

**BY-LAWS**

**AS REVISED AT THE SPRING LUNCHEON  
MAY 2010**

**ARTICLE 1 - Name**

The name of this organization shall be **UCSD OCEANIDS**.

**ARTICLE II - Purpose**

A non-profit organization to promote fellowship among all persons associated with UCSD through sponsorship of special interest groups, through service to the University community, and through such other projects as may be selected.

**ARTICLE III – Membership**

**Section 1:** Membership shall be open to all persons interested in UCSD. Membership shall be contingent upon payment of annual dues. Honorary membership may be granted after approval by the board.

**Section 2:** In compliance with the policy of the University of California, UCSD OCEANIDS does not discriminate on the basis of race, color, national origin, religion, sex, sexual preference, handicap, age, or marital status. This nondiscrimination policy covers membership selection, activities, policies and practices of the university.

**Section 3:** Members shall be entitled to vote, hold office, to be included on the mailing list, and to join any special interest groups.

**Section 4:** In compliance with the University’s Conflict of Interest Code, Officers, Directors, and Members of Oceanids shall disqualify themselves making, participating in making, or in any way attempting to use their official positions to influence a decision in which they have or would have a financial interest. Business transactions involving Oceanids, and the personal or business affairs of any Officer, Director, or Member shall be approved in advance by formal action of the Oceanids Board of Directors.

**ARTICLE IV – Dues**

Annual dues shall be determined by the membership. Dues are payable June 1 and shall be delinquent after December 1.

**ARTICLE V- Government and officers**

**Section 1:** The Board of directors shall consist of elected officers, immediate past president, committee chairpersons, and such other persons, as the Board may consider necessary. The elected officers shall constitute the Executive Committee of the Board.

The Board shall plan and direct the work necessary to carry out the program of the organization.

**Section 2:** The Chancellor (or designee) shall be the ex-officio voting member of the organization's board and any committee empowered to act on behalf of the governing body.

**Section 3:** Elected officers shall be President, First Vice President, Second Vice-President, Secretary, Treasurer, and Financial Secretary. Their duties shall consist of those enumerated below, and such others as may be designated by the Board of Directors and/or President.

**A.** The **PRESIDENT** shall have the usual powers of management and supervision pertaining to the office of president and shall call and preside at Board Meetings. Subject to the Board's approval, the President shall appoint committee chairpersons necessary to the program.

**B.** The **FIRST VICE PRESIDENT** shall serve as program chairperson and shall perform all duties of the President in the President's absence.

**C.** The **SECOND VICE PRESIDENT** shall serve as membership chairperson and shall maintain an accurate membership list.

**D.** The **SECRETARY** shall record minutes of all business meetings of the Club and all meetings of the Board.

**E.** The **TREASURER**

- 1) Shall be responsible for receiving and disbursing monies.
- 2) Shall prepare the annual budget with the input of the Financial Committee.
- 3) Any financial commitments or disbursement expenditures over \$1,000 or more must bear the signatures of two (2) persons designated by the governing board.
- 4) The Treasurer, the University Auditor and/or Campus internal Audit shall be authorized to receive, from any financial institution with which the organization maintains accounts, any information, records, or photocopies of transactions relating to the accounts as the University may at anytime request from the financial institution.
- 5) If the **UCSD OCEANIDS** should ever dissolve, any remaining assets held in its name shall be transferred within three (3) months to the Regents of the University of California or the UC San Diego Foundation.
- 6) An assistant Treasurer shall be appointed to reconcile the monthly bank statements.

**F. THE FINANCIAL SECRETARY** shall be responsible for monitoring the UCSD Foundation Accounts, transferring funds, and preparing an annual financial report available to the membership. In addition, the Financial Secretary shall maintain the UCSD Oceanids account with the UCSD Foundation.

**G.** The **PRESIDENT ELECT** shall assume the duties of the President in the absence of the latter, as assigned. On conclusion of the elected term of office, the President Elect

shall succeed to the office of President. If the sitting President is able to serve additional terms the President Elect will also serve additional terms or give notice by January 1st.

#### **ARTICLE VI –Special Interest Groups**

Five or more people may constitute a special interest group. Each group shall elect its own chairperson.

#### **ARTICLE VII – Nominations and Elections**

**Section 1:** The Nominating Committee shall consist of five (5) voting members and one alternate: Two members and one alternate not serving on the Board of Directors and one continuing nominating committee member shall be elected by the general membership at the annual Spring meeting. At the first meeting presided over by the newly elected President, two current board members shall be elected by the Board of Directors to the Nominating Committee. All committee members shall serve on the UCSD Oceanids Board of Directors. The committee shall report its slate of candidates, in writing, to the general membership at least 30 days prior to the election.

**Section 2:** The election and installation of officers shall be held at the spring membership meeting. Those elected will assume duties June 1 or immediately following the election.

#### **ARTICLE VIII- Amendments**

**Section 1:** These by-laws may be amended at any regular meeting by two-thirds vote of members present providing a written notice of the amendment has been given 30 days prior to the meeting.

**Section 2:** Or, the by-laws may be amended by standard mail and by electronic ballots when an amendment is to be voted on by a UCSD Oceanids member not present at the regular meeting, provided written notice has been given at least 60 days prior to the vote tally. Floor discussion and pro and con arguments must be included with the notice. A two-thirds vote of ballots returned will constitute the decision, provided that at least a quorum of votes has been received. Notices and results may be published in the **OCEANIDS NEWS**.

**Section 3.** If 25 members request a change in the By-laws, the Board must call for a vote on the change.

#### **ARTICLE IX – Quorum**

Ten percent of the membership shall constitute a quorum.

