

Orange County Chapter
Society for Technical Communication
Bylaws

As Approved
March 1, 1998

Amended March 1, 1999

Amended March 15, 2001

Table of Contents

Article I Name and Objectives	
Section 1. Name	1
Section 2. Objective	1
Article II Powers and Constraints	1
Section 1. Powers	1
Section 2. Constraints	1
Section 3. Use of Name	1
Article III Membership	1
Section 1. Grades of Membership	1
Section 2. Qualifications for Grades of Membership	2
Section 3. Rights and Privileges of Grades of Membership (<i>§3.B. Amended March 15, 2001</i>)	2
Section 4. Obligations of Membership	2
Section 5. Admission to Membership	2
Section 6. Termination of Membership	3
Section 7. Appeals Panel	3
Section 8. Reinstatement	3
Section 9. Transfer of Membership	3
Section 10. Dues and Fees	3
Section 11. Honorary Ranks	3
Section 12. Qualifications for Honorary Ranks	3
Section 13. Rights and Privileges of Honorary Ranks	3
Article IV Administrative Council	3
Section 1. Membership	3
Section 2. Powers and Constraints	3
Section 3. Duties of Council Members	4
Section 4. Terms of Office	5
Section 5. Vacancies	5
Section 6. Removal	5
Section 7. Meetings and Quorum	5
Section 8. Transaction of Business	5
Section 9. Finances	6
Article V Committees	6
Section 1. Establishment	6
Section 2. Committee Membership and Subcommittees	6
Section 3. General Duties	6
Section 4. Standing Committees (<i>§4.C. Amended March 1, 1999</i>)	6
Article VI Meetings	7
Section 1. Regular Chapter Meetings and Quorum	7
Section 2. Annual Chapter Business Meeting and Quorum	7
Section 3. Special Chapter Meetings	7
Section 4. Time and Place of Meetings	7
Article VII Chapter Elections	7
Section 1. Annual Elections (<i>§1.A and 1.F. Amended March 15, 2001</i>)	7
Section 2. Voting on Matters other than Election (<i>§2. Amended March 15, 2001</i>)	8
Section 3. Special Ballot	8
Article VIII Amendments	9
Section 1. Origination	9
Section 2. Implementation	9
Article IX Dissolution	9

Article I Name and Objective

Section 1. Name

The name of this organization is the Orange County chapter of the Society for Technical Communication, Inc. or OCSTC. The chapter is based in Orange County, California.

The chapter name may only be changed by a two-thirds vote at the annual chapter business meeting, a quorum being present. Written notification of a motion to change the chapter name must be mailed to all members at least two weeks before the vote. The Society for Technical Communication (STC), also referred to as the "Society" in these bylaws, must be advised when the chapter's name is changed.

Section 2. Objectives

The chief objective of OCSTC is to advance the field of technical communication. It does this by

- supporting the continuing education of its members through meetings, seminars, and workshops
- sponsoring special interest groups (SIGs) and chapter and regional conferences
- recognizing outstanding member accomplishments
- involving the chapter in Society events, such as the annual conference
- participating in community and charitable activities that conform to the Society's purposes

Article II Powers and Constraints

Section 1. Powers

The powers of the chapter reside in its members and are exercised on behalf of the membership by an elected Administrative Council.

Section 2. Constraints

As defined by the *STC Bylaws*, the chapter is nonprofit, nonsectarian, and nonpartisan. It cannot endorse or disparage a commercial enterprise, a political platform, or a candidate for public office. The OCSTC cannot (1) operate under rules and procedures that are inconsistent with the governing documents of the Society, (2) charge chapter dues, (3) own real estate or obligate the Society to any financial or other commitment, and (4) use the Society name without the chapter designation.

If situations not addressed in these bylaws arise, the *STC Articles of Incorporation* and *STC Bylaws* govern the chapter's actions. If the *STC Bylaws* are changed so that they conflict with these chapter bylaws, the *STC Bylaws* take precedence. The chapter bylaws must then be amended as soon as possible to bring them into conformance with the *STC Bylaws*.

Section 3. Use of Name

The chapter name and logo, singly or in combination, may be used only by persons authorized by the Administrative Council, and only for chapter purposes.

Article III Membership

Section 1. Grades of Membership

The chapter has three grades of individual membership: student member, member, and senior member.

Section 2. Qualifications for Grades of Membership

- A. *General.* Individual membership is open to persons concerned with technical communication. No person will be barred because of race, color, national origin, sex, religion, or political affiliation. No STC member in good standing shall be refused membership in OCSTC.
- B. *Student member.* Student membership is available to applicants who are (1) enrolled in an accredited university, college, community college, or technical school; (2) enrolled in at least two courses or their equivalent each term; and (3) preparing for a career in technical communication.
- C. *Member.* An applicant for member must (1) be engaged in some phase of technical communication or (2) be interested in the arts and sciences of technical communication or in allied arts and sciences.
- D. *Senior Member.* The grade of senior member is conferred automatically on each member after five years in the grade of member in STC.
- E. *Sustaining Organization.* The grade of sustaining organization is for companies, corporations, institutions, and other organizations interested in the aims of the Society and willing to encourage and support its work through payment of annual dues. The grade of sustaining organization may be obtained by application or by invitation.

Section 3. Rights and Privileges of Grades of Membership

- A. *Universal rights.* Individual chapter members in good standing, regardless of grade, may
 1. at the member rate, attend any meeting, conference, or workshop sponsored by OCSTC or the Society
 2. contribute ideas and suggestions that might further the chapter's purposes
 3. wear the Society and chapter emblems
 4. receive Society and chapter publications
- B. *Voting rights.* Voting members of OCSTC are members and senior members. Each voting member is entitled to vote on each matter submitted to the membership. ~~by mail or at a meeting of any OCSTC body at which the member is present.~~ (Amended March 15, 2001)
- C. *Office-holding rights.*
 1. A student member may serve as an OCSTC committee manager or committee member, but may not hold an OCSTC elective office.
 2. A member may hold any OCSTC elective office, may serve as an OCSTC committee manager or committee member, and may serve as a member or manager of a Society committee except as restricted in the Society bylaws.
 3. A senior member may hold elective office in OCSTC, may serve as an OCSTC committee manager or member, and may hold elective office in the Society.

Section 4. Obligations of Membership

By acceptance of the Society's certificate of membership, each member agrees to abide by the Society's governing documents, work toward achievement of its purposes, and act in accordance with its precepts, especially its *Ethical Guidelines for Technical Communicators*. Members who fail to do so may have their membership suspended or revoked by the Society Board of Directors. Any member whose Society membership is suspended or revoked will also have his or her OCSTC membership suspended or revoked.

Section 5. Admission to Membership

An individual applies for membership to STC with the official application form. The individual may submit the application through OCSTC or send it directly to Society headquarters. Validation of the membership application by the STC office constitutes admission to the Society. Membership in OCSTC is conferred upon those members of STC who (a) select the chapter upon joining, (2) are assigned to the chapter by the STC office, or (c) transfer to the chapter. As required by the *STC Bylaws*, a member may belong to only one chapter at a time.

Section 6. Termination of Membership

An individual's membership in STC, and therefore the chapter, is terminated by resignation, nonpayment of dues, or expulsion. The STC Board of Directors may, by a two-thirds vote, suspend or expel a member for cause after a hearing before the board. Falsification or misrepresentation in an application is cause for refusal of membership in, or expulsion from, the Society. A person suspended or expelled by the board may request a hearing before an appeals panel. If the appeals panel affirms the board's action, the case will be closed. The panel may request reconsideration of the case by the board. Action of the board after reconsideration will be final. An expelled member forfeits all dues and fees already paid.

Section 7. Appeals Panel

The appeals panel is described in the *STC Bylaws*.

Section 8. Reinstatement

Reinstatement procedures are described in the *STC Bylaws*.

Section 9. Transfer of Membership

Membership may not be transferred or assigned to another person.

Section 10. Dues and Fees

Membership dues and fees are described in the *STC Bylaws*.

Section 11. Honorary Ranks

The elective, honorary ranks of the Society are described in the *STC Bylaws*.

Section 12. Qualifications for Honorary Ranks

The qualifications for honorary ranks are described in the *STC Bylaws*.

Section 13. Rights and Privileges of Honorary Ranks

The rights and privileges of honorary ranks are described in the *STC Bylaws*.

Article IV Administrative Council***Section 1. Membership***

The OCSTC Administrative Council formulates and defines chapter objectives and is responsible for the ongoing operation of the chapter. It has the power to take whatever legal and proper actions are necessary for the fulfillment of the Society's purposes. The Administrative Council comprises seven members: five elected officers (President, First Vice President, Second Vice President, Secretary, and Treasurer) and two non-elected members (the immediate Past President and one committee manager appointed by the President and ratified by the council). The committee manager is the Newsletter Editor unless the editor is unable or unwilling to so serve.

If the Administrative Council decides by a majority vote that more than five officers are required to operate efficiently, it may propose at a regular chapter membership meeting, or by any other means deemed appropriate, to increase the number of elected officers, specifying the titles and duties of such officers. If the proposal is accepted by two-thirds of those present at a chapter meeting (all members having been notified prior to the meeting), it becomes effective immediately. The membership of the chapter may also agree by a two-thirds vote to have the offices of Secretary and Treasurer filled by the same individual.

Section 2. Powers and Constraints

Each elected member of the Administrative Council has one vote. A majority of the council (at least three of the five members) constitutes a quorum. A simple majority rules on questions brought before the council, following a motion and second and after any discussion or

amendments to the motion. The council may decide to pass certain decisions to the general membership for a vote.

Section 3. Duties of Council Members

A. The *President* is the chapter's executive administrator and is responsible for all chapter operations. The President delegates duties to the other officers and appoints committee managers. The President also ensures that the following responsibilities, required by the *STC Bylaws*, are discharged:

1. Regularly scheduled program meetings for the membership (at least five per year)
2. Recruitment of new members and membership processing
3. Regular meetings of the Administrative Council to handle the chapter's business
4. Fiscal controls by means of approved budgets and expenditures, and fiscal operations in accordance with Article IX, Section 4, Subsection H (Finances) of the *STC Bylaws*
5. Annual activities reports to the Director-Sponsor and annual fiscal reports to the Society Treasurer
6. Compliance with IRS requirements for annual information returns
7. Annual elections conducted by the chapter Nominating Committee in accordance with Article IX, Section 4, Subsection F (Chapter Elections) of the *STC Bylaws*

In addition to delegating duties to the other officers and appointing all standing and ad hoc committee managers, the President is responsible for the following tasks:

- Presiding at chapter and Administrative Council meetings
- Assigning a council member to act as a liaison to each committee that does not fall within the jurisdiction of a particular officer
- Maintaining an awareness of committee actions through personal contact or council member reports

B. The *First Vice President, Programs* is the manager of the Program Committee and has the following Duties:

1. Assumes the duties of the President if the President is absent or incapacitated and performs such other duties as the President or Administrative Council may assign
2. Manages the Program Committee (whose members plan the monthly meetings for the year) and submits the plan for council approval
3. Engages speakers for the monthly meetings
4. Arranges the facilities and menu for monthly meetings unless the Administrative Council delegates this responsibility to another individual
5. Secures program evaluations from members

C. The *Second Vice President, Membership* manages the Membership Committee and has the following duties:

1. Plans and oversees the operation of member recruiting programs
2. Promptly issues information about OCSTC and STC to prospective members
3. Monitors the chapter membership listing for accuracy and assists members in correcting membership information on file with the Society office
4. Oversees the production of a chapter membership directory, if one is created
5. Provides the council with regular updates of membership data
6. Obtains membership labels from the Society office for all authorized chapter mailings

D. The *Secretary* has the following duties:

1. Sets up monthly Administrative Council meetings and sends reminders to council members seven days prior to each meeting
2. Collects agenda items from council members prior to Administrative Council meetings and prepares a meeting agenda to be distributed at the meeting
3. Prepares complete and accurate minutes of all Administrative Council meetings and distributes them in a timely manner to all council members
4. Maintains the chapter's voice mail box and distributes incoming messages to the appropriate council member or committee manager
5. Assists the Treasurer with monthly meeting registration and fee collection
6. Writes all chapter correspondence not specifically assigned to another officer or committee manager

7. Maintains all non-financial records for the current year
- E. The *Treasurer* is the fiscal officer of the chapter and has the following duties:
1. Satisfies all chapter financial obligations by issuing payment as instructed by the council except for recurring obligations that have blanket council approval
 2. Maintains records of chapter checking accounts, including the check register and a file containing all canceled checks and statements
 3. Maintains copies of all statements, bills, and reimbursement requests
 4. Presents a monthly statement of financial status to the council and a statement to the membership annually. The report to the membership may take the form of a statement published in the chapter newsletter.
 5. As soon as possible after June 30 of each year, and in accordance with the *STC Bylaws*, prepares the end-of-year Chapter Financial Report and submits it and supporting chapter financial records to the Audit Committee. Following Audit Committee approval, submits the Chapter Financial Report to the STC Treasurer before the September 30 deadline.

Section 4. Terms of Office

All members of the Administrative Council serve for a term of one year. All elected officers may succeed themselves in office if nominated by the Nominating Committee or by petition and if elected by the membership. Terms of office for all elected council members begin with their installation at the annual OCSTC business meeting.

Section 5. Vacancies

Vacancies in the Administrative Council are filled by a majority vote of the remaining council members. If the number of vacancies in the Administrative Council reduces the number of remaining council members to a number insufficient to constitute a quorum, the vacancies must be filled by holding an election as provided in Article VII.

Section 6. Removal

If the conduct of an Administrative Council member is such that the council as a whole feels it necessary to suspend the member's authority, the council must appoint a special committee to hear and review the case. The person to be suspended must be served personally or by registered mail with a notice containing a statement of the charges and specifying the time and place of a hearing before the special committee. This notice must be received at least 10 days before the hearing. At the hearing, the accused may be represented by counsel and must be allowed to confront the accusers. The special committee must report its findings to the Administrative Council, and a vote on the committee's recommendations must be sustained by a majority of the council.

Section 7. Meetings and Quorum

- A. *Regular Council Meetings.* Regular meetings of the Administrative Council are usually held at the request of the President once each month (September through May) to conduct chapter business. The President notifies members at least seven days before a meeting. In an emergency, the President may take action by polling the entire council by telephone. This emergency power is limited to questions that could cause great and irreparable harm to the chapter should any delay occur.
- B. *Special Council Meetings.* Special meetings may be held at the request of two council members. Each council member must be notified of such special meetings at least seven days in advance.
- C. *Quorum.* A majority of the elected members of the Administrative Council constitutes a quorum.

Section 8. Transaction of Business

All council meetings follow the parliamentary procedures specified in *Robert's Rules of Order* where applicable and consistent with the governing documents of the chapter and Society. The council acts by a majority vote of council members present, a quorum being present. All council decisions are recorded by the Secretary and include the "yeas" and "nays" counted.

Section 9. Finances

The OCSTC operates on a fiscal year basis, July 1 to June 30 of the following year. It also operates under a budget approved by the Administrative Council. Chapter funds are only deposited in banking institutions that are members of the Federal Deposit Insurance Corporation (FDIC) or credit unions that are members of the National Credit Union Share Insurance Fund (NCUSIF). The Treasurer is responsible for all disbursements; disbursements must be authorized in writing by the Treasurer and either the President or a Vice President.

Article V Committees

Section 1. Establishment

The Administrative Council establishes standing or special committees to take charge of specific tasks. The President appoints all committee managers, subject to council approval, for a term equivalent to that of the President. The Administrative Council may approve the formation of a new standing committee after providing a written description of the committee's responsibilities to the Secretary. After the work of a special committee is completed, the committee is dissolved by the council, and committee records are forwarded to the chapter Secretary. Committee manager vacancies and vacancies among members of the Nominating Committee and Audit Committee are filled by the President with the approval of the council.

Section 2. Committee Membership and Subcommittees

Except for the Nominating and Audit Committees, each committee manager appoints the members of the respective committee in accordance with the bylaws, and may establish subcommittees as required. The appointment of committee members and establishment of subcommittees do not require council approval.

Section 3. General Duties

Unless otherwise specified in Section 4, committees perform under the general supervision of the Administrative Council. Each committee manager must submit an annual budget at the request of the council and periodic written reports at the request of the President or Treasurer.

Section 4. Standing Committees

The standing committees of the OCSTC include the following:

- A. The *Program Committee* assists the First Vice President, Programs, in planning and executing programs for the regular monthly meetings of the chapter. Program Committee activities include, but are not limited to, coordinating and producing literature, securing facilities, engaging speakers, and evaluating programs. The Program Committee also occasionally supports the planning and execution of joint meetings with other chapters.
- B. The *Membership Committee* assists the Second Vice President, Membership, in planning and maintaining an ongoing program for recruiting and retaining members.
- C. The *Nominating Committee* is responsible for the selection of qualified candidates for chapter office and for the conduct of the annual election in accordance with Article VII. Only members and senior members may serve on the Nominating Committee. The committee consists of five members. The President appoints the committee manager. The other four members are elected by the membership for two-year terms on a staggered basis (two members are elected each year at then annual elections). (*Amended March 1, 1999*)

~~The *Nominating Committee* is responsible for the selection of qualified candidates for chapter office and for the conduct of the annual election in accordance with Article VII. Only members and senior members may serve on the Nominating Committee. The committee consists of either three or five members, at the discretion of the chapter President. The President appoints the committee manager and also appoints one member to a five member committee. Either two or three members of the Nominating Committee are elected by the membership. Members of the Nominating Committee serve for a one-year term.~~

- D. The *Tellers Committee* is responsible for counting the votes and other duties in the annual election in accordance with Article VII. Only members and senior members may serve on the Tellers Committee. The committee manager is appointed annually by the President and approved by the council. Members of the Tellers Committee serve for a one-year term.
- E. The *Education Committee* is responsible for planning and delivering educational seminars, workshops, and other professional-improvement activities. The committee manager reports to the President.
- F. The *Public Relations Committee* is responsible for disseminating information to the news media that promotes the goals of the chapter and the Society. The committee also publicizes chapter activities and member accomplishments in the chapter newsletter and involves the chapter in community service programs. The committee manager reports to the President.
- G. The *Audit Committee* is responsible for reviewing and approving the end-of-year Chapter Financial Report before the chapter Treasurer sends it to the STC Treasurer. The committee consists of two members appointed by the Administrative Council. The committee has no manager.

Article VI Meetings

Section 1. Regular Chapter Meetings and Quorum

Chapter meetings are normally held once each month, September through May. The council may change a meeting from its regularly scheduled date if the membership is adequately notified. The council may cancel a chapter meeting for good cause provided the membership is notified of the cancellation at least 30 days in advance. A quorum for transacting chapter business is 25 percent of the voting members or 20 voting members, whichever is fewer.

Section 2. Annual Chapter Business Meeting and Quorum

The April chapter meeting is the annual OCSTC business meeting at which (1) the Administrative Council and chapter committees report to the membership and (2) the results of the annual election are announced. A quorum for the annual chapter business meeting is the same as that for a regular chapter meeting.

Section 3. Special Chapter Meetings

Special chapter meetings are called by the President if requested by a majority of the Administrative Council. Notice of such meetings must be sent to voting members of the chapter at least 15 days before the meeting.

Section 4. Time and Place of Meetings

The Administrative Council determines the time and place of chapter meetings and publicizes this information to the membership.

Article VII Chapter Elections

Section 1. Annual Elections

- A. *Time of Election.* Chapter officers and Nominating Committee members are elected each year prior to the annual OCSTC business meeting and in time for the new officers to attend the Society's annual business meeting (held at the STC Annual Conference). A preliminary slate is announced to all voting members at least three months prior to the annual business meeting. Nominations by petition must reach the Nominating Committee at least two months prior to the annual business meeting. The final slate and ballots are distributed mailed (*Amended March 15, 2001*) to all voting members at least one month prior to the annual business meeting. The Tellers Committee tabulates the votes at least one week prior to the annual business meeting.

- B. *Nominating Committee.* The OCSTC Nominating Committee, constituted in accordance with Article IX, Section 4, Subsection F of the *STC Bylaws*, is responsible for the selection of candidates and for the preparation of the preliminary slate, final slate, and ballot. The Nominating Committee also handles nominations by petition from the membership.
- C. *Selection and Evaluation of Candidates.* The Nominating Committee requests names of candidates to be considered for election, and may, as it deems appropriate, contact individual chapter members for recommendations. Chapter members are invited to submit nominations, including self-nominations, in a notice in the chapter newsletter. The Nominating Committee evaluates the qualifications of candidates in accordance with the requirements established in Articles IV and V of these bylaws and in accordance with the standards and criteria developed by the Nominating Committee. Qualified candidates are asked to submit a statement of availability and intent.
- D. *Preparation and Distribution of Ballot.* At a date established by the Nominating Committee, all candidates who have agreed to serve if elected are evaluated for specific positions on the slate. The committee endeavors to prepare a slate that includes two, and not more than three, candidates for each position. The committee prepares the preliminary slate and announces it to the membership either in the chapter newsletter or a special mailing with instructions for nomination by petition.
- E. *Nomination by Petition.* Additional candidates for any elective office may be nominated by petition. Such petitions must bear the signature of 10 percent of the chapter membership. The full name and address of each signatory to such a petition must be typed or printed next to the signature. The petition must be accompanied by the candidate's signed statement of acceptance and intent and pertinent biographical information. The name of any candidate qualified in accordance with the bylaws and properly nominated by petition must appear on the final slate and ballot.
- F. *Preparation and Distribution of the Final Slate and Ballot.* The Nominating Committee prepares the final slate and ballot for distribution to all voting members. ~~by mail. (Amended March 15, 2001)~~ For unopposed candidates, the ballot offers a yes or no choice. Voting instructions specify the due date for voting. ~~on which ballots must be returned to be counted. (Amended March 15, 2001)~~
- G. *Count of Votes.* The Tellers Committee validates the ballots while protecting the identity of the voters, and counts and records the vote. Candidates are elected by plurality of votes cast. A tie vote is resolved by a majority vote of the Administrative Council. If an unopposed candidate receives fewer affirmative than negative votes, that office is declared vacant.
- H. *Announcement of Results.* The Tellers Committee promptly notifies the Nominating Committee manager, the Administrative Council, and all candidates of the total votes cast for and against the candidates. The Nominating Committee manager announces the names of those elected at the annual chapter business meeting in April when the officers and new Nominating Committee members are installed.
- I. *Succession of Office.* The incoming and outgoing officers together attend the first Administrative Council meeting immediately following the annual chapter business meeting. The outgoing President turns the meeting over to the new President who conducts the order of business and hears all final reports. Before the second council meeting, the outgoing President, officers, and managers turn over to their successors all meeting minutes, program notes, membership data, archive records, and all other materials related to chapter business. The outgoing Treasurer transfers all financial records and reports to the incoming Treasurer immediately upon completing the end-of-year Chapter Financial Report for the Society office.

Section 2. Voting on Matters other than Election

The Administrative Council makes every attempt to place any important issues before the membership for a vote at the same time it distributes mails (Amended March 15, 2001) the final slate and ballot for the annual election.

Section 3. Special Ballot

The Administrative Council may place matters before the membership for a vote by authorizing a

special ballot. A Tellers Committee validates the ballots, counts and records the votes, and notifies the Administrative Council of the results.

Article VIII Amendments

Section 1. Origination

An amendment to the bylaws may be originated by the Administrative Council or by a written petition signed by 10 percent of the chapter membership. All proposed amendments must first be submitted to the STC Bylaws Committee for review to assure compatibility with the provisions of the Society's governing documents.

Section 2. Implementation

The Administrative Council may, by a three-fourths vote of the entire council, adopt a proposed amendment to Articles V, VI, or VII. Proposed amendments to all other Articles must be referred to the membership at large by means of a ballot. The ballot statement may include the council's recommendation. To become effective, a bylaws amendment submitted to the membership requires the affirmative vote of two-thirds of the valid votes cast. An approved amendment is announced to the membership at the earliest opportunity.

Article IX Dissolution

The chapter has no power to effect its own dissolution. Only the STC Board of Directors may dissolve a chapter as described in the *STC Bylaws*.