

ARTICLE IX. OFFICERS AND DIRECTORS

Section 9.1 The Officers shall be comprised of, at a minimum, a President, Secretary, and Treasurer.

Section 9.2 The President shall be the principal executive officer of the Chapter. The President shall be subject to the control of the Board of Directors, and shall in general oversee, in good faith, the affairs of the Chapter. The President, shall, when present, preside at the meetings of the members and of the Board of Directors, and shall be the principle spokesperson for the Chapter. The President may sign, with the Secretary or any other proper officer of the Chapter those documents that the Board has authorized (Chapter deeds, mortgages, bonds, contracts, or other board-authorized instruments). At the end of his/her one-year term, the President shall automatically remain on the Board of Directors for a one-year term as Immediate Past President/Director.

Section 9.3 President-Elect: The President-Elect shall perform the President's duties if the President is absent, dies, is unable, or refuses to act. If the President-Elect acts in the absence of the President, the President-Elect shall have all Presidential powers and be subject to all the restrictions upon the President. The President-Elect shall perform any other duties that the President or Board may assign to the President-Elect. The President-Elect shall succeed to the office of President upon the expiration of the term of office of the President.

Section 9.3 Vice President: The Vice President shall perform the President's duties if the President and President-Elect are absent, dies, or is unable or refuses to act. If the Vice President acts in the absence of the President and President-Elect the Vice President shall have all Presidential powers and be subject to all the restrictions upon the President. The Vice President shall perform any other duties that the Board may assign to the Vice President.

Section 9.4 Secretary: The Secretary shall (1) create and maintain the minutes of the proceedings of the Board of Directors; (2) provide that all notices are served in accordance with these Bylaws or as required by law; (3) when requested or required, authenticate records of the Chapter; (4) create and maintain current register of the mailing address of each Officer; and (5) in general perform all duties incident to the office of Secretary, and any other duties that the President or the Board may assign to the Secretary.

Section 9.5 Treasurer: The Treasurer shall: (1) oversee and be responsible for all funds and securities of the Chapter; (2) chair the Finance Committee; (3) oversee the receiving and giving of receipts for monies due and payable to the Chapter from any source, and oversee the deposit of all monies in the Chapter's name in banks, trust companies, or other depositories that the Board shall select; (4) submit the books and records to a Certified Public Accountant, or other accountant, for annual audit or review; and (5) in general perform all of the duties incident to the office of Treasurer and any other duties that the President or Board may assign to the Treasurer. The Treasurer will also provide the same functions for the CANstruction funds.

Section 9.6 Immediate Past President/Director: The Immediate Past President/Director shall act in an advisory capacity to the President, and perform any other duties the President or Board may assign to the Immediate Past President/Director.

Section 9.7 Duties of Officers and Directors

9.7.1 President:

- A. Preside at all meetings.
- B. Interpret all policies.

- C. Coordinate the activities of all Officers and Committees.
- D. If there is a lack of volunteers, appoint all Committee Chairs with the exception of the Membership Committee.
- E. Serve as ex officio member of all Committees with the exception of the Nominating Committee.
- F. Serve as the administrative head of SDA and exercise general supervision of all its business affairs.
- G. Serve as a Delegate to the National Convention.
- H. Represent the Chapter at the annual Leadership Conference.
- I. Conduct the correspondence of the Chapter.
- J. Provide annual Report to National.

9.7.2 President-Elect:

- A. Perform all duties of the President in the event of the absence of the President.
- B. Perform all duties properly assigned by the Board.
- C. Assist the President in implementing Chapter programs, and with the advice and consent of the President and/or Board, assume responsibility for planning future programs of the Chapter.
- D. Serve as an ex officio member of all Standing Committees, except the Nominating Committee.
- E. Succeed to the Office of President upon the expiration of the term of Office of the President.
- F. Represent the Chapter and serve as Delegate to the National/Leadership Convention should the President be unable to attend.

9.7.3 Vice-President:

- A. Perform the duties of the President or President Elect in their absence.
- B. Serve as Chair of the Programs Committee.
- C. Perform all duties assigned by the Board.
- D. Shall not become President Elect by means of succession.
- E. In the event the President and/or President elect cannot attend, represent the Chapter and serve as Delegate to the National/Leadership.
- F. Issue notices of all meetings of the Chapter and the Board. Book the meeting place and order meals.

9.7.4 Secretary:

- A. To record and transcribe minutes at all meetings of the Chapter, maintain them in proper order, and transmit to members of the respective bodies.

- B. Record results of voting by mail and announce the results via meeting minutes.
- C. Distribute copies of Bylaws to membership and notify each member promptly of any amendments thereto.
- D. Maintain all legal documents of SDA.
- E. Maintain the history of SDA.
- F. Catalog and store permanent records of the chapter.

9.7.5 Treasurer:

- A. Collect all dues, fees and other income and make deposits.
- B. Prepare all disbursements for appropriate signatures.
- C. Keep accurate records of all transactions.
- D. Chair the Finance Committee.
- E. Prepare and submit in writing monthly and annual financial reports to the Board and members.

9.7.6 Past President/Director:

- A. Perform all duties properly assigned by the Board.
- B. Act in an advisory capacity to the President.
- C. Serve on the Finance Committee.
- D. Serve as liaison between Chapter SDA and the local AIA.

ARTICLE X. MEETINGS

Section 10.1 The Annual Meeting (National) of members shall be held at a time and place fixed by the Board, no later than December. The Agenda for the Annual Meeting shall be submitted to chapter members 30 days prior

Section 10.2 Chapter Meetings

10.2.1 Board Meetings. The Board shall hold monthly meetings to plan the activities of the Society. The business may be carried on by mail, phone, fax, e-mail, or in person provided satisfactory evidence of the question and vote outcome is filed with the Secretary and duly announced.

10.2.2 Membership Meetings. Meetings of the membership shall be held monthly at a time and place fixed by the Board. Notification of regular meetings shall appear on the Chapter Website. In addition members will be notified via mail, email, fax, or phone notice.

Section 10.3 Special Meetings may be called by the President or by petition of at least one-half of the membership.