

BY-LAWS

Caltech Management Association, *A Leadership Forum*

October 1, 2001

ARTICLE I

(Name and Objectives)

- SECTION 1. Name – The name of this organization shall be Caltech Management Association, *A Leadership Forum*.
- SECTION 2. Objectives – The objective of the Caltech Management Association (CMA) is to provide informative, educational and thought-provoking programs on topics of management, leadership, and trends potentially affecting JPL/Campus. In particular, CMA strives to:
- a) Expose the JPL/Campus community to outside expertise and ideas in the interest of enhancing our effectiveness in managing our projects and programs.
 - b) Host discussion groups that bring together key managers and/or employees to discuss management and leadership issues of relevance to the JPL/Campus community.
 - c) Sponsor programs that nurture the common bond between personnel working at JPL and Campus.

ARTICLE II

(Membership)

- SECTION 1. Eligibility – All active and retired employees of the California Institute of Technology (i.e., Campus and JPL) shall be eligible for membership. For this purpose, a retired employee is one who has retired under a formal retirement plan of the Institute. Contract employees shall be eligible to join as affiliate members.
- SECTION 2. Admission to Membership – Individuals meeting the requirements of Section I may apply for membership by submitting an application form to the Board member with responsibility for membership. Upon verification of eligibility and payment of dues, the applicant shall become a member.
- SECTION 3. Acknowledgment of Membership – The new member shall be notified in writing of membership by the Board member with responsibility for membership.
- SECTION 4. Life Members – The purpose is to honor past Presidents of the Management Association. The honorees receive a life membership (waiver of CMA annual dues).

ARTICLE III

(Dues)

SECTION 1. Annual Dues – Dues for members (except life members who are exempt from dues) shall be specified by the CMA Board of Directors and are payable annually at the beginning of the fiscal year. The fiscal year shall begin in October and end in September.

ARTICLE IV

(Board Members and Officers)

SECTION 1. CMA Board – The CMA Board shall constitute the governing body of the organization, and its members shall serve terms of three years. The Board shall consist of not more than fifteen members, including four officers, the President, Vice-President, Secretary, and Treasurer. In addition, the immediate past President shall serve as an ex-officio member of the Board. The terms of at least three of the Board members shall expire at the end of each fiscal year. Board members must be active employees of the California Institute of Technology.

SECTION 2. President – The President shall preside at meetings of the Management Association and its Board, appoint Board members (as needed to fill vacancies) and approve all written contracts and financial obligations of the Association.

SECTION 3. Vice-President – In the absence of the President, the Vice-President shall perform the duties of the President. The Vice-President shall become President in the event of a vacancy in the office of the President.

SECTION 4. Secretary – The Secretary shall keep the minutes of appropriate Association meetings and meetings of the Board and shall perform such other pertinent duties as may be designated by the President or the Board. In the absence of the Secretary, the President shall appoint an acting Secretary.

SECTION 5. Treasurer – The Treasurer shall receive all Management Association moneys for deposit to the credit of the organization in such depositories as may be approved by the Board, pay all bills, maintain records of receipts and expenditures which shall be open at all times to the inspection of the Board, and make such reports to the Board and to the membership as shall be designated by the Board.

ARTICLE V

(Appointment of Board Members and Officers)

- SECTION 1. Election of CMA Board Members – The election of Board members shall be by majority vote of members participating in the election process. Annually, the Board shall solicit nominations for new Board members from the CMA membership. Prior to the election, the Board shall review the nominations and submit a slate of candidates to the CMA membership.
- SECTION 2. Appointment of Officers – After the election and prior to the end of the fiscal year, the Board shall meet and elect from its members a President, Vice-President, Secretary and Treasurer.
- SECTION 3. Time of Election – Elections shall be held prior to the end of the fiscal year as needed to fill vacancies.
- SECTION 4. Vacancies – The President shall fill vacancies on the CMA Board with interim appointments made with concurrence of the Board until the next regular election.

ARTICLE VI

(Meetings)

- SECTION 1. Board meetings shall be held monthly or at the discretion of the President.
- SECTION 2. Meetings of the CMA membership shall be held at the discretion of the CMA Board. The time, place and purpose of any meeting shall be announced at least ten days prior to the meeting.

ARTICLE VII

(By-laws)

- SECTION 1. Distribution to Members – The By-laws will be available to members and prospective members on request.
- SECTION 2. Requirements to Amend – These By-laws may be amended by a two-thirds vote of the members responding to a request for ratification. Proposed amendments will be submitted to the membership in writing.