



**San Diego
Supplier Development Council
(SDSDC)**

Founded in 1974

BY-LAWS

Officially Adopted: April 11, 2006

www.sdsdc.org

**P.O. Box 880186, San Diego
CA 92168-0186**

TABLE OF CONTENTS

ARTICLE 1	Definitions
ARTICLE 2	Introduction
ARTICLE 3	Objectives
ARTICLE 4	Council Funding
ARTICLE 5	Council Membership
ARTICLE 6	Meetings
Section 6.1	General Meetings
Section 6.2	Board Meetings
Section 6.3	Committee Meetings
ARTICLE 7	General Guidelines
Section 7.1	Documentation
Section 7.2	Email Etiquette
ARTICLE 8	Executive Board Officers
Section 8.1	President
Section 8.2	Vice President
Section 8.3	Program Chair
Section 8.4	Secretary
Section 8.5	Assistant Secretary
Section 8.6	Treasurer
Section 8.7	Assistant Secretary
Section 8.9	Past Presidents
ARTICLE 9	Committee Chairs
Section 9.1	Corporate Involvement
Section 9.2	Operation Opportunity
Section 9.3	Executive Awareness
Section 9.4	Facilities
Section 9.5	Newsletter
Section 9.6	Training
Section 9.7	Recognition & Awards
Section 9.8	Roster & Membership
Section 9.9	Webmaster
Section 9.10	Director At Large
Section 9.11	Historian
ARTICLE 10	Conflict of Interest
ARTICLE 11	Budgets
Section 11.1	Managing Funds
ARTICLE 12	Annual Elections
ARTICLE 13	Amendments to the By-Laws
ARTICLE 14	Adoptions of By-Laws

ARTICLE 1: DEFINITIONS:

- 1.1 SDSDC** – San Diego Supplier Development Council
- 1.2 FEIN** – Federal Employer Identification Number (80-0381092).
- 1.3 Honorary Member** – Dr. Charles C. Shockley, SDSDC Founder.
- 1.4 Council Members** – Large Businesses, Large Prime Contractors, Government and Non-Government Agencies, and Small Business Support Organizations.
- 1.5 Council Representatives** – Employees of the Council Members who are listed on the Membership Roster in conjunction with their respective employers.
- 1.6 Executive Board Officers** – President, Vice President, Program Chair, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, Past President, and Honorary Member Dr. Shockley. With the exception of Dr. Shockley this Board is comprised from active Council Representatives.
- 1.7 Committee Members** – Committee Chairs and committee support members are comprised of Council Representatives.
- 1.8 Leadership Board Members** – Executive Board Officers and Committee Chairs.
- 1.9 Membership Roster** – A listing of all registered Members with their associated Representatives.
- 1.10 General Meetings** – Attendees include Council Representatives and Small Businesses.
- 1.11 Quorum** – A quorum is achieved with two-thirds majority of the total votes. The President and a minimum of five Leadership Board Members must participate in the voting process. If an urgent situation arises that cannot wait for a regular Board Meeting, email votes may be solicited. Under these circumstances the voting decision is not reliant upon receiving responses from all those solicited. Providing the President and a minimum of five voters on the email solicitation list respond to the positive, and that number is two-thirds greater than all negative votes, a motion may be carried.
- 1.12 OO** – Operation Opportunity
- 1.13 EA** – Executive Awareness

ARTICLE 2: INTRODUCTION

Dr. Charles C. Shockley founded the San Diego Minority Supplier Development Council (SDMSDC) in December 1974. The name was changed to San Diego Supplier Development Council (SDSDC) in July 2001. In March 2009 the Council became officially incorporated thus changing its official name to San Diego Supplier Development Council, Incorporated. Registration was obtained with the State of California and assigned Number 3193373. The Articles of Incorporation state that the Council is a nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes. The Council's fiscal calendar commences on April 1, and closes on March 31 of each year.

The Council is comprised of small business advocates and purchasing professionals who represent local private industry and government agencies. Our Council seeks to improve member's procurement and subcontracting performance by creating opportunities for all small businesses including emerging and underutilized small businesses.

ARTICLE 3: OBJECTIVES

Our objectives include the creation of marketing and educational opportunities in the government sector for small business concerns. Our Council adopts and implements programs that promote the purchase of materials and services from small businesses.

Included in the population that the Council serves are businesses located in underutilized zones, or small businesses owned by women, veterans, disabled veterans, as well as disadvantaged individuals. Additionally, the Council seeks to enhance the economic development of the San Diego region.

ARTICLE 4: COUNCIL FUNDING

The Council does not charge Membership dues and all Board members provide their services on a volunteer basis. Registration fees may or may not be ~~are~~ collected for monthly general meetings and special events, such as Operation Opportunity (OO) and Executive Awareness (EA). It is from these events and from sponsorships, that funding is obtained for the operation of the Council.

ARTICLE 5: COUNCIL MEMBERSHIP

Council membership is open to Large Businesses, Large Prime Contractors, Government and Non-Government Agencies, Small Business Support Organizations, and City, County, and State Offices interested in promoting small business development throughout San Diego County.

A Membership Roster is to be maintained and updated as changes occur. The Council Membership Roster is located on the website at www.sdsdc.org.

ARTICLE 6: MEETINGS

Section 6.1 General Meetings

Typically, general meetings shall be held on a monthly basis and all Council Representatives and Small Businesses are invited to attend. At the Board's discretion two of the annual general meetings may be replaced with OO and EA respectively, or OO and EA may be combined thus replacing only one general meeting each year.

Details of general meetings and events are listed on the SDSDC website at www.sdsdc.org where registrations and on-line payments may be made.

Should members or guests wish to provide a door prize or raffle gift, it will be at the Board's discretion as to if and when gifts will be offered. The reasons for this ruling are to prevent inappropriate gifts, such as those requiring recipients to spend money in order to redeem the gift, or too many gifts being handed out at one time and thereby overextending the length of the meeting.

Section 6.2 Board Meetings

Leadership Board Meetings are called by the President. For convenience the President typically coordinates board meetings to coincide with the monthly general meetings.

All Leadership members are to be invited to all Leadership meetings; however members who decline to attend scheduled meetings shall not have the opportunity to vote on decisions at those meetings. If a quorum cannot be met with the attendees present then voting shall not take place unless email votes have been solicited and obtained prior to the meeting.

Section 6.3 Committee Meetings

Committee meetings are called by the respective Committee Chairs. Committee Chairs shall invite the President to all scheduled meetings and apprise the President of the agenda.

ARTICLE 7: GENERAL GUIDELINES

Section 7.1 Documentation

All members serving on the Leadership Board are expected to forward all notes, spreadsheets, templates, contact names and email addresses, etc. that will be helpful to the next person fulfilling their position.

Section 7.2 Email Etiquette

To streamline the intended efficiency of the use of emails members shall send email questions, special requests, suggestions or comments, etc. related to the overall operation of the SDSDC directly to the President. The President shall decide how best to handle all emails and when appropriate will forward them to the applicable persons.

These guidelines provide exceptions for email messages directly relating to OO, EA, or other Committees. For these types of messages it is appropriate to address them directly to the applicable Chairperson and copy the President.

ARTICLE 8: EXECUTIVE BOARD OFFICERS

The Executive Board shall be comprised of the following officers; President, Vice President, Program Chair, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, immediate Past President, and the Founder (Dr. Shockley) who is a non-voting Honorary Member.

With the exception of Dr. Shockley all officers are elected by Council Representatives and shall serve by calendar year commencing on January 1st and expiring on December 31st.

To ensure leadership continuity, the President, Vice President, Program Chair, Secretary, and Treasurer are each expected to serve a minimum two-year term, unless unplanned circumstances or a decision to change this ruling is voted upon. Proposed candidates for each Executive Board seat should have actively served a minimum of one year immediately prior to the election. That year should include regular Board meeting attendance and active participation in some capacity to ensure familiarity with the Council's history, objectives, and way of conducting business.

Proposed actions by the Executive Board shall be subject to voting and must comply with the quorum requirements as stated within these By-Laws.

Section 8.1 President

The President shall preside over the Council and is expected to attend all Leadership and General Meetings. If unable to attend, the Vice President shall temporarily fulfill the President's duties which include:

- 8.1.1** Calling all Executive Board and Leadership Board meetings as required by these By-Laws and such other meetings as deemed necessary at his/her discretion.
- 8.1.2** Responsible for Executive Board and Leadership Board meeting agenda and approval of the minutes.
- 8.1.3** Establish committees as required and appoint Council Representatives to chair the committees. Committee Chairs will appoint additional committee

support members as needed. The President shall be advised of all agenda proposed by Committee Chairs and shall be invited to attend all committee meetings.

- 8.1.4** Appoint interim Executive Board Officers, as necessary, subject to approval by Council Representatives, to fill vacancies for unexpired terms.
- 8.1.5** Supervise a ballot for the election of Executive Board Officers and Committee Chairs for the incoming year.
- 8.1.6** Prepare, sign and handle all correspondence for the Council, subject to approval by the Leadership Board members.
- 8.1.7** Advise and keep the Founder, Dr. Shockley, informed of all significant activities and decisions.
- 8.1.8** Provide a year-end written report of the year's activities and achievements.
- 8.1.9** After the President has shared this report with the Council it shall be forwarded to the Historian and maintained with all other SDSDC records.

Section 8.2 Vice President

The Vice President shall have all powers to perform the President's duties whenever requested by the President or when the President is unavailable. In addition, the Vice President may be assigned special assignments designated by the President.

Note: Members of the Leadership Board have the prerogative to vote to combine both the Vice President and Program Chair seats, if deemed appropriate, in any given year.

Section 8.3 Program Chair

The Program Chair is responsible for selecting the small business presenters and preparing the general membership agenda.

The Program Chair is responsible to solicit, invite, and accept applications from small businesses that request to give a presentation at a general monthly meeting. Attendance of at least one meeting prior to presenting is required; therefore small businesses should be invited to preview at least one general monthly meeting. A map, directions, date, time, cost and reservation information should be provided to them. The Program Chair should encourage Council Representatives to invite their own small business candidates to the monthly meetings and provide the Program Chair with a phone number and/or written referral sheet.

Small business presenters are not typically scheduled for special events such as OO or EA.

Small businesses selected should meet the needs expressed by the Council, such as type of business or industry, ethnicity, gender, location, disadvantaged status, etc. Prevailing Council policy will determine if and how such businesses need to be certified. Care must be taken to ensure that presenters are comfortable with other small businesses on the agenda, for example; the Program Chair must not schedule competing firms on the same day, if similar or competing businesses are being considered for the agenda, they should each be consulted prior to finalizing their place on the agenda.

The scheduling process includes:

- 8.3.1** Generate a monthly listing of presenters and verify the status of each small business. If a small business is not registered with CCR they should be encouraged to do so.
- 8.3.2** Email the presentation format to presenters for review and necessary corrections.

- 8.3.3** Forward presentation listing to the President, Treasurer and the Secretary within five working days of the next SDSDC general meeting.
- 8.3.4** Inform presenters:
- Only a five minute presentation is scheduled per presenter
 - Audio visual is not encouraged nor is it typically available
 - Bring handouts and business cards
 - All presenters are encouraged to provide feedback about success stories.
- 8.3.5** Schedule up to 4 small businesses to present at each monthly meeting (except at OO and EA). To allow for last minute cancellations one additional presenter should be held in reserve. If needed, our Small Business Support Organizations can be contacted to provide additional last minute presenters.
- 8.3.6** The main goal of the SDSDC is to give as many small businesses as possible the maximum opportunity to give a presentation about their company; however, occasional exceptions can be made to allow a guest speaker to be placed on the agenda. It is preferred that the guest speaker's presentation be related to the small business theme for that meeting if a theme approach is being used.
- 8.3.7** Contact the presenters a few days (min 3 working days) before they are scheduled to present, to confirm their availability. Remind presenters that they are responsible to register for the meeting. Also, they will need to pay for themselves if a registration fee is being charged for that meeting. Update any changes on the agenda, if there are changes send the revised agenda to the President, Treasurer and Secretary.
- Additional duties include:
- 8.3.8** Maintain a database of potential small business presenters.
- 8.3.9** Maintain a list of small business presenters available and willing to present on short notice in case of late cancellations.
- 8.3.10** Maintain an alphabetical resource book containing information and literature of potential presenters.
- 8.3.11** After a small business has made their presentation, the information book should be archived in a past presenters database, and a past presenters resource book should be maintained in alphabetical order.
- 8.3.12** Duplicate copies of all small business presenters' information shall be provided to the Historian.

Note: As mentioned above, members of the Leadership Board have the prerogative to vote to combine both the Vice President and Program Chair seats, if deemed appropriate, in any given year.

Section 8.4 Secretary

The Secretary is responsible to attend all Leadership and General Membership meetings to record the minutes. If unable to attend, the Secretary is responsible to make arrangements with the Assistant Secretary to ensure coverage at all meetings.

Leadership and General monthly meeting minutes are typed on MS Word templates and sent via email to the President for approval. Council Representatives are required to approve each month's Leadership and General Meeting minutes. Typically, one month's minutes are approved at the following month's meeting. After the Board's approval, the

President or the Secretary forwards the Leadership and General Meeting minutes to the Webmaster for inclusion onto the website.

Other duties include preparing all official correspondence for the President to sign. These include, but are not limited to; invitations to guest speakers, letters to hotel management and other service providers, cover letters and forms for the annual ballots, and all letters of appreciation to thank those who have assisted the Council.

Section 8.5 Assistant Secretary

The Assistant Secretary shall perform all duties of the Secretary when the Secretary is unavailable. The Assistant Secretary is also responsible to support the Secretary by performing other secretarial duties or special assignments if requested of him/her by the Secretary.

Section 8.6 Treasurer

The Treasurer is responsible to conduct all financial affairs, including the collection of fees and the maintenance of the SDSDC checking account including the payment of bills. Checks will only be written for pre-approved payments, such as payment to the facility at which monthly meetings are held if a fee is charged, or if directed by the President after the Leadership Board has voted in agreement. Acceptable approval shall be via an email or other written approval from the President.

Specific duties include:

- 8.6.1** When applicable, be in attendance to collect registration money at the monthly meetings and deposit funds expeditiously after adjournment of meetings into the Bank that has been designated by the SDSDC.
- 8.6.2** Reconcile all monies, including PayPal and other on-line payments, for an exact total that matches the number of registrations.
- 8.6.3** When applicable, issue monthly checks to pay the Manager/Office at the facility for the total number of lunches ordered and/or any applicable facility fees.
- 8.6.4** If applicable, collect business cards whenever a door prize or raffle drawing is held. Winners must be present to win.
- 8.6.5** Pick-up mail at least once per month from the Post Office designated by the SDSDC unless arrangements are agreed upon and approved by the President for an alternate Executive Board member to pick up the mail.
- 8.6.6** Maintain the check register accurately and prepare a Statement of Account form using the SDSDC template.
- 8.6.7** Provide a copy of the Statement of Account form to the Leadership Board on a monthly basis prior to filing into the Accounting binder.
- 8.6.8** Receipts are to be maintained for an auditable period as required by law.

Section 8.7 Assistant Treasurer

For security reasons two persons are required to collect money; therefore the Assistant Treasurer will support and work with the Treasurer by attending each monthly meeting to assist in collecting the registration money at a table set-up for this purpose.

The Assistant Treasurer will fulfill all duties for the Treasurer should the Treasurer be unavailable. This includes appointing another Council member to act as back-up to sit at the registration table alongside him/her at the monthly meetings.

Section 8.8 Past Presidents

The Past President shall remain on the Executive Board to act as advisor during the first year of the presiding President, and for the presiding President's entire reign if both agree. Former Past Presidents may be called upon for guidance and advice whenever needed.

ARTICLE 9: COMMITTEE CHAIRS

All major decisions proposed by a Committee Chair are subject to the approval of the Leadership Board and must comply with the quorum voting requirements as stated within these By-Laws (no one person shall make single-minded decisions).

Section 9.1 Corporate Involvement

To recruit new Council Members from any large business, government and non-government agencies, and city and county offices interested in promoting small business development throughout the San Diego County. The purpose of the Corporate Involvement Committee is to encourage attendance and participation in all Council activities and to report to the Council the actions, contacts, and results achieved, on a monthly basis.

Section 9.2 Operation Opportunity (OO)

OO is held annually for the purpose of assisting and educating small business concerns in understanding how to pursue contract opportunities with purchasing professionals who represent private industry and government agencies.

Members are encouraged to participate by setting up exhibit tables to present their information. These include Large Businesses, Large Prime Contractors, Government and Non-Government Agencies, Small Business Support Organizations, and City, County, and State Offices.

Large Prime Contractors, Government and Non-Government Agencies, and Small Business Support Organizations are encouraged to discuss how best their services may be utilized and how to do businesses with them, and provide information on possible contract opportunities available to small businesses.

Workshops, matchmaking, or other forms of informational training are scheduled to give presentations to help educate small business concerns on various subjects including how to understand, prepare, and seek contract opportunities.

A Chair and Co-Chair to head up the OO committee are appointed by the President subject to the Leadership Board's approval. Those interested are encouraged and invited to volunteer to serve on the committee to assist the Chair and Co-Chair.

The OO Chair is responsible for coordinating the venue (including A/V needs if required), a keynote speaker if required, and scheduling regular planning meetings. The OO committee members are responsible for the following; formulating a budget for the Leadership Board's approval, soliciting funds, recommending the date, and all other details.

Typically, this event is held on the second Tuesday of May. However, the OO Chair should consult a general calendar of events to ensure the selected date does not coincide with other community small business events which could reduce attendance at OO. To ensure a successful event it is recommended that a committee is appointed and preparations commence at the beginning of the year.

Note: AT the Board's discretion Operation Opportunity and Executive Awareness may be combined as one event.

Section 9.3 Executive Awareness (EA)

Executives of active Council Members and active Council Representatives, as well as small businesses are invited to attend the EA annual event which is held to recognize excellence in, and emphasize the benefits of, effective small business programs.

Active Council Members from local Large Prime Contractors, Government Agencies, Non-Government Small Business Support Organizations and small businesses are solicited to nominate their choices in a selection of award categories. There are several awards presented; each winning recipient is recognized, and is usually presented with an appropriate award.

A Chair and Co-Chair to head up the EA committee are appointed by the President subject to the Leadership Board's approval. Those interested are encouraged and invited to volunteer to serve on the committee to assist the Chair and Co-Chair.

The EA Program Chair is responsible for coordinating the venue (including A/V needs if required), a keynote speaker if required, and scheduling regular planning meetings. The EA committee members are responsible for the following; formulating a budget for the Leadership Board's approval, soliciting funds if needed, recommending the date, and all other details.

Typically the venue selected is a luncheon which is held in November. To help ensure a successful event it is recommended that a committee is elected and preparations commence early in the year.

Note: AT the Board's discretion Executive Awareness and Operation Opportunity may be combined as one event.

Section 9.4 Facilities

The Facilities Chair is responsible to ensure that a location for all general meetings is appropriate for the necessary requirements and secured with the selected facility Manager in advance. Work closely with management of the facility for each event to ensure parking, room size, tables, podium, menu and refreshments are adequate and acceptable when applicable.

Work with the Treasurer to compile the total number of attendees and a list of those who register for the meetings. Report to the facility the expected number of attendees 3-5 days prior to each meeting, or as stipulated by the facility Manager.

Section 9.5 Newsletter

The Newsletter Chair is responsible for writing or obtaining articles about SDSDC. If applicable, making arrangements with a small business printing company and, when appropriate, a photographer for special events. If it is deemed more appropriate to only post the newsletter on the website the Newsletter Chair shall coordinate this with the Webmaster.

Section 9.6 Training

The Training Chair provides information at the monthly general meetings by announcing upcoming local events and training opportunities related to government contracting. Generally, events and training should be low or no-cost opportunities for small businesses and government contractors to:

- 9.6.1** Improve their understanding of the Federal, State and Local government market segments.
- 9.6.2** Network with buying agency and prime contractor representatives.
- 9.6.3** Learn of upcoming contracting opportunities

Section 9.7 Recognition & Awards

The Rewards & Recognition Chair is responsible for purchasing items providing a budget has been approved by the Leadership Board and providing the items are deemed to be appropriate by the President and the Leadership Board. Following are examples of the types of items that may apply:

- 9.7.1** Awards for OO, EA or other special events.
- 9.7.2** Gifts of appreciation for Guest Speakers.
- 9.7.3** Flowers for special events if the budget allows; OO, EA, Christmas, etc. and also for members who are ill or have a death in their family.
- 9.7.4** Exit mementos for Leadership Board members stepping down or retiring.
- 9.7.5** Attendee table gifts marked SDSDC for special events such as OO or EA, etc.
- 9.7.6** Various fun token items for place settings to celebrate different occasions at monthly meetings, such as Christmas or Valentine's Day, etc.

The Rewards & Recognition Chair shall attend Council meetings with regularity and support OO and EA if requested to do so by the Chair of those committees.

Section 9.8 Roster & Membership

The Roster and Membership Chair is the central point of contact for Membership Roster changes, deletions, and or additions. These functions may be implemented by the Chair or by coordinating with the Webmaster to ensure the Roster contains current and accurate information.

The Roster and Membership Chair is also responsible for issuing email monthly meeting announcements in a timely manner. The email distribution date shall allow an appropriate timeframe before the online registration cut-off date for each event.

Section 9.9 Webmaster

The Webmaster Chair serves as a central point of contact and coordinates all aspects of the SDSDC web presence. This includes communication between the Leadership Board and the Web Maintenance Provider in making content changes (if unable to make changes by them self) including updates of current Rosters, Leadership and General Meeting Minutes, Treasurer Reports, event announcements, and calendars, etc.

Implement by them self, or coordinate the efforts necessary to change the website design and function when authorized by the Leadership Board to do so. All changes requiring fees are dependent upon available funds and must be authorized by the Leadership Board.

Section 9.10 Director At Large

The Director At Large is responsible for maintaining and updating the By-Laws on a consistent basis to ensure descriptive content, revisions, and additions remain current.

Special projects, such as those involving research of compliance mandates and California Laws pertaining to doing business as a Corporation may also be assigned to the Director At Large, should the President and Executive Board Officers so decide.

Section 9.11 Historian

The Historian shall keep a written record of all council activities, events, photographs, agenda and minutes, programs, reports, newsletters, small business success stories, and technical papers such as the By-laws, etc. The Historian will also keep a record of all awards presented during Council meetings. These records shall be maintained in a fashion (binder, CD's, etc.) that will allow quick access and review as needed by the Council.

Historical records are the property of the Council and should be transferred to the new Historian or Council President when the current Historian vacates the position.

ARTICLE 10: Conflict of Interest

Although Small Business representatives are not invited to serve on the Executive Board they are encouraged and welcome to chair and/or participate on committees. Small business representatives shall be held accountable and on their honor to keep all matters discussed at Board meetings in strict confidence. In addition, they may not solicit any member for paid business based on information acquired from any Leadership meetings, nor may they solicit business at the Leadership meetings.

ARTICLE 11: BUDGETS

The annual budget is established for the purpose of managing and balancing just enough money to cover the organization's expenses and events. Money for the budget may be obtained from sponsorships and donations.

A new initiative was added in 2010 to allot a discretionary floating budget to be used by the President for low-dollar essential items or urgent situations that arise during the time span in between monthly Board meetings. This discretionary budget will allow the President to take expedient actions, thus improving the Council's efficiency regarding decisions that are essential in performing Council business. All spends will be documented and reconciled in the monthly Treasurer's report. The Leadership Board has the authority to vote upon such matters as establishing a new dollar amount at the commencement of each year, revising the established amount or even revoking the full amount at any given time during a year should such actions be determined necessary.

Section 11.1 Managing Funds

The Leadership Board is responsible to oversee that funds collected for specific events, such as OO and EA, will only be used for those specific events. If excess money is collected then it will carry over to the following year and be applied to the event that it was originally collected for, unless the sponsors agree that their donations may be used for other SDSDC purposes.

The Council shall not make donations to other charities outside of SDSDC; all excess monies shall be used for the benefit of small businesses as this is the Council's main objective.

In the event that the SDSDC organization dissolves, any excess monies carried on the books shall be dispersed to a 501(c)(3) non-profit organization.

ARTICLE 12: ANNUAL ELECTIONS

During September or early October of each year the President shall prepare Nomination Ballots listing all Executive Board and Committee seats. These two ballots shall be distributed to all eligible members to nominate the candidates of their choosing. All seats are open to Council Representatives in accordance with the stipulations stated within these By-Laws. Although a Small Business representative may not serve on the Executive Board, in some cases they may be invited to Chair or serve on a Committee.

Once the Nomination Ballots have been collected, the President shall confirm with each individual that they are willing to run for the seats they have been nominated for.

If the current President has not been nominated and does not choose to run in the election then he/she shall prepare a Final Voting Ballot to be distributed to members for their final votes to elect the new Executive Board. If the current President has been nominated to run then he/she shall hand over the names of all confirmed nominees to someone who is not running for an Executive Board seat.

The Nomination Ballots for Committee seats shall be held until they can be delivered to the upcoming elected President.

Executive Board seats: Voting is open to Council Representatives and majority votes rule. In the case of a tie, the Ballot for those tied seats is to be re-submitted for a repeat round of votes. Printed Ballots must be signed by the voter. Votes are also accepted via email.

Committee seats: The incoming President shall appoint the Committee Chairpersons. The new President may select names from the Ballot, or appoint others as he or she sees fit. Committee Chairs may appoint additional committee support members as needed.

It is recommended that decisions regarding the Executive Board are completed prior to November. This will allow time for the announcement of the new Executive Board Officers to be made before the end of the year and published in the year end Newsletter. Early decisions will also allow the President time to fill any last minute vacant seats. All Executive Board seats shall be occupied by January 1st of each year.

ARTICLE 13: AMMENDMENTS TO THE BY-LAWS

Amendments to, and repeal of, the By-Laws may be proposed by any Council Representative of the SDSDC organization who is in good standing.

Proposed amendments will be submitted in writing to the Leadership Board. A majority vote in favor of the proposal by the Leadership Board is required prior to submission to the Council.

After approval by the Leadership Board, any proposed amendment will be submitted in writing to the President at least two weeks prior to a regular general meeting at which it will be added to the agenda and presented by the President. A two-thirds majority vote of the active Council Representatives present will be required to enact amendments to the By-Laws.

ARTICLE 14: ADOPTION OF BY-LAWS

Adoption of these By-Laws were submitted to the Council members and approved by a two-thirds majority of the members voting.