

**THE CALIFORNIA COMMUNITY COLLEGE ASSOCIATION of ASIAN
PACIFIC ISLANDER TRUSTEES AND ADMINISTRATORS
(CCCA-APITA)**

BYLAWS
November 2017
Revised and Re-adopted May 2019

ARTICLE I

NAME

Section 1.1. Name. The name of this organization shall be THE CALIFORNIA COMMUNITY COLLEGE ASSOCIATION of ASIAN PACIFIC ISLANDER TRUSTEES AND ADMINISTRATORS (CCCA-APITA)

ARTICLE II

PURPOSE

Section 2.1. Statement of Purpose. The purpose of the organization shall be to:

- a. a) Promote and advocate to ensure Asian Pacific Islander students opportunity for access, retention, degrees, certificates, and promoting student success.
- b. b) Advocate for disaggregated student and employee data.
- c. c) Provide networking and educational programs to Asian Pacific Islander trustees and college administrators.
- d. d) Advocate for the promotion of Asian Pacific Islander administrators, faculty, and staff within the community college system.

ARTICLE III

MEMBERSHIP

Section 3.1. Regular Voting Membership. Regular voting membership (an individual who is current with their membership dues) shall be open to and held only by elected or appointed members of any California Community College Governing Board of Trustees or a current California community college administrator.

Section 3.2. Associate Non-Voting Membership. With the exception of individuals mentioned in Section 3.1 above, Associate non-voting membership shall be open to any educator, , or other individual that is interested in and supportive of CCCA-APITA's statement of purpose.

Section 3.3. Honorary Membership. A non-voting honorary membership shall be open, upon request, to any past Chair of CCCA-APITA who no longer holds office on a local college board. The Board of Directors of CCCA-APITA may also elect additional honorary members as it deems appropriate. Honorary members shall pay no dues and shall have no voting power.

Section 3.4. Corporate/Business and Community Partner Non-Voting Membership. Corporate/Business non-voting membership shall be open to any corporation or business organization interested in and supportive of the statement of purpose of CCCA-APITA. Community Partner non-voting membership shall be open to any non-profit, non-business organization interested in and supportive of the statement and purpose of CCCA-APITA.

Section 3.5. Revocation. Regular voting membership may be revoked only by a majority vote of the general membership, at a general membership and business meeting duly noticed and convened, with due notice and opportunity to be heard being given to the affected member. Other category membership in CCCA- APITA may be revoked for cause by a majority vote of CCCA- APITA Board of Directors.^{[L][L]}_{[SEP][SEP]}

Section 3.6. Fees, Dues, and Assessments.

- a. a) A dues schedule for the various categories of membership in CCCA-APITAA shall be established by CCCA- APITA Board of Directors, or by vote of the general membership at a duly convened membership meeting.
- b. b) Dues are payable before the commencement of the annual CCCA-APITA Business Meeting, which is held in the Spring. No College Board members whose dues are delinquent shall be entitled to vote.
- c. c) Exceptions to the delinquent due date may be authorized by majority vote of the Board of Directors.

Section 3.7. Term for Membership. The term of membership for all categories shall be from January 1 to December30 of the following year.

ARTICLE IV

MEMBERSHIP MEETINGS AND ELECTION OF BOARD OF DIRECTORS^{[L][L]}_[SEP]

Section 4.1. Annual Membership/Business Meeting. An annual membership and business meeting of CCCAA-APITA shall be convened during and at the annual conference of CCCT Annual Conference. The date and time of the annual membership and business meetings shall be determined by the Board of Directors.

Section 4.2. Notice. Notice of any meeting of CCCA-APITA shall be given either personally, by postal mail, or e-mail. The notice shall be given not less than 10 nor more than 90 days before the date of the meeting. The notice shall specify the place, date, and hour of the meeting.

Section 4.3. Election of Board Members. Election of Board Members shall take place at the annual membership/business meeting of CCCA-APITA. Board Members shall take office immediately upon election.

Section 4.4. Proxy and Absentee Voting. Proxy voting voting shall not be permitted at the annual conference and membership and business meeting of CCCA-APITA. Voting by electronic correspondence (email) shall be permitted.

Section 4.5. Quorum. A majority of the board members shall constitute a quorum for purposes of taking any formal action at the meeting.

ARTICLE V

BOARD OF DIRECTORS^[L]_[SEP]

Section 5.1. General Powers. The Board of Directors shall have power over and control of the business affairs and all matters of the CCCA-APITA, except as otherwise provided in these Bylaws or applicable law.

Section 5.2. Number and Type of Board Members. There shall be a maximum of 7 voting members of the Board of Directors. Of these 7 voting members, a minimum of 4 shall be Community College Trustees.^[L]_[SEP]

Section 5.3. Term of Office. The term of each elected director of the CCCA-APITA will be 2 years. No elected director will be eligible to serve more than four (4) consecutive full terms as an elected director. Approximately one-half (1/2) of the members of the board of directors shall be elected each year, to the extent possible.

Section 5.4. Regular Meetings. Regular meetings of the board of directors shall be held at least yearly for the transaction of such business as may come before the meeting. The Board of Directors may provide by resolution the time and place, either within or outside California, for the holding of regular meetings.

Section 5.5. Special Meetings. Special meetings of the Board of Directors may be called either by:

- i. (i) Either Board chair at any time; or
- ii. (ii) upon written request by a minimum of three voting Board Members.

Section 5.6. Form of Meetings. Regular or Special Meetings of the Board may be held in person, via telephone conference call or by any other electronic means available that permits the full participation of the members of the board of directors.

Section 5.7. Notice. Notice of regular and special meetings of the board of directors will be sent by mail, fax or electronic mail at least five days prior to the day such a meeting is to be held.

Section 5.8. Quorum. A majority on the board shall constitute a quorum for transacting business.

Section 5.9. Voting. At a meeting at which a quorum is present, a simple majority affirmative vote of the directors voting is required to pass a motion duly presented before the board.

Section 5.10. Procedural Rules. The rules contained in the current edition of *Robert's Rules of Order* will be the authority for all questions of procedure at any meeting of the Board of Directors.

Section 5.11. Audits. If the Board of Directors deems appropriate, the Board of Directors may arrange for a periodic audit of the financial condition of CCCA-APITA and shall report the results of such audit to the general membership.^[1]_[SEP]

ARTICLE VI

OFFICERS AND DUTIES

Section 6.1. Officers. There shall be five (5) officers. The officers of CCCA-APITA shall be the Chair, Vice Chair, Immediate Past Chair, Secretary, and Treasurer. Each officer shall be duly elected or appointed member of a community college board or a community college Chief Executive Officer (Chancellor or Superintendent\ President. Efforts will be made to have representation from all parts of the State.

Section 6.2. Elections. The Board of Directors shall elect, by simple majority and no less frequently than every two years, Chair, Vice Chair, Secretary, and Treasurer.

Section 6.3. Term. The term of office shall be two (2) years. Each officer shall serve until the election of their successor, or until removal.

Section 6.4. Chair. The Chair of the CCCA-APITA, shall preside at all meetings of the Board of Directors and shall direct the affairs of the CCCA-APITA, subject to policies established by the Board of Directors. The Chair shall perform such other duties as are incident to the office of chair of a corporation, or as properly required by the Board of Directors. The Chair shall appoint all members of any standing or special committees of CCCA-APITA and shall be deemed a member of all such committees, except that the Chair shall not be a member of the Nominating Committee. The Chair may also appoint other positions as needed such as a parliamentarian or pro-bono counsel.

Section 6.5. Vice Chair. The Vice Chair shall perform duties of the Chair in the absence of the Chair, and shall perform such other duties as may from time to time be prescribed by the Board of Directors. The Vice-Chair shall become conversant with the bylaws of CCCA-APITA and shall serve as an advisor on parliamentary questions at meetings of CCCA-APITA.

Section 6.6. Secretary. The Secretary shall prepare, publish and keep the minutes of all meetings of the Board of Directors. The Secretary shall keep a membership roster, updated at least once per year; shall preserve the records of CCCA-APITA, and shall give all required notices and announcements of meetings at the request and direction of the Chair. The Secretary shall also serve as chairperson of the Membership Committee. Additional duties shall be determined and assigned by the Chair. The Secretary shall perform any other duties

as directed by the Board of Directors or as prescribed by the general membership.

Section 6.7. Treasurer. The Treasurer shall keep and maintain adequate and correct accounts of the properties and the business transactions of the CCCA-APITA. The Treasurer shall collect, care for and, upon approval of the Board of Directors, disburse all funds of the CCCA-APITA; shall render periodic and annual reports of the financial affairs and status of the CCCA-APITA; and shall perform such other duties as the Chair or Board of Directors may from time to time direct. Upon proper and timely notice, the Treasurer's records shall at all times be open to inspection by any Director or member of the CCCA-APITA.

Section 6.8. Other Officers. The Board of Directors may also designate and appoint such other officers as the needs of the CCCA-APITA may require. Said officers shall hold their office for such terms, and shall have such authority and perform such duties, as determined by resolution of the Board.

ARTICLE VII

COMMITTEES AND TASK FORCES^[11]_[SEP]

Section 7.1. Executive Committee.

(A) The Executive Committee will consist of the officers of the CCCA-APITA, as described in Article VI. The terms of the Executive Committee members shall be coterminous with the terms of such offices.

(B) The Chair will chair the Executive Committee. A majority of the voting Executive Committee members shall constitute a quorum for transacting business. The act of the majority of the voting Executive Committee members present, as defined by Section 5.6 "Form of Meetings," at a meeting at which a quorum is present shall be the act of the Executive Committee.

(C) The Executive Committee shall, to the extent permitted by applicable law, (i) have the authority of the board of directors between the regular meetings of such board and (ii) perform such other duties as delegated to it by the board of directors. The Executive Committee is a standing committee of the board of directors. The delegation of authority to the Executive Committee shall not operate to relieve the board of directors or any individual director of any responsibility imposed upon him by law. Actions of the Executive Committee must be ratified by the board of directors at the subsequent meeting of the board.

Section 7.2 Establishment of Committees and Task Forces.

A. (A) The Executive Committee can establish and dissolve standing and ad hoc committees and task forces as deemed necessary.

ARTICLE VIII

NOMINATION COMMITTEE

Section 8.1. Nomination Committee. After the appointment or election of the first Board, a Nomination Committee shall be appointed by the Chair at least thirty (30) days prior to the election of board members. At least one Officer.

- a. a) Nominations may be taken from the floor. The Nomination committee shall establish and publicize standard rules and process for the election of officers.

ARTICLE IX

VACANCIES

Section 9.1. Vacancies Filled by Chair. Vacancies occurring in any office shall be appointed by the Chair. Such appointee shall serve until the next regularly scheduled annual conference and membership/business meeting of CCCA-APITA at which time such office shall be filled by a vote of the general membership.

Section 9.2. Vacancy of Chair Seat. In the event the office of Chair becomes vacant, the Vice Chair shall immediately assume the Chair position. Such person shall serve as Chair until the next regularly scheduled annual conference and membership and business meeting of CCCA-APITA at which time the office of Chair and Vice Chair shall be filled by a vote of the general membership.

ARTICLE X

REMOVAL OF OFFICERS

Section 10.1. Removal of Officers. The general membership of CCCA-APITA shall have the power to remove from office for good cause, any officer who has not represented the best interest of the organization upon a majority vote. Such vote to remove shall be taken only at a duly convened meeting of the general membership with due notice and opportunity to be heard being given to the affected officer.

Section 10.2. Removal of Members. The general membership of CCCA-APITA shall have power to remove from the membership rolls, or to deny and/or dissolve membership of any individual not otherwise an officer, upon a majority vote. Such vote shall be taken only at a duly convened meeting of the general membership, with due notice and opportunity to be heard being given to the affected individual.

ARTICLE XI

AMENDMENTS

Section 11.1. Amendments. These bylaws may be amended by a five out of seven vote of the Board of Directors with a subsequent ratification by a 2/3 vote of the members present, as defined by Section 5.6 “Form of Meetings,” at an annual meeting or at the next regular meeting

ARTICLE XII

DISSOLUTION AND COUNTY OF RESIDENCE

Section 12.1. Dissolution. CCCA-APITA is organized as an Association under the Non-Profit Public Benefit Corporation Law for public purposes and no part of the funds of the organization shall inure or be distributed to the members of this organization upon dissolution. Upon winding up or dissolution of this organization after paying or adequately providing for the debts and obligations of the organization, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, or philanthropic organization(s) to be selected by the Board of Directors.

Section 12.2. County of Residence. The county of residence of this organization/non-profit corporation shall be the county of residence of the duly elected Chair.