

BYLAWS OF
THE SOCIETY OF HISPANIC PROFESSIONAL ENGINEERS
SAN DIEGO CHAPTER
SAN DIEGO, CALIFORNIA

ARTICLE ONE
OFFICES

1.01 Principal Office. The principal office of the corporation shall be located in the City of San Diego, County of San Diego.

1.02 Other Offices. The corporation may have such other offices as the officers of the corporation may determine or as the affairs of the corporation may require from time to time.

ARTICLE TWO
BOARD OF DIRECTORS

2.01 Executive Board of Directors. The executive board of directors of the corporation shall consist of a President, VP of Corporate Affairs, VP of Finance, VP of Operations, VP of Marketing, VP of Membership, VP of Technology, and VP of Students Affairs. The election of the board of directors shall be held at the annual election meeting.

2.02 Appointments. The executive board of directors of the corporation shall have the power to appoint Committee Directors as may be necessary to carry out the responsibilities of the respective office.

2.03 Removal. Any elected officer may be removed from office for dereliction of duty by a majority vote of the officers in conjunction with a two-thirds vote of the general members.

2.04 Election and Term of Office. The officers of the corporation shall be elected by the general membership through an electronic voting system ensuring anonymous voting and verified vote counting. Each officer shall hold office until his successor is duly elected. The following officer positions shall hold term for 2 years: President, Vice President of Corporate Affairs, Vice President of Operations, Vice President of Finance, Vice President of Marketing, Vice President of Membership, Vice President of Technology, and Vice President of Student Affairs.

The following officer positions shall be elected on even years: President, Vice President of Corporate Affairs, and Vice President of Operations, Vice President of Technology

The following officer positions shall be elected on odd years: Vice President of Finance, Vice President of Marketing, Vice President of Membership, and Vice President of Student Affairs.

All officer positions shall be allowed a maximum of 2 consecutive terms per unique position for a total of 4 years per position. Board members that reach term limits can continue to serve in a different position. Positions include President, Vice President of Corporate Affairs, Vice President Finance, Vice President of Operations, Vice President of Marketing, Vice President of Membership, Vice President of Student Affairs. Board members can return to previous positions after serving in a different role for a minimum of one term.

2.05 Vacancies. A vacancy in any office because of death, resignation, disqualification or otherwise, may be filled by the President of the corporation for the unexpired portion of the term. A vacancy of the President will be filled by the following succession order: Vice President of Corporate Affairs, Vice President of Operations, Vice President of Finance, Vice President of Marketing, Vice President of Membership, Vice President of Student Affairs.

2.06 President. The President shall represent the corporation and be responsible for all business concerning the corporation. The President shall have full power in the management and business of the corporation, and shall set and establish all policy of the corporation and/or other functions or activities by or under the direction of this corporation, subject to the approval of the Board of Directors.

2.07 Vice President of Corporate Affairs. Vice President of Corporate Affairs is to manage sponsorships, build relationships with industry partners, and grow a network of industry partners.

2.08 Vice President Of Operations. The Vice President of Operations shall maintain records concerning the business aspects of the corporation. Provide documentation for all business recordings of the corporation. Administer all policy of the corporation and/or other functions or activities. Ensures corporate business is conducted per the by-laws of the corporation and board governance board practices.

2.09 Vice President of Finance. The Vice President of Finance shall be responsible for the collection of dues, disbursement of authorized funds and the banking and accounting of all corporation funds. The Vice President of Finance shall make semi annual financial reports listing all liabilities and assets of the corporation to the Executive Board of Directors.

2.10 Vice President of Marketing. The VP of Marketing will be responsible for managing the SHPE San Diego Professional brand and will further be responsible for promoting the organization and events for our membership in San Diego, Southern California and beyond as applicable for the event and/or activity. The Vice President of marketing will also be responsible for managing our social media strategy to ensure we appropriately promote and highlight the activities and successes of our chapter and members.

2.10 Vice President of Membership. The VP of Membership will be responsible for instituting plans and methods to maintain and grow our membership. The benefits and value add of being a SHPE SD Professional will be instrumental to making sure our membership is aware of the benefits. Furthermore, the Vice President of Membership will proactively engage with our members to understand their needs and challenges to further help prioritize the activities and direction of the organization.

2.11 Vice President of Technology. The VP of Technology will be responsible for instituting plans and methods to administratively manage and maintain SHPE SD Professional organizational IT

infrastructure, Software, and Social Media needs. The VP of Technology will actively manage the account permissions, infrastructure requirements, manage renewal of any subscriptions for software, etc. In this role, the VP of Technology will also strategize the best use of technology to optimize efficiency in the board and across our membership. The VP of Technology will not be responsible for the content posted on the social media.

2.12 Vice President of Student Affairs. Vice President of student affairs is to oversee all aspects of SHPE Student Chapters under the direction of the board.

ARTICLE THREE

MEMBERS

3.01 Class of Members. The membership shall be composed of the following types aligned with SHPE National Membership Guidelines: Junior, Undergraduate, Graduate, Graduate, Professional, Associate, and Chapter Advisors.

3.02 High school - is open to all high school students interested in science, technology, engineering, or math.

3.03 Undergraduate - is open to all college students studying science, technology, engineering, or mathematics.

3.04 Graduate - is open to all graduate and doctorate students, obtaining MBAs, studying science, technology, engineering, or mathematics. Graduate students have the option to join SHPE either with a Student, Professional Chapter or Region-At-Large chapter.

3.05 Professional- is open to all STEM professionals who hold an engineer-in-training certificate or a bachelor's degree in science, technology, engineering, or mathematics.

3.06 Associate - is open to anyone who believes in our vision and wants to participate. This is usually teachers, parents, career counselors, deans, advisors.

3.07 SHPE Chapter Advisors- help establish the legacy of a chapter

3.08 Non-Discrimination/Open Door Policy. This society was founded by a group of Hispanic engineers for the purpose of providing role models to the community; however, no person shall be denied membership in the organization due to race, color, religion, sex, age, national origin, or disability.

ARTICLE FOUR

Election Guidelines

4.01 Annual Electronic Elections. Electronic voting shall be open on April 15th and shall close on April 30th. At each annual election meeting of this corporation, there shall be elected a Board of Directors of this corporation for the terms that are up for vote.

4.02 Special Meetings. Special meetings of the members of the corporation may be called by the President or any three Vice Presidents.

4.0 Notice of Special Meetings. Written notice, including agenda and voting items will be provided via email to each member entitled to vote, not less than ten (10) nor more than thirty (30) days before the date of such meeting, by or at the direction of the President or the officers calling the meeting.

4.04 Quorum for Special Meetings. At least ten (10) percent of the current membership and eligible for voting shall constitute a quorum at such meeting. If a quorum is not present the special meeting agenda and voting items can be conducted electronically via email.

ARTICLE FIVE

COMMITTEES

5.01 Committees. The Executive Board of Directors or the President shall have the power to establish any committee to conduct the business of this society. The President may appoint any regular member to chair such a committee.

5.02 Term of Office. Each Committee Director shall continue as such until the next annual election meeting, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

5.03 Rules. Each committee may adopt rules for its own government not inconsistent with these bylaws or with the rules adopted by the officers of the corporation.

ARTICLE SIX

DUES

6.01 Annual Dues. Shall align with the Membership Dues set by SHPE National

6.02 Payment of Dues. Dues shall be aligned with SHPE National Membership Dues Criteria

6.03 Default and Termination of membership. Termination of Membership shall be in alignment with SHPE National Membership Dues Criteria

ARTICLE SEVEN

STUDENT CHAPTERS

7.01 Student Chapters. Student Chapters may be established at colleges providing a formal curriculum in engineering, science, and mathematics or computer science. Applications for the establishment of chapters will be reviewed and approved by the Board of Directors.

7.02 Applications. The applications shall state the chapter's purpose and goals, list the officers and members and be signed by the President and Secretary of each student chapter.

7.03 Petitions. The Student Chapter may also petition the Society to consider programs developed by the Chapter.

ARTICLE EIGHT

DONATIONS

8.01 Donations. This corporation may accept gifts, legacies, donations and or contributions in any form, upon such terms and conditions as may be determined by the Board of Directors.

ARTICLE NINE

LIABILITY OF MEMBERS

9.01 Liability. No member of this corporation shall be personally or otherwise liable for any of the debts, liabilities and/or obligations of this corporation.

ARTICLE TEN

FISCAL YEAR

10.01 Fiscal Year. The fiscal year of the Corporation shall commence on July 1 and end on June 30 of each year per National SHPE-Bylaws

ARTICLE TWELVE

AMENDMENTS

12.01 Amendments. The following procedure shall be followed for amending any portion of these By-Laws:

1. The proposed amendment shall be submitted in writing to the Executive Board of Directors for approval, subject to ratification by the general membership.

2. A vote shall be taken at a subsequent meeting of the general membership or electronic voting of all the membership.

3. A favorable vote of two-thirds of the membership present at a general meeting shall be required for passage.