

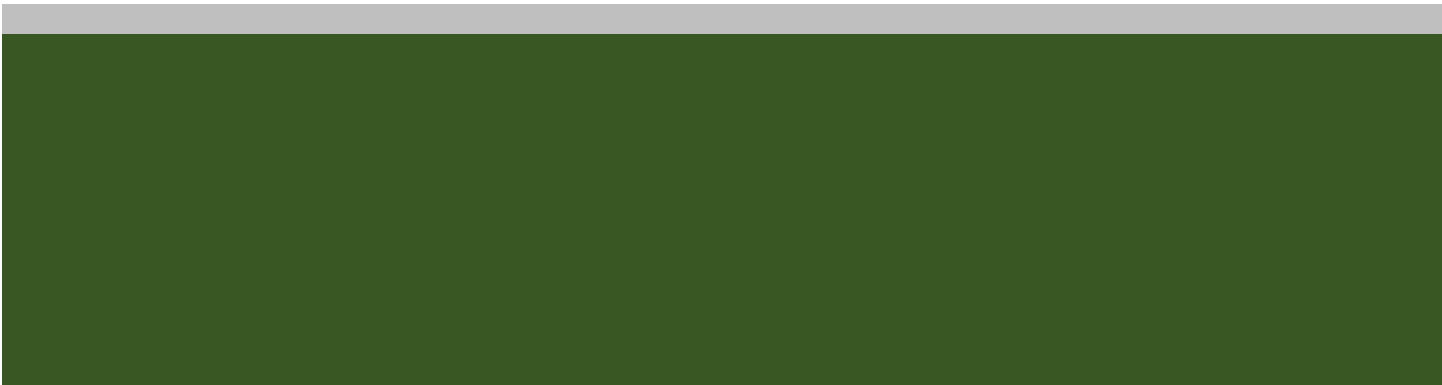


San Diego North County Chapter  
California Association of Marriage & Family Therapists

# Chapter Bylaws

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MARCH 2021



**BYLAWS OF THE SAN DIEGO NORTH COUNTY CHAPTER of the CALIFORNIA  
ASSOCIATION OF MARRIAGE AND FAMILY THERAPISTS**

**ARTICLE I: NAME**

The name of this chapter of the California Association of Marriage and Family Therapists shall be San Diego North County.

**ARTICLE II: AREA SERVED**

The geographic area served by this chapter shall encompass the following zip codes: 92003, 92004, 92007, 92008, 92009, 92010, 92011, 92013, 92014, 92018, 92023, 92024, 92025, 92026, 92027, 92028, 92029, 92030, 92033, 92036, 92046, 92049, 92051, 92052, 92054, 92055, 92056, 92057, 92058, 92059, 92060, 92061, 92064, 92065, 92066, 92067, 92068, 92069, 92070, 92074, 92075, 92078, 92079, 92081, 92082, 92083, 92084, 92085, 92086, 92088, 92096, 92127, 92128, 92129, 92130, 92172, 92198.

**ARTICLE III: OFFICE**

The Board of Directors of this chapter may select a principal office for the transaction of business within the geographic area served by the chapter or may from time-to-time designate different places within the geographic area served by the chapter where chapter business may be conducted.

**ARTICLE IV: OBJECTIVES AND PURPOSES**

The objectives and purposes of this chapter shall be the advancement of marriage and family therapy as an art, a science and a mental health profession, and to assist CAMFT in furthering its objectives on a local level. The chapter may pursue such other objectives and purposes that are in the best interests of CAMFT, its members and the members of this chapter that are not in conflict with CAMFT's Articles of Incorporation, Bylaws or Code of Ethics.

**ARTICLE V: MEMBERSHIP**

**A. QUALIFICATIONS FOR MEMBERSHIP**

Chapter members must be a state CAMFT members in good standing. Loss of membership in CAMFT shall result in loss of membership in with this chapter. All members have the duty to maintain their licensure, registration, or student status. All chapter members shall pay dues in accordance with the dues schedule of the chapter and shall abide by the Bylaws of the chapter.

Chapter members fulfilling these duties shall be deemed in good standing.

## B. CATEGORIES OF MEMBERSHIP

1. An individual licensed as a marriage and family therapist by the Board of Behavioral Sciences for the State of California shall be eligible for voting membership in the chapter as a “clinical” member.
2. An individual currently enrolled in a master’s or doctoral degree program preparing to become a marriage and family therapist licensed by the Board of Behavioral Sciences for the State of California or who shall have completed all educational requirements for licensure and shall presently be engaged in the process of gaining hours of experience towards licensure shall be eligible for voting membership in the chapter as a “pre-licensed” member.
3. An individual in a profession related to marriage and family therapy, whose practitioners are licensed, certified or registered pursuant to California law, or who are specifically exempt from licensure or certification, who does not hold a marriage and family therapist license shall be eligible for membership as an affiliate member. An affiliate member shall not be eligible to vote or hold office but shall be entitled to all other rights and privileges of membership.

## C. TERMINATION OF MEMBERSHIP

1. Membership in the chapter shall terminate upon the occurrence of any of the following: resignation, non-payment of dues, or loss of eligibility.
2. Resignation: A member may resign from membership at any time by submitting their resignation letter in writing (by physical or electronic mail) to the chapter board’s Membership Chair (or President, if the Membership Chair position is vacant). The effective date of the resignation shall be upon receipt of the letter or email of resignation or at a designated time as is indicated in the letter or email.
3. Nonpayment of Dues: Anyone whose dues are in default to the chapter for more than 30 days shall be dropped from membership.
4. Loss of Eligibility: Any member, regardless of category or classification, who is no longer in good standing shall be dropped from membership.
5. Reinstatement of Membership: Anyone who has resigned their membership from the chapter or has their membership terminated because they are no longer in good standing may be reinstated to that member’s former category of membership provided that such person meets the criteria in Article V, Section A of the Bylaws and has paid any outstanding dues or fees.

## **ARTICLE VI: MEETINGS OF MEMBERS**

### **A. QUORUM**

A quorum for any meeting of the members of the chapter during which business is conducted shall be fifteen (15) percent of the voting membership. If a quorum is present, the affirmative vote of the majority of the voting power represented at the meeting, entitled to vote and voting on any matter, shall be the act of the members.

### **B. ANNUAL BUSINESS MEETING**

An annual business meeting of the members shall be held in June unless the chapter's Board of Directors fixes another date and gives members not less than ten (10) days' notice (by physical or electronic mail). The venue for the annual business meeting shall accommodate at least fifteen (15) percent of the voting membership.

### **C. GENERAL MEMBERSHIP MEETINGS**

General membership meetings shall be regularly scheduled by the President in consultation with the chapter's Board of Directors.

### **D. SPECIAL MEETINGS OF MEMBERS**

Special meetings of an association's members may be called for "any lawful purpose" by: (Corp.Code § 7510(e).)

1. The board;
2. The president of the association;
3. Those designated under the association's bylaws; or
4. A petition of five percent (5%) or more of the association's members.

### **E. MEETING CALLED BY PETITION**

If a meeting of the members is called by a petition signed by the required minimum number of members (at least 5%), the purpose of the special meeting must be set forth in the petition in order to indicate the basis for the requested special meeting (i.e., if the special meeting is to reverse a recent change to the association's operating rules), as well as to demonstrate that the meeting is being called for a "lawful purpose" in accordance with Corporations Code Section 7510(e).

#### Date of the Special Meeting

The date of the special meeting is set by the board and may not be less than thirty-five (35) nor more than ninety (90) days from receipt of the request/petition. (Corp. Code § 7511(c).)

### Notice of the Special Meeting

The board has twenty (20) days from receipt of the petition to set the date of the special meeting and to provide notice of the meeting. (Corp. Code § 7511(c).) Corporations Code Section 7511(a) generally requires the notice of meeting to be given to all members no less than ten (10) and no more than ninety (90) days before the date of the meeting. However, this 10-day minimum notice requirement is modified if the purpose of the meeting requires the use of secret ballots in accordance with Civil Code Section 5100 (i.e., if the purpose of the meeting is to conduct a vote to remove (recall) the board). In such cases, because Civil Code Section 5115 requires at least thirty (35) days of balloting, the meeting date must be at least thirty (35) days from the date the notice of meeting is delivered to the members (not 10 days).

### Business Constrained by Notice

The notice of meeting must state the place, date and time of the meeting, as well as the “general nature of the business to be transacted” at the meeting. (Corp. Code § 7511(a).) No other business may be transacted at the meeting except for that which was stated in the notice. (Corp. Code § 7511(a).)

### Method of Notice

Pursuant to Corporations Code Section 7511(b), notice may be given by any of the following methods:

- personally,
- electronically, or
- by mail or other means of written communication addressed to a member at the address of the member appearing on the books of the association or given by the member to the association for purpose of notice.

### Failure to Provide Notice

If the board fails to provide notice of the special meeting, “the persons entitled to call the meeting may give the notice...after notice to the [association] giving it an opportunity to be heard.” (Corp. Code § 7511(c).) However, there is no law which grants such persons the right to also distribute ballots or select an inspector of elections—actions which are required to legally hold the meeting and conduct the vote. Those actions may only be performed by the board (or the board acting on behalf of the association). (See Civ. Code §§ 5105, 5115; See also “Inspectors of Elections.”)

### Court Ordered Notice

If, upon receipt of a valid petition, the board fails to set a date for the meeting and provide notice to the members, the petitioners are permitted to obtain court orders designating the time and place of the meeting, the form of notice, and any other orders “as may be appropriate.” (Corp. Code § 7511(c).)

## F. PLACE OF MEETINGS

Meetings shall be held at a location within the area served by the chapter.

## G. RECESSED OR ADJOURNED MEETING

When a meeting of members is recessed or adjourned to another time or place, the chapter may transact any business which might have been transacted at the original meeting.

## H. NOTICE OF MEETINGS

Notice of regularly scheduled general meetings shall be made in writing to members not less than ten (10) days prior to the meeting. Written notice may be either in print or electronic format and may be delivered personally, by first-class mail or by electronic mail. If no address for the member appears on the chapter's records, notice on the chapter's website shall be deemed sufficient.

Written notice of any annual or special meeting of members, which occurs at a time other than a regularly scheduled general meeting, shall be given to each member, not less than fifteen (15) nor more than ninety (90) days before the date of the meeting.

The notice of meeting shall specify the place, date, and hour of the meeting and (1) in the case of a special meeting, the general nature of the business to be transacted, and no other business may be transacted, or (2) in the case of the annual business meeting or general meeting, those matters which the Board of Directors, at the time the notice is given, intends to present for action by the members.

## I. VOTING

The business of the chapter may be conducted by physical or electronic ballot at the discretion of the Board of Directors. Voting by proxy is prohibited.

# **ARTICLE VII: BOARD OF DIRECTORS AND OFFICERS**

## A. QUORUM

A majority of the number of board members authorized in these Bylaws shall constitute a quorum of the Board of Directors for the transaction of business. A quorum of the Board of Directors is defined as more than half the total number of board members currently serving. Every act or decision made by a majority of the board members present at a meeting duly held at which a quorum is present is the act of the Board of Directors, except when a greater or lesser number is required by applicable law or by these Bylaws. The Board of Directors must adjourn the current board meeting if a quorum is no longer present.

## B. POWERS

The activities and affairs of this chapter shall be conducted under the direction of a Board of Directors, all of whom shall be members of the chapter. Among other powers, the Board of

Directors has the power to select and remove all agents, employees and/or contractors of the chapter, fix compensation and secure faithful performance of duties. Agents, employees and/or contractors of the chapter who are compensated for their services (such as an Administrator) are not considered board members and do not hold an opinion, sway influence, or have voting rights pertaining to board matters.

### C. COMPOSITION OF THE BOARD

The Board of Directors shall consist of the elected officers, including President, President-Elect, Past-President, Secretary, Treasurer, and four (4) Directors at Large, one of whom shall be the Prelicensed Representative. The President, President-Elect, and Past-President must be clinical members. Except for the Prelicensed Representative, the Board of Directors shall not contain, at any time, more than two (2) persons who are also pre-licensed members.

### D. DUTIES OF OFFICERS

Overall Term on Presidential Team

3 years (1 year each as President-Elect, President, and Immediate Past President)

#### **President-Elect**

The President-Elect collaborates with the President to learn the role of the President, to become familiar with the programs of the Association and its governance, and to develop and facilitate officer transition. The President-Elect assists and supports the President as needed and plans for the Presidential year. The President-Elect shall automatically become President at the end of the term as President-Elect.

Essential Duties and Responsibilities

In addition to the essential duties and responsibilities required for all Board of Directors (BOD) members, the President-Elect is charged with the following tasks:

- Identify the theme—and actively participate in the planning and conduct of—the BOD’s annual orientation and retreat
- Represent SDNC-CAMFT on with the California Association of Marriage and Family Therapists (CAMFT) as needed
- Represent SDNC-CAMFT on behalf of the President, as requested
- Familiar with Board procedures and ensures the Board is in accordance with the SDNC-CAMFT Bylaws.

#### **President**

The President serves as the Chair of the BOD. The President ensures that the BOD fulfills its responsibilities for governance of the Association. The President works in partnership with the California Association of Marriage and Family Therapists (CAMFT) to achieve the mission of

the state Association and to optimize the relationship between the BOD, state representatives and Association membership.

#### Essential Duties and Responsibilities

In addition to the essential duties and responsibilities required for all BOD members, the President is charged with the following tasks:

- Serve as the official spokesperson for the Association
- Chair the BOD
- Represent SDNC-CAMFT and the professions in a variety of public information activities
- Collaborate with the state Association and chapter leadership to prepare the agenda for BOD meetings and to ensure that resolutions are carried out
- Attend meetings of SDNC-CAMFT chapter meetings and sponsored events, state Association, related professional organizations, as requested
- Prepare written content for chapter newsletters
- Work closely with the state Association BOD to ensure that chapter BOD activities and functions are coordinated and mutually supportive
- Maintain relationships with the volunteer leaders of related organizations
- Prepare the President-Elect to transition to leadership
- Review the performance of the BOD, and take necessary steps to improve BOD performance
- Familiar with Board procedures and ensures the Board is in accordance with the SDNC-CAMFT Bylaws.

#### **Immediate Past President**

The Immediate Past President provides advice and leadership to the BOD regarding past practices and other matters to assist the BOD in governing the Association. The Immediate Past President supports the President and the President-Elect on an as-needed basis. The Immediate Past President performs the duties of the President in the absence or disability of the President.

#### Essential Duties and Responsibilities

In addition to the essential duties and responsibilities required for all BOD members, the Immediate Past President is charged with the following tasks:

- Ensure the smooth transition of leadership within the Presidential team
- Ensure the election and development of effective volunteer leaders
- Represent SDNC-CAMFT on behalf of the President, as needed



## **Secretary**

The Secretary serves a three-year term with the possibility of renewal for a second term. Records meetings and conference calls and distributes this information appropriately. The Secretary assists in preparing agendas and works with the board administrator in making sure all board records are filed and documents are kept up to date.

### Essential Job Functions:

- Prepares minutes for permanent records following meetings.
- Collaborates with the President and board administrator to assemble meeting agendas.
- Sends approved minutes for posting on the website.
- Works in tandem with Board of Directors and board administrator to manage BOD web pages, public and social media accounts.
- Shall perform such other duties as may be prescribed by the Board of Directors or the Bylaws
- Familiar with Board procedures and ensures the Board is in accordance with the SDNC-CAMFT Bylaws.

## **Treasurer**

The board treasurer serves a three-year term with the possibility of renewal for a second term. The treasurer will offer guidance to the president and board of directors in ensuring good fiscal planning, decision-making and oversight at a governance level.

### Essential Job Functions:

- Oversee the development of high-level financial policies and their review by the board
- Assist in the preparation of the annual budget and its presentation to the board for review
- Ensure that the appropriate monthly financial statements are reviewed by the board
- Ensure that the board regularly monitors the organization's financial performance and alerts it to any important discrepancies between planned and actual figures
- Ensure that the organization maintains the appropriate financial books and records and that these are accurate and up to date
- Ensure that government tax filings and remittances are submitted on a timely basis
- Ensure that vendor and contractor payments, and other liabilities are settled in a timely manner
- Serve as a co-signer of checks with at least one another signing officer
- Ensure that excess funds and reserves are properly held and or invested
- Recommend to the board the need for a review or renewal of the auditing services provided
- Assists the board president with the development and presentation of the annual report
- Helps, along with the board president, keep the board informed of important financial events, trends, and issues relevant to the chapter

- Familiar with Board procedures and ensures the Board is in accordance with the SDNC-CAMFT Bylaws.

#### E. DUTIES OF DIRECTORS AT LARGE

The Directors at Large shall oversee an aspect of the chapter which the President in consultation with the Board of Directors deems necessary to the maintenance of the chapter and/or to further the objectives and purposes of the chapter. Familiar with Board procedures and ensures the Board is in accordance with the SDNC-CAMFT Bylaws.

#### F. VACANCIES

In the event that a vacancy occurs on the Board of Directors, the Board of Directors shall elect, by a majority of the board members then in office, at the next board meeting, any eligible member of the chapter to fill the unexpired term.

#### G. REMOVAL OF OFFICERS AND BOARD MEMBERS

The Board of Directors, by a vote of two-thirds (2/3) majority of its board members, shall have the authority to remove from office for cause any one of its board members after having given that member an opportunity to appear before the Board of Directors to answer the charges. Members of the Board of Directors may also be removed by the chapter members via a special meeting. The special meeting date for the purpose of voting out a board member must occur within the current fiscal year. During the meeting, chapter members will receive an explanation of the situation that requires a chapter vote. Only chapter members in good standing will be eligible to vote. The board member shall be removed from office with a vote in favor of removal by fifteen (15) percent of the voting membership.

#### H. ABSENCES

A board member, who is absent from either a second consecutive board or general meeting, or a third total board or general meeting during the fiscal year, without prior arrangement, may lose their position on the Board of Directors due to such absenteeism. The decision to remove a board member due to absenteeism shall be a majority vote of the remaining board members. If the absent board member wishes to remain on the board, the remaining board members shall allow an explanation to be provided prior to making a decision.

#### I. ORDER OF SUCCESSION

In the absence of the President from a meeting over which they should preside or in the permanent absence of the President, the order of succession shall be: President-Elect, Past-President, Secretary, Treasurer.

#### J. MEETINGS

1. Number of Meetings: The Board of Directors shall meet at least eight (8) times during each fiscal year. Dates for these board meetings shall be established by the Board of Directors at any location designated by the board.

2. Notice of Meetings: Meetings of the board shall be held upon not less than ten (10) days written notice.
3. California Corporations Code section 5211 is the default rule on special meetings in the absence of a contrary bylaw:
4. 5211 (a) Unless otherwise provided in the articles or in the bylaws, all of the following apply:
  - (1) Meetings of the board may be called by the chair of the board or the president or any vice president or the secretary or any two directors.
  - (2) Regular meetings of the board may be held without notice if the time and place of the meetings are fixed by the bylaws or the board. Special meetings of the board shall be held upon four days' notice by first class mail or 48 hours' notice delivered personally or by telephone, including a voice messaging system or by electronic transmission by the corporation (Section 20). The articles or bylaws may not dispense with notice of a special meeting. A notice, or waiver of notice, need not specify the purpose of any regular or special meeting of the board.
5. Means of Participation: Board members may participate in meetings through the use of conference telephone, electronic video screen communication, or electronic transmission by and to the Board of Directors. Participation in a meeting through such means constitutes presence in person at that meeting as long as all board members participating in the meeting are able to hear one another, can communicate with all of the other board members concurrently, and each board member is provided the means of participating in all matters before the Board of Directors, including, without limitation, the capacity to propose, or to interpose an objection to, a specific action to be taken by the Board of Directors.

## K. COMPENSATION

No compensation shall be paid to any board member for performing the duties for which were elected. Nothing in this section shall prevent board members from receiving reimbursement for expenses as may be determined by resolution of the Board of Directors to be just and reasonable.

At its discretion, the Board of Directors may elect to hire agents, employees and/or contractors for the purposes of assisting the Board in completing its mission for the chapter. Such hiring will require a majority vote of board members.

## L. ELECTIONS

1. Nominations: The Board of Directors shall appoint, upon recommendation of the President, a Nominating Committee consisting of a chair, who shall be a member of the Board of Directors, and at least two (2) clinical members of the chapter, none of whom shall be eligible for nomination by the Nominating Committee. Chapter members have the option of accepting or declining appointment to the Nominating Committee.

The Nominating Committee's function is to nominate qualified individuals, secure their consent to serve and certify the eligibility of the candidates for election to the Board of Directors. The

committee in selecting its nominees shall seek diversity of representation and shall take into account the geographical, ethnic and gender composition of the membership.

The Nominating Committee shall meet within the first calendar quarter of the year to propose a slate of candidates for the upcoming year. Names of nominees shall be announced in writing to voting members at least forty-five (45) days prior to the annual business meeting of the membership.

2. Eligibility: Only members in good standing shall be eligible for election.

3. Election Procedures: Election results will be finalized and announced at the annual business meeting, with newly-elected or appointed board members to assume office on July 1 of each year.

4. Term or Office: The term of office for each director at large shall be two (2) years with the exception of President-Elect, President, and Past-President, who serve in each role for one (1) year, for a total of three (3) years Secretary & Treasurer roles are each a three-year term. The Prelicensed Representative serving as a Director at Large may still be eligible to complete their term even if their membership changes from prelicensed to clinical.

## **ARTICLE VIII: COMMITTEES**

### **A. FORMATION AND COMPOSITION OF COMMITTEES**

Committees may be created and appointed by the Board of Directors as necessary in its judgment. The duties and terms of any such committees shall be prescribed by the Board of Directors upon formation. Committee chairpersons and members shall be appointed by the President in consultation with the Board of Directors. Committees shall consist of at least three (3) members or as many members as deemed necessary by the Board, a majority of whom shall be clinical members of the chapter in good standing. Chapter members have the option of accepting or declining appointment to any committee.

### **B. MEETINGS AND ACTIONS OF COMMITTEES**

1. Meetings: Committees shall meet at such times as determined either by resolution of the Board of Directors, by resolution of the committee, or by the committee chairperson with the prior approval of the President. Meetings of committees shall be held at any place designated by the Board of Directors, the committee, or the committee chairperson.
2. Quorum: A majority of the committee members of each committee shall constitute a quorum of the committee for the transaction of business.
3. Minutes: Minutes shall be kept of each meeting of any committee. The Board of Directors may adopt rules governing committees that are not inconsistent with these Bylaws.

## **ARTICLE IX: FINANCES**

### **A. FISCAL YEAR**

The fiscal year of the chapter shall begin July 1 of each year and end June 30 of each year.

### **B. SETTING OF DUES**

The annual dues of the chapter shall be determined by the Board of Directors. Notification of any changes in the annual dues shall be made to all members affected as soon after the vote as is practicable and reasonable, but at least thirty (30) days prior to the effective date of any such increase.

### **C. PAYMENT OF DUES AND FEES**

Each member in good standing must pay, within the time and on the conditions set forth in these Bylaws, or where appropriate as established by the Board of Directors, dues and fees. Dues for each member are payable on the anniversary date of joining. Any member whose dues are not paid within thirty (30) days from their anniversary date is in default. Any member in default on the thirty-first (31) day shall be dropped from membership in the chapter.

### **D. BUDGET**

The proposed budget for each year shall be presented to the Board of Directors by the treasurer at the first board meeting of the fiscal year, or at another meeting as approved by the Board of Directors. The proposed budget shall be approved by a majority vote of the Board of Directors. The Board of Directors is empowered to deviate from the budget as necessitated by circumstances and consistent with the priorities of the chapter as long as the deviation is approved with a majority vote of the Board of Directors.

### **E. DEPOSITORY**

The Board of Directors shall select and designate such financial institution as they deem advisable as official depository of the funds of the chapter and prescribe the manner in which such funds shall be withdrawn. The President and the Treasurer shall be co-signers on the depository account.

## **ARTICLE X: RECORDS AND REPORTS INSPECTION**

### **A. MAINTENANCE AND INSPECTION OF BYLAWS**

The chapter shall keep, or cause to be kept, the Bylaws of the chapter as amended to date, which shall be open to inspection by the members at all reasonable times. The chapter shall provide CAMFT with a copy of the chapter Bylaws and any amendment(s) thereafter made.

### **B. MAINTENANCE AND INSPECTION OF OTHER RECORDS**

The accounting books, records and minutes of proceedings of the members of the Board of Directors and any committee(s) of the Board of Directors shall be maintained by the Secretary and Treasurer of the chapter. The minutes, accounting books and records shall be kept in written or typed form. The minutes, accounting books and records shall be open to inspection on the written demand of any member, at any reasonable time for a reasonable purpose. The convening of a special committee by the board does not remove the member's access to records. The inspection may be made in person or by any agent or attorney, and shall include the right to copy.

### **C. ANNUAL REPORT TO MEMBERS**

An annual report shall be prepared and shared with chapter members in the first quarter of the new fiscal year. Such report shall contain in appropriate detail the following:

1. A balance sheet as of the end of the fiscal year, an income and expense statement and statement of change in financial position for such fiscal year.
2. A statement of the place where the names and addresses of the current members are located.
3. Any information required by Section 8322, or its successor section(s), of the California Non-Profit Corporation Law, dealing with insider transactions.

Such report shall be accompanied by any report thereon of independent accountants, or, if there is no such report, the certificate of an authorized officer of the chapter that such statements were prepared without audit from the books and records of the chapter.

Members shall be notified of their right to receive a copy of the annual report. Upon written request of a member, the board shall promptly cause the most recent annual report to be sent to the requesting member.

### **ARTICLE XI: LIABILITY OF MEMBERS**

No member, regardless of the class or category of membership held, and whether or not a voting member, shall be personally or otherwise liable for any of the debts, liabilities and/or obligations of the chapter. Nothing in this article shall be construed to relieve any person of any liability imposed by the California Non-Profit Corporation Laws regarding unauthorized distributions.

### **ARTICLE XII: PROPERTY**

The title to all property, funds and assets of the chapter shall be held by the chapter, through its Board of Directors, and they shall have complete control over the acquisition, administration, and disposition of any property, funds or assets. The chapter may accept gifts, legacies, devises, donations, and/or contributions in any amount and in any form upon such terms as may be decided by the Board of Directors.

### **ARTICLE XIII: USE OF NAME**

No member shall speak in the name of the chapter without authorization from the President or the Board of Directors.

### **ARTICLE XIV: AMENDMENTS TO THE BYLAWS**

#### **A. INITIATION OF AMENDMENTS**

Amendments to the Bylaws may be initiated in either of two ways.

1. The Board of Directors, either alone or upon recommendation of the Bylaws Committee, may initiate a bylaw amendment, or
2. Ten (10) members of the chapter may, by a physically or electronically written petition addressed to the Secretary of the chapter, initiate an amendment.

#### **B: ADOPTION OF AMENDMENTS**

Proposed amendments which have received a majority vote of the Board of Directors present shall be recommended to the membership for ratification by physical or electronic mail ballot. A physical or electronic copy of the proposed amendment or amendments shall be sent to all voting members of the chapter at least three (3) weeks prior to the time of voting. There shall be specified on the ballot a deadline for the return of the physical or electronic mail ballots. A two thirds majority of ballots returned shall be required for ratification of the proposed amendment.

### **ARTICLE XV: DIVISION OF THE CHAPTER**

Division of the chapter into two chapters may be initiated by a recommendation passed by a two-thirds (2/3) majority of the Board of Directors. Upon passage by the Board of Directors, the recommendation for division shall be recommended to the membership for ratification by physical or electronic mail ballot. A physically or electronically written copy of the proposal shall be sent to all voting members of the chapter at least three (3) weeks prior to the time of voting. There shall be specified on the ballot a deadline for the return of the physical or electronic mail ballot. A two-thirds (2/3) majority of ballots returned shall be required for ratification of the proposed division. The proposed division shall be submitted to the CAMFT Board of Directors for their approval and for chartering of the two chapters created by the division.

### **ARTICLE XVI: MERGER OF THE CHAPTER**

Merger of the chapter with another chapter may be initiated by a recommendation passed by a two-thirds (2/3) majority of the Board of Directors of each chapter. Upon passage by the Board of Directors of each chapter, the merger shall be recommended to the membership of each

chapter for ratification by physical or electronic mail ballot. A physically or electronically written copy of the recommendation shall be sent to all voting members of each chapter at least three (3) weeks prior to the time of voting. There shall be specified on the ballot a deadline for return of the physical or electronic mailed ballot. A two-thirds (2/3) majority of the ballots returned shall be required for ratification of the proposed merger. The proposed merger shall be submitted to the CAMFT Board of Directors for their approval and chartering.

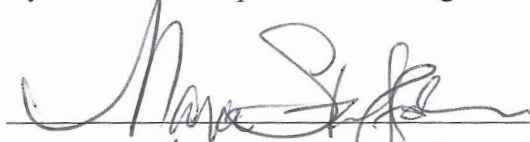
**ARTICLE XVII: DISSOLUTION**

Dissolution of the chapter, whether voluntary or involuntary, shall be conducted in accordance with applicable law. In the event of the dissolution of the chapter, all assets and funds of the chapter shall, after debts and/or obligations are paid, be distributed to a charitable organization or foundation as determined by the Board of Directors.

Revised: March 12, 2021

**CERTIFICATION OF THE SECRETARY**

I, the undersigned, certify that I am presently elected and acting secretary of the San Diego North County Chapter of the California Association of Marriage and Family Therapists, and the above Bylaws are as adopted at a meeting of the board of directors held March 12, 2021.

 Signature of Secretary  
Marci Stafford Printed Name of Secretary  
May 15, 2021 Date