qualifying vote. Qualifying vote is defined as affirmative vote of not less than two-thirds of the Voting Members returning a ballot, and affirmative vote of at least one-third of the eligible Voting Members.

Section 2. An amendment to other Bylaws Articles may be made in accordance with the provisions set forth in ARTICLE IX, Section 1 or by resolution at any Association meeting provided that a 30 day notice of intention has been given to Members. The amendment shall be adopted only upon an affirmative vote of not less than two-thirds of the Voting Members attending the Association meeting.

Section 3. Amendments proposed in accordance with ARTICLE IX, Section 1 shall be submitted to the SEAONC Bylaws Committee for review. The Committee will present the results of their review to the Board of Directors before the amendments are released to Voting Members.

ARTICLE X
Delegates to the Structural Engineers Association of California
Section 1. The number and qualifications for the Delegates to the Structural Engineers Association of California (SEAOC) shall meet the requirements set forth in the Bylaws of the Structural Engineers Association of California.

Section 2. The appointment of Delegates to represent this Association on the Board of Directors of SEAOC shall be made by the Board of Directors of this Association prior to the SEAOC Annual Convention. The term of each Delegate shall be for a single year, but no more than four years cumulatively for any individual Delegate. The appointed delegates shall include the seated President of this Association each year.

ARTICLE XI
Committees
Section 1. The Membership and number of Members serving on Committees shall be as specified in the policies established by the Board of Directors.

Section 2. The President will recognize and describe all Association Committees each year and may create or dissolve committees as agreed upon by a two-thirds affirmative vote of the full Board of Directors. Additional committees may be created, or existing committees eliminated by suggestion from a standing Director of this Association and agreed upon by a two-thirds affirmative vote of the full Board of Directors.

ARTICLE XII
Student Chapters
Section 1. Student Chapters may be organized by Student Members on any accredited engineering school, college or university campus, where there is sufficient interest to warrant the creation of a Chapter and where such a chapter is approved by the Board of Directors.

Student Chapters may organize activities consistent with the goals and purposes of this Association, including technical programs and social events.

Section 2. The internal organization of Student Chapters shall be determined by the Student Chapter Members and shall be
subject to approval by the Board of Directors.

Section 3. The relationship of the Student Chapters to this Association shall consist of the following:

a. All Members of the Student Chapter shall be STUDENT MEMBERS of this Association and shall have all the usual privileges of that grade. STUDENT MEMBERS of this Association do not have to be affiliated with a Student Chapter.

b. The President will appoint a contact Member for each chapter. The contact Member shall act as liaison between the Student Chapter and the Board of Directors.

c. This Association will provide support for Student Chapter activities in the form of speakers, tours, publications, etc., in so far as possible, as requested by the Student Chapter and approved by the Board or Directors.

Section 4. Student Chapters shall have a faculty advisor who should preferably be a Member of this Association.

Section 5. Student Chapter may impose dues consistent with the financial needs of the chapter. Such dues shall be in addition to those charged by this Association.

ARTICLE XIII
Policy on Discrimination and Harassment

Section 1. All Members and guests have the right to participate in Association activities in an environment free of discrimination and harassment. This Association requires respect for the rights and dignity of each Member and guest. Discrimination or harassment will be neither condoned nor tolerated and is considered conduct detrimental to the Association and actionable per Article III of these Bylaws.

Section 2. Any Member or guest witnessing or personally subjected to discrimination or harassment at an Association activity shall notify the President, a Director, or Committee Chair should the incident occur at a committee meeting. Any Director or Committee Chair receiving a complaint shall immediately inform the President. Upon receiving or hearing of a complaint, the President, in cooperation with the complainant, shall write a description of the incident and charges for action by the Board of Directors of this Association in accordance with Article III, Section 3 of these Bylaws. On an annual basis, the President will present this Article to the Board of Directors and Committee Chairs during a regularly scheduled meeting.