

Constitution and Bylaws
North Central Section
The Association of Environmental & Engineering Geologists

AEG-NORTH CENTRAL SECTION CONSTITUTION

**ARTICLE 1
THE ORGANIZATION**

1.1 Name

The name of this association is "North Central Section of the Association of Environmental & Engineering Geologists", hereinafter termed the Section.

1.2 Location

The headquarters of the Section shall be at a place of convenience to the Section Chair.

1.3 Statement of Purpose

The purpose of the Section shall be to advance the profession of Environmental & Engineering Geology, in accordance with the Mission of the Association of Environmental & Engineering Geologists.

**ARTICLE 2
AFFILIATION AND MEMBERSHIP**

2.1 The Section is a part of the Association of Environmental & Engineering Geologists, hereinafter termed the Association, incorporated under the laws of the State of California. The Section shall be subject to the Bylaws, standing rules and policies adopted by the Association Board of Directors, which will take precedence over Section Bylaws, rules and policies if in conflict. The Section shall adopt Bylaws or standing rules that are consistent with the Association's Constitution and Bylaws.

2.2 Membership in the Section shall be limited to persons who are Members in any grade of the Association. The membership classes of the Section shall be the same as those of the Association, and Section dues shall be paid concurrently with Association dues.

**ARTICLE 3
OFFICERS AND MANAGEMENT**

3.1 The Section Board of Directors shall consist of the Officers of the Section and Chapter Presidents. The Officers of the Section shall consist of the Chair, Vice Chair, Secretary, and Treasurer. Their duties, manner of election, and terms of office shall be as set forth as outlined in the Bylaws of the Section. The Chapter Offices, duties of the Officers, manner of election, and the terms of offices shall be established by the Chapters.

**ARTICLE 4
MEETINGS**

4.1 Sections shall conduct at least an annual business meeting and may hold additional business meetings as often as desired.

**ARTICLE 5
AMENDMENTS**

5.1 Proposals to amend this Constitution may be made by resolution of the Section Board of Directors or by written petition signed by at least one-third of the voting Section membership. Such proposals must be discussed during at least one general meeting prior to voting. Voting on the proposal shall be by mail ballot and will require a two-thirds affirmative vote by not less than one-half of the total membership to validate the proposal.

5.2 The Section Board of Directors shall be responsible for the mailing of ballot forms and voting materials to the membership and shall be responsible for counting of the ballots upon their return. A report of the results of the vote shall be made at the next general Section meeting.

AEG-NORTH CENTRAL SECTION BYLAWS

ARTICLE 1 MEMBERSHIP

1.1 The membership of the Section shall consist of Members of all grades of the Association who reside within the boundaries of the Section as determined by the Association Board of Directors. Members of the Association not residing in the boundaries of the Section may, at their option, petition the Association Board of Directors and, upon approval and payment of Section Dues and Special Assessments, will be afforded all of the benefits and responsibilities thereof.

1.2 Those Members residing outside of the Section may petition the Association Board to be affiliated with the Section. If approved, they will be shown in that affiliation in the Directory of the Association.

1.3 All Members of the Section shall be responsible for making any address changes or corrections known to the Section Secretary and Association Staff, to ensure their continued receipt of Section and Association information.

1.4 Membership shall be effective upon receipt of annual Association dues, annual Section dues and any special assessments by the Association or Section currently in force.

ARTICLE 2 NOMINATION AND ELECTION OF OFFICERS

2.1 The Section Board of Directors shall consist of the Section Chair, Vice Chair, Secretary, Treasurer, and the North Central Section Chapter Presidents.

2.2 The term of the Section Chair shall be a two (2) year term. Terms of all other Section officers shall be one (1) year and consecutive terms may be served. Terms of elected Section Officers coincide with the AEG fiscal calendar, which begins January 1st of each year. Section Officers shall be installed at the next Meeting of the Section following an election.

2.3 The Section Chair, Vice Chair, Treasurer and Secretary shall be elected by simple majority vote.

2.4 Nominations of Section Officers shall be made by the Nominating Committee, which shall consist of three Section Members. The Members shall be the immediate Past Chair and two (2) Members at large, appointed by the Section Chair.

2.5 At least one nominee for each appropriate office shall be submitted to the membership along with a call for additional nominations prior to ballot preparation. Members may submit additional nominations to the Nominating Committee.

2.6 The names of the nominees shall be transmitted to the Section Secretary, who shall prepare a ballot. In addition to the names of nominees for each Office, the ballot shall have a space provided for a

write-in candidate for each office. One copy of the ballot shall be sent to each voting Member of the Section no later than 60 days before the next Association Corporate Meeting.

2.7 The ballots shall be returned to the Secretary no later than 15 days before the end of the fiscal year. The Section Board of Directors shall confirm the Secretary's tabulation of the results, and announce the names of the succeeding Officers in the Section Newsletter and on the official Section web site. In the absence of the Secretary, the Section Chair may designate a Secretary pro tempore.

2.8 A vacancy of any Office of the Section, by any cause, shall be filled at the direction of the Section Board of Directors by a majority vote of not less than three-fourths of the Section Board. In conformance with the following Article 3.2, a vacancy in the office of the Section Chair will result in succession by the Vice Chair to that office, followed by appointment of a Member to the Office of Vice Chair by the Section Board of Directors by a majority vote of not less than three-fourths of the Section Board.

ARTICLE 3 DUTIES OF OFFICERS

3.1 Section Chair. The Section Chair shall be the presiding officer at all meetings of the Section and of the Section Board of Directors; shall take cognizance of the acts of the Section and of its officers; shall appoint such committees as are required for the purposes of the Section, and in accordance with the Bylaws of the Association; shall represent the Section at all meetings of the Board of Directors of the Association, or shall delegate an appropriate alternate representative; and shall be an ex-officio Member of all Section committees. Each Section Chair shall submit an Annual Report to the Association that shall be received at the Association at least thirty (30) days before the Annual Corporate Meeting, in accordance with Association bylaws section 7.4.4.

3.2 Section Vice Chair. The Section Vice Chair may preside over the Meeting Program. The Section Vice Chair shall assume the duties of the Section Chair in the absence of the Section Chair, and shall succeed to the Office of Section Chair upon a vacancy of that office from any cause at the direction of the Section Board of Directors.

3.3 Section Treasurer. The Section Treasurer shall receive, record, and under the direction of the Section Chair, disburse all funds of the Section. Special funds shall be disbursed by majority vote of the Section Board as outlined in Article 10 of these Bylaws. The Section Treasurer shall keep financial accounts for the Section and shall submit an annual financial report to the Section Chair prior to the July 31st Association deadline. A written financial report shall be required by the Section Chair at every Section meeting. The Section Treasurer shall serve without bond. All financial records shall be available to the Members upon request. In the absence of the Section Treasurer, the Section Chair shall designate a Treasurer pro tempore.

3.4 Section Secretary. The Section Secretary may keep a record of proceedings of all meetings of the Section, and act as clerk at all Section Board of Directors meetings and at all Section meetings. The Secretary shall have charge of all Section correspondence, the meeting minutes, and all legal documents belonging to the Section. All of this information shall be available to the Members upon request and shall be retained according to Association Record Retention Policy. The Secretary shall preside over the election process for Section officers, and shall notify the successful candidates upon election to office. The election process shall be carried out by the Secretary in accordance with Article 2 of the Bylaws. In the absence of the Secretary, the Section Chair may designate a Secretary pro tempore.

3.5 The Section Board may remove a Section Officer from office for inaction or malfeasance concerning Section responsibilities. A two thirds (2/3) majority of the Section Board members who are present and voting is required for removal. See Article 2.8 regarding filling a Section Officer vacancy.

ARTICLE 4 MEETINGS OF THE SECTION BOARD OF DIRECTORS

4.1 The Section Board of Directors shall meet at such times and places as the Section Chair designates, to transact any business that may come before the Section Board, but shall not meet less than one time per year.

4.2 The Section Chair or two or more Members of the Section Board may call a special meeting of the Section Board of Directors. The meeting shall be called for a time and place directed by the Section Chair.

4.3 At all meetings of the Section Board of Directors, the presence a majority of the Section Board shall constitute a quorum.

4.4 The minutes of all Section Board meetings shall be available to the membership at the next general meeting, published in the next Section newsletter, and upon request by any Member. Business meetings of the Section Board of Directors shall be open to the membership, and, if time permits, notice of such meetings will be provided to the membership in the Section Newsletter, on the official Section web site, by electronic mail or by mail.

ARTICLE 5 COMMITTEES

5.1 The Section Chair shall appoint such committees deemed necessary for the orderly conduct of the affairs of the Section. Each committee may adopt such rules as are necessary for committee function, subject to approval of the Section Board of Directors. The Section Chair may appoint a Committee Chair and establish the scope and reporting requirements for each Committee. The Section Board of Directors has the power to discharge a committee, if necessary.

5.2 The Section Vice Chair may serve as chair of the Meeting Program Committee.

5.3 With the exception of the Nominating Committee Chair (Section immediate Past Chair), each committee chair may designate additional committee members, as required to perform the committee's functions. The Section Chair shall appoint all additional Members to the Nominating Committee. All committee chairs shall be Members of the Association, and of the Section.

5.4 The Section Board of Directors shall appoint a member as the Student Chapter Liaison.

ARTICLE 6 MEETINGS OF THE SECTION

6.1 Business meetings may be held as part of the Section Meetings. At all business meetings held in conjunction with Section Meetings, proxy voting shall not be permitted.

6.2 Any matter other than a Constitutional Amendment may be submitted to the membership of the Section for a Ballot Vote if requested by the Section Board of Directors or requested by at least ten Members upon signature of a petition to the Section Chair or Section Board of Directors.

6.3 A financial record and correspondence of the Section shall be available for inspection by any and all Members in attendance at each Section Business Meeting. A written financial report shall be presented at each Section Business Meeting.

ARTICLE 7 DUES

7.1 The dues for the Section shall be paid on a yearly basis concurrent with payment of dues to the Association. The amount shall be set by a majority vote of the Section Board and shall be the same for all classes of membership. New dues rates shall be effective at the beginning of the fiscal year of the Association, following the Section Board's action.

7.2 Section dues are assessed to provide funds for the Section to carry out the mission, values, and vision of the Association, including any meeting, newsletter, or website expenses required and approved by the Section Board of Directors. The Section Board of Directors shall have the authority to change the amount of dues for the Section, and shall, when warranted, make special assessments for specific purposes, including contracting a lobbyist or political consultant.

7.3 Bank accounts established by the Section and Chapters shall be subject to Association fiscal policies and procedures and managed in accordance with Association Bylaws. The account shall be kept in the name of the Association, and the Section Chair or Treasurer, and at least one current Association Executive Council member shall be a signatory on the account.

ARTICLE 8 RESIGNATION AND SUSPENSION

8.1 Individual membership in the Section shall be suspended as provided under the Bylaws of the Association for failure to pay Association Dues. Individual membership in the Section shall be suspended for failure to pay the Section Dues and/or any effective special assessments. Suspension of individual membership in the Section shall be effective upon receipt of the Member's dues by the Association that do not include Section Dues and/or Special Assessments, or upon suspension by the Association.

8.2 Suspension from the Section for failure to pay Section Dues and Special Assessments shall in no way affect the Members rights in the Association except as provided by Association Bylaws.

8.3 A Member may resign from the Section upon written notice to the Section Secretary and Association Board of Directors. Resignation shall be effective as directed by the notice or upon receipt of the notice if an effective date is not specified.

ARTICLE 9 SPECIAL SECTION FUNDS

9.1 From time to time, the Section may obtain special funds, such as through symposiums, seminars, or as a result of hosting an annual meeting of the Association. Obtaining such funds shall be in accordance with all applicable Articles of the Constitution, Bylaws, and Policies of the Association. If the use of the special funds is not pre-determined, disbursement of such funds may be made only by majority vote of the Section Board of Directors.

ARTICLE 10 CHAPTERS

10.1 A Chapter of the Section may be formed upon submittal of a petition by five or more Members to the Section Board, and submission of at least one willing candidate to assume the role as Chapter Chair. Where five Members are not available to form a Chapter, the Section Board may consider formation of a Chapter with fewer Members if the Section Board believes there is justification and potential for growth.

10.2 A Chapter is defined as a formal smaller regional group of Members that may meet on an independent schedule. The purpose of the Chapters will be to allow more membership participation and to promote local geologic issues and awareness.

10.3 If a Chapter does not develop its own Bylaws, the Section Bylaws are the governing document. The Chapter Officers, and their duties and terms shall be determined by the Chapter Members in accordance with the Association Bylaws and Section Constitution and Bylaws. A Chapter Chair must be a Member in good standing of the Association, and of the Section and will be a member of the Section Board of Directors.

10.4 The Section may allocate dues to the Chapter in proportion to the number of members in the Chapter, provide a grant of funds to the Chapter, or loan funds to the Chapter. Each Chapter may raise funds for meetings through dues, field trips, short courses, sponsors or other fund-raising activities. All funds raised by a Chapter are the property of the Association. At the request of the Section Treasurer, a Chapter must provide an accounting of such funds within 30 days. Chapter funds will be subject to the requirements of the Constitution and Bylaws of the Section.

10.5 Each Chapter may choose its own meeting schedule.

10.6 A Member in a Chapter of the Section shall be a Member in good standing of the Association, and a Member of the Section.

ARTICLE 11 AMENDMENTS

11.1 One Section Board Member with the support of another Section Member may propose amendments to the Section Bylaws by submitting them in writing to the Secretary, who shall then announce the amendment(s) to the Section Board at its next meeting.

11.2 After the initial reading, a Notice of Intent to amend the Section Bylaws shall be announced to the Section Members via the Section Newsletter, the Section Website, email, and/or postal mail at least ninety days prior to scheduling a vote to accept the amendment. The Notice of Intent must include the original and proposed Bylaw language and must include the date and location of the Section Board Meeting where this vote will take place.

11.3 The proposed Amendment to the Section Bylaws shall be adopted by a two-thirds majority vote of the Section Board Members, assuming a quorum.

(Adopted -----, --, 200-)