

LOS ANGELES COUNTY FILIPINO-AMERICAN EMPLOYEES
ASSOCIATION, INC. (LACFAEA, INC)
P.O. BOX 861918

LOS ANGELES, CALIFORNIA 90086

Website: www.lacfaea.com

CONSTITUTION AND BY-LAWS

PREAMBLE

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- P R E A M B L E -

We, the members of the Los Angeles County Filipino-American Employees Association, Inc. (LACFAEA, Inc.), with the assistance and guidance of Almighty God, in order to establish this organization that will foster brotherhood and unity among ourselves, provide access to better opportunities, promote our general welfare, and secure for ourselves and our posterity the blessings of equality, freedom, and justice, do ordain and promulgate these Constitution and By-laws.

AMENDED CONSTITUTION AND BY-LAWS

ARTICLE I

NAME, NATURE, LOCATION, AND PURPOSE OF THE ASSOCIATION

Section 1 – Name

The name of our organization shall be the Los Angeles County Filipino-American Employees Association, Inc. (LACFAEA, Inc.), hereinafter referred to as the "Association".

Section 2 – Nature and Purpose

This will be a non-profit organization, incorporated as a non-profit corporation in accordance with the general Non-Profit Corporation Law (Section 5000 of the California Corporations Code) for the purpose of organizing and unifying all employees of Filipino-American descent in the Los Angeles County who are working or have worked for its departments towards activities and/or programs designed to protect our common good, preserve our identities and heritage, and help us engage in any activities or exercise powers that are not contrary or repugnant to the primary and specific purposes of this association.

Section 3 – Vision and Goals

- a. To unify the collective efforts of Filipino-American employees of the Los Angeles County in our search for visibility and upward mobility.
- b. To instill a sense of peaceful belonging and assembly, preserve the national identity and heritage of members, and protect our jobs, interests, talents, and resources as Filipino-American employees of the County of Los Angeles.
- c. To work within the organizational system and with other parties towards better understanding, improvement and success of its members in their search for valuable information, equal opportunities, and fair employment.
- d. To network within the departmental systems of the County and with other organizations towards better communication in our search for better employment conditions.

Section 4 – Mission and Objectives

a. To develop awareness of the need for unity in the pursuit of educational and cultural activities or programs that will enhance the preservation of the national identity and heritage of its members.

b. To create work committees, employee stewardships, and chapter organizations that will plan and carry out strategies of action towards recruitment and unification of all Filipino-American employees of the County of Los Angeles.

c. To keep members informed and aware of LACFAEA events, plans, seminars, cultural affairs, career opportunities, educational and artistic activities, community issues, and labor laws affecting members of LACFAEA, seek, identify, and advocate for solutions in accordance with Affirmative Action requirements.

d. To follow-up and document all problems and issues affecting its members on the job, to identify and seek all the available sources of logistical and technical supports within and outside the County system.

Section 5 – Location

The principal office or locale for the Association's transaction of business shall be at such place or address in the County of Los Angeles, State of California, as may be designated from time to time by the President and/or Board of Directors until such time the Association shall have its own building or permanent place.

ARTICLE II

QUALIFICATION OF MEMBERS

Section 1 - Membership

All employees of the County of Los Angeles, active or retired, of Filipino ancestry, and such other persons granted membership by virtue of a Board action or resolution for reason(s) considered meritorious, indispensable, and beneficial to the

Association and paying the membership dues are considered bona fide members of the "Association".

Section 2 – Categories of Members

a. Regular - Los Angeles County employees, active or retired, who are regularly paying their monthly or annual membership dues.

b. Special - Persons of different ancestry, ethnicity, color, or national origin, who are of legal age, working in or outside the County of Los Angeles, willing to espouse the cause of LACFAEA and pay the monthly or annual membership dues.

c. Honorary – those who by reason of meritorious and exemplary service to the Association and the community have been granted this membership by virtue of a unanimous decision or resolution of the Board of Directors.

d. Lifetime – those active or retired County employees willing to pay a one-time membership due or donation at an extraordinary amount of no less than \$300 or any other or higher amount determined from time to time by the Board of Directors.

Section 3 – Admission to the Association

Any person falling under the categories enumerated in the aforementioned Section 2 – Categories of Members, who are desirous of becoming members of the Association shall fill out, sign and submit an application for membership to the Committee on Membership. Once the application is approved, the membership dues should always be paid.

Section 4 – Termination of Membership

Membership may be terminated by the member's tendering of a written notice and submission of membership dues payment cancellation card to the Secretary, or for a cause determined by the Association, after an opportunity to be heard has been afforded the member for any infraction or violation of the applicable provisions of the Constitution and for such other valid ground or reason/s as the Board of Directors shall determine.

Section 5 – Non Liability of Members

No member of this Association shall be held liable for any debts, liabilities, and/or any kind of obligations of the Association.

ARTICLE III

BOARD OF DIRECTORS

COMPOSITION, POWERS, DUTIES AND SANCTIONS AGAINST MEMBERS

Section 1 – Composition

The Board of Directors shall be composed of twenty one (21) members, fifteen (15) of whom shall be elected by the members, and, as properly nominated, six (6) shall be appointed by the President of the Association, subject to the majority approval of the elected Board.

a. Elected Members

There shall be fifteen (15) members to be elected by the members of the Association. These elected members shall select from among themselves the executive officers of the Association, namely: the President, First Vice-President, Second Vice President, Secretary, Treasurer, Auditor, and Public Relations Officer who will then constitute The Executive Office. The Committee on Elections shall set the rules in the selection of the executive officers who will be elected by secret ballot.

b. Appointed Members

In the appointment of six (6) nominated members to the Board, the President shall take into consideration equitable representation of non-represented members in certain departments of the County. These appointed Board members shall have the right to vote on Board policy issues, but not the right to vote for the successor of the president, his/her impeachment, and the election of other executive officers.

Section 2 – Powers

a. General Powers

Subject to the restrictions provided in the Articles of Incorporation, the Board of Directors is the Association's policy making body, whose administrative powers include the monitoring and controlling of the business affairs of the Association. The Board is charged with the general management of the budget, properties, and the negotiable instruments of the Association.

b. Specific Powers

The Board of Directors observing the due process clause, has the sole powers to suspend, disqualify, and expel any erring members or remove and/or impeach an officer for malfeasance in office, provided that charge/s against an officer is/are specified in writing and signed by not less than seven (7) members of the Board of Directors.

Section 3 – Term of Office

Members of the Board of Directors shall hold office for a term of three (3) years effective October 1st, after an election year. In this context, when we say term, it means the election or appointment for a complete and uninterrupted service of three years. Hence, appointment or election for the remaining years/months of the predecessor's term by reason of death, removal, resignation, retirement, abandonment, surrender of the office, incapacity or any other reason should not be construed as a service in full term. No executive officer shall hold the same position for more than two (2) consecutive terms, nor in excess of a total of nine (9) years of service in the same position.

Section 4 – Duties of a Board Member

a. Members of the Board shall elect from among themselves the executive officers of the Association referred to in Article III, Section 1(a) hereof.

b. Members of the Board shall attend and participate in the regular and special meetings of the Board, and should participate actively in any committee assigned to them.

Section 5 – Sanctions Against a Board Member

a. Failure of any member of the Board to perform the duties of the position in which he/she was elected/appointed without reasonable cause is a ground for suspension.

b. Failure to attend three (3) consecutive regular monthly and special meetings of the Board without reasonable cause or excuse is a ground for removal. Failure to attend three more regular monthly and special meetings shall be subject to permanent removal from the current Board.

c. Due process must always be observed in the removal of any member of the Board.

Section 6 – Vacancy and Removal

A vacancy in the Board shall be deemed to exist in the occurrence or happening of any of the following events:

a. Death, resignation, abandonment, surrender of office, incapacity, removal, retirement from the Los Angeles County service, or any valid ground or reason on the part of the officer or director.

b. The declaration by the Board of a vacancy for failure of a Board member to attend three (3) consecutive regular or special meetings without reasonable cause or excuse as provided for under Article III, Section 5(b)

c. An increase in the authorized number of officers and/or directors during any calendar year.

All vacancies may be filled by the vote of the majority of the officers/directors then in office, provided the directors in attendance for this purpose constitute a quorum. Each director or officer so appointed or elected shall hold office for the remaining balance of the predecessor's term.

Election or appointment for the remaining balance of the term shall not be construed as a complete term and therefore shall not constitute or serve as a bar for his/her future appointment or election for a similar position as mandated by Article III, Section 3 hereof.

ARTICLE IV

ELECTION OF THE BOARD MEMBERS

Section 1 – Date of Election

The election of the fifteen (15) members of the Board shall be held on the first Thursday of August when elections are due.

Section 2 – Certificate of Candidacy

A completed Certificate of Candidacy must be filed with the Committee on Elections beginning April 16 to June 16 of the election year. Upon request by any member of the Association, the Certificate of Candidacy shall be provided by the Committee on Elections.

Section 3 – Qualifications of a Candidate and/or a Member to Vote

A candidate must be at least eighteen (18) years of age, without any felony conviction, currently a member in good standing, and has been a member of the Association for at least one (1) year prior to the filing of the certificate of candidacy. To be eligible to vote, a member must be a member in good standing for at least six (6) months prior to the date of elections.

Section 4 – Election

a. Election shall be held by secret ballot. A regular member, who is qualified to vote, shall be entitled to vote for not more than fifteen (15) candidates for membership in the Board of Directors. No member is allowed to vote if he or she is not in the list of voters on file with the Committee on Elections.

b. Voting by absentee ballot is allowed only upon written request by a qualified voter in a general election. The request must be made with the Committee on Elections not more than one (1) month before the scheduled election.

c. The absentee ballot must be sealed and received by the Committee on Elections on or before the date of the election, but not later than 12:00 noon of the scheduled date of the election. The designated Secretary of the Committee on Elections shall keep a complete record of all requests for absentee ballots as well as their dispositions.

d. The Board of Directors shall constitute and appoint the three (3) members of the Committee on Elections four (4) months before the scheduled election. The three (3) appointed members shall select from among themselves the Chairman of the Committee on Elections. The Committee on Elections shall determine the eligibility of the candidates, conduct registrations and election proceedings. Any member running for office is disqualified from being a member of the Committee on Elections.

e. Election results, absentee ballots, and all documents relative to the election shall be surrendered to the Secretary of the Association for safekeeping. The winners shall be proclaimed by the Chairman of the Committee on Elections immediately after the canvass of votes, if there is no election protest, and shall assume their respective duties effective the first (1st) day of October after an August election, together with the official turnover of documents.

f. An election protest must be filed with the Committee on Elections immediately after the canvas of votes. The protestor shall be given a period of seven (7) days from the date of filing of the protest within which to prove the case before the Committee on Elections. The Committee on Elections shall render its decision within three (3) days after the submission of the case of the protestor. The decision of the Committee is final and executory. The protestor, if not satisfied with the decision, may appeal before a Court of competent jurisdiction, mediator, or arbitrator, at his own expense. If there is no restraining order received from the Court within seven (7) working days, the Committee shall proceed with the proclamation of the winning candidates.

ARTICLE V

EXECUTIVE OFFICERS, FUNCTIONS AND DUTIES

Section 1 – Composition

The Executive Office shall be composed of the President, First Vice President, Second Vice President, Secretary, Treasurer, Auditor and Public Relations Officer, who will all serve an elective term of three (3) years.

Section 2 – Duties of the Executive Officers

a. The President is charged with the executive function of protecting the Constitution and By-Laws of the Association, represent the Body and Spirit of the

Association in or outside the County of Los Angeles; preside at all regular and special meetings of the Association, create committees as needed, confirm and maintain standing committees, appoint chairmen, managers, and department or chapter stewards to carry out the specific programs, and shall perform such other duties usually exercised by chief executive officers. After approval of the Board, the President may transact business with agencies or individuals, sign forms, contracts or documents, and together with the Treasurer, or first Vice-President in the absence of the former, signs all checks drawn and issued against the funds or account/s of the Association. In addition, the President shall also be the Chairman of the Board of Directors.

b. The **First Vice President** shall perform the duties assigned by the President. In the absence, incapacity, death, retirement from the county service, or resignation of the President, the First Vice President shall discharge pro-tempore the duties of the President, until his/her successor is elected by the fourteen (14) elected Board members. The first Vice-President shall be the Chairperson of the Human Services Committee of the Association.

c. The **Second Vice-President** shall also perform the duties assigned by the President, and in the absence, incapacity, resignation, retirement from the county service, or death of the President and the First Vice President, he/she shall discharge pro-tempore the duties of the President. He/she shall be the Chairperson of the Social Affairs & Events Committee of the Association.

d. The **Secretary** shall record the Association's minutes and attendance, take note of all proceedings, motions, or resolutions adopted, and log them in the Association's folder or logbook; furnish the President a copy of such minutes which may be read or passed around for approval to the assembly and the members of the Board of Directors during subsequent meetings; obtain from the Membership Committee a mailing list of all members showing dates and classification of membership; and serve all notices and/or fill out forms required by law or the By-laws of the Association and keep election materials and results given by the Committee on Elections. The Secretary shall keep the seal and banner (if any) of the Association in a safe place and shall ensure that the seal is affixed to all official letters and legal documents the execution of which is duly authorized by the Association as provided for in these by-laws. The Secretary is also ex-officio Chairperson of the special Invitation/Reception Committee. Because of the volume of work he/she does for the association after hours, the Board may authorize, if so entered as a motion approved in the minutes, that appropriate compensation of no less than fifty (\$50) dollars per month be allotted for this purpose, aside from the fair refund for printing materials used in the clerical discharge of her duties, upon presentation of verifiable receipts and subject to the availability of funds.

e. The **Treasurer** shall issue and record receipts of all dues, fees, monies, properties and donations to the Association, open an account with a bank or trust company approved by the Board and deposit therein all monies of the Association, report

all its income, and financial transactions at all regular meetings. Together with the President, he prepares and co-signs all checks for disbursements approved by the President and authorized by the Board. The Treasurer shall prepare the annual tax returns and financial statements of the Association for audit. He/she shall be the Chairperson of the Finance Committee.

f. The **Auditor** shall check the books and receipts of the Association, review all periodic monthly and annual financial statements of the Treasurer, and shall make an itemized annual report of the same to the general membership every last month of the Fiscal Year. The Auditor shall be the Chairperson of the Ways and Means Committee. His duties include, but not limited to, proposing feasible fund-raising projects to the body, and fiscally evaluating the proper venue or auditorium for events and affairs of the Association in coordination with the chairperson of the Social Affairs & Events Committee.

g. The **Public Relations Officer** shall compile and enhance the history, membership, and activities of the Association by using data from the Secretary's records, oversee the Association's publicity and representation needs, promote the official newsletter of the Association, if any, and serve as the Association's spokesman in behalf of the President. As ex-officio chairman of the Membership Committee, the Public Relations Officer is empowered to spearhead an aggressive member recruitment program or strategy.

ARTICLE VI

OTHER APPOINTED OFFICERS, DUTIES AND TERMS OF OFFICE

Section 1 – Other Appointed Officers

The Association shall have a Parliamentarian, Legal Counsel, Sergeants-at-Arms and such other compensable officers as may be needed to assist the President of the Association. They shall be appointed by the President, subject to the availability of funds and approval by a majority of the members of the Board of Directors.

Section 2 – Honorary Officers

The rank of emeritus officers will be conferred upon committee chairmen,

managers, stewards, past presidents, if not already officers, and other persons so recommended by the Board of Directors due to exceptional, exemplary and meritorious service to the Association.

Section 3 – Duties

The duties of appointed officers mentioned in Article VI, Section 1 shall be determined by the Board of Directors.

Section 4 – Term of Office

The term of office of all elected officers and directors shall be for a period of three years. The term of office of any appointed officer mentioned in Article VI, Section 1, hereof, shall be at the discretion of the Board, subject to any contract of employment that may have been entered into by the Association.

ARTICLE VII

EXECUTIVE AND STANDING COMMITTEES

Section 1 – Executive Committee

a. Composition and Appointment

The Executive Committee shall be composed of the President, First Vice President, Secretary, Treasurer, Auditor, Public Relations Officer, and the Chairmen of all standing committees. The President shall be the chairman of the Executive Committee and shall appoint the members of the standing committees, create and appoint members of the special and ad hoc committees that will be of assistance in the implementation of the policies, goals, and objectives of the Association. The President also has the power to eliminate any special or ad hoc committees that have outlived their usefulness.

b. Powers and Duties

The Executive Committee shall implement the policies and decisions of the Board. Any action of the Executive Committee within the policies approved by the

Board shall be final unless revoked or modified.

Section 2 – Standing Committees

a. Committee on Elections

1. Composition and disqualifications

The Committee on Elections shall be constituted the first Thursday of April before the scheduled election and composed of three (3) members who are appointed by the Board. The appointed members shall select from among themselves the chairman. Any elected officer of the Association running for election and any member of the Association running for office is disqualified from being a member of the Committee on Elections.

2. Powers and Duties

The Committee on Elections shall determine the eligibility of candidates, conduct registrations, election proceedings, and proclaim the winners in every election. In addition, the Committee on Elections is empowered to promulgate rules and regulations on the conduct of the election.

b. Committee on Membership

1. Composition and Appointment

The Committee on Membership shall be composed of five (5) members. The Association's Public Relations Officer shall be the Chairman and four (4) members are to be appointed by the President of the Association in consultation with the Chairman of the Committee.

2. Powers and Duties

The Committee on Membership shall propose, plan, and implement ways and means in keeping members within the fold of the Association and in the recruitment of new members. It will conduct seminars, workshops, and orientation programs for members and prospective members on a regular basis, disseminate to and update the members with important information about the Association.

c. Committee on Ways and Means

1. Composition and Appointment

The Committee on Ways and Means shall be composed of five (5) members. The Association's Auditor shall be the Chairman and the other four (4) members are to be appointed by the President of the Association in consultation with the Chairman of the Committee.

2. Powers and Duties

Propose, plan, and implement ways and means on doable revenue raising for the Association. To attain the objectives of the Association, the Committee shall see and ensure that fund raising campaigns approved by the Board shall be undertaken by the Association.

d. Committee on Human Services

1. Composition and Appointment

The Committee on Human Services shall be composed of five (5) members chaired by the 1st Vice-President. The four (4) other members shall be appointed by the President of the Association in consultation with the Chairperson of the Committee.

2. Powers and Duties

The Committee on Human Services shall be responsible for humanitarian aid, grief support, and in informing members of promotional openings, opportunities, academic programs, scholarships, and vacancies in the offices and departments where members are employed. The Committee shall receive, review, and investigate any complaint by any members of the Association and submit reports and recommendations to the Board relative to the complaint referred to the Committee.

e. Committee on Social Affairs & Events

1. Composition and Appointment

The Committee on Social Affairs & Events shall be composed of five (5) members. The Second Vice-President shall be the Chairman of the Committee. The four (4) other members shall be appointed by the President in consultation with the Committee Chairman.

2. Powers and Duties

Recommend to the Board various types of social activities that the Association may undertake. The Committee Chairman shall be the liaison officer designated to handle events involving heads, dignitaries and officers of the local and national governments, agencies and instrumentalities, as well as the different ethnic organizations. He/she will take charge of all social functions recommended and approved by the Board to foster a closer camaraderie among the members of the Association.

f. Sub-Committee on Scholarship

1. Composition and Appointment

The Subcommittee on Scholarship, under the auspices of the Human Services Committee, shall be composed of three (3) members to be chaired by any member of the Advisory Board. The two other members shall be appointed by the President in consultation with the Chairman of the subcommittee.

2. Powers and Duties

The Sub-Committee on Scholarship shall be responsible for developing criteria or guidelines for scholarship awards, reviewing the scholarship applications and making recommendations for approval by the Board of Directors. The committee shall ensure that only children of the association's members are eligible to apply and receive the awards.

ARTICLE VIII

MEETINGS

Section 1 – Meetings

a. **An Annual General Meeting** of Regular, Special and Honorary members of the Association shall be held on the first Saturday of June each year, or any other date designated by the Board, to discuss policies, rules, and the implementation of programs beneficial to the Association.

b. Board of Directors

The Board of Directors shall meet every first Thursday of the month or whenever necessary. The following order of business shall be prescribed and followed:

1. Call to Order
2. Introduction
3. Invocation
4. President's Report
5. Secretary's Report
6. Treasurer's Report
7. Committees' Report
8. New Business
9. Adjournment

c. Executive Committee

The Executive Committee shall meet whenever necessary. The President who is the Chairman of the Executive Committee or any five (5) members of the committee may call for a special meeting.

d. Special meetings may be called for by the President or any five (5) members of the Executive Committee in cases of emergency or extreme necessity, or for special elections when the President chooses not or is unable to appoint an appointive officer's successor in the event of a vacancy.

d. Standing and Special Committees

Each Standing and Special Committee shall hold a meeting at least once every three (3) months or whenever deemed necessary.

Section 2 – Quorum

At any kind of meeting of the Association, except the annual general membership meeting, the presence of seven (7) members of the board shall constitute a quorum. Every action taken or decision made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be the act of the Board. A meeting at which a quorum is initially present may continue to transact business, despite the withdrawal of the directors, if any action taken or decision made is approved by at least a majority of

the required quorum for that meeting.

Section 3 – Minutes

Minutes of the meetings of the Association shall contain such entries as may be required by law and shall be carefully preserved as a record of all the business transacted, discussed, and approved at such meetings. The entries in the minutes shall be recorded in a Minutes Book of the Association.

Section 4 – Rules of Order

Except as otherwise provided for in the By-laws, meetings of the Association shall be guided by Roberts' Rules of Order.

ARTICLE IX

DUES, SALARIES, AND EXPENSES

Section 1 – Dues

The annual dues for all members shall be set or increased by the Board of Directors, which at the present time is fixed at One U.S. Dollar (\$1.00) a month or Twelve U.S. Dollars (\$12.00) a year, which can be paid on or before July 1st of each year or preferably through automatic payroll deduction every month for all active members. Members, whose membership dues are not being paid through automatic payroll deduction every month, are required to pay in lump sum their membership dues on or before July 1st of each year.

Section 2 – Salaries and Expenses

The officers of the Association shall not receive any compensation but may be reimbursed for reasonable and necessary expenses incurred in the performance of their duties as officers of the Association upon presentation of the original copies of the valid bills and/or receipts. However, any compensation or reimbursement payments shall be

approved by the Board before incurring such expenses and shall be subject to the availability of funds.

ARTICLE X

PROHIBITION AGAINST POLITICAL ACTIVITIES

The Association, any of its officers, board members or any paying members on behalf of the Association are barred or prohibited from taking part in any political activities, carrying of propaganda, attempting to influence any legislation, participate or intervene in any political campaigns, including the publications or distributions of statements on behalf of any candidate for public office.

ARTICLE XI

CONSTRUCTIONS AND DEFINITIONS

Unless the context provides the contrary, the general provisions, rules of constructions and definitions contained in the General Non-Profit Corporation Law of the State of California, as amended, shall govern from time to time the construction and interpretation of these by-laws. Without limitation to the generality of the foregoing, the masculine gender shall include the feminine and neuter, the singular number includes the plural and plural number includes the singular; the word "term" here in this context should be construed to mean the exercise of the complete and uninterrupted rendering of service within the number of years provided herein, and the term "person" shall include this Association as a moral person as well as its members as natural and physical persons. The word "Filipino-American" should mean of Filipino descent.

In case a competent court of law shall deem or decides that any portion of these by-laws is invalid or inoperative, the remaining portion found to be valid and operative shall be given due course and effect to the intent manifested by the invalid or inoperative portions.

ARTICLE XII

MAINTENANCE AND INSPECTION OF ASSOCIATION'S RECORDS

Section 1 – Maintenance and Inspection of Articles and By-laws

The Association shall keep its Articles, Constitution and By-laws at its principal office of business or at any designated place in the State of California. The original or a copy of the Articles of Incorporation, Constitution and By-laws as amended to date shall be available for examination and inspection by all members of the Association and the Board of Directors at all reasonable time during office hours.

Section 2 – Maintenance and Inspection of the Other Association's Records

The accounting books, records, and minutes of all proceedings of the Board of Directors and any committee or ad-hoc committees of the Association shall be kept always at such place or places designated and approved by the Board of Directors, or in the absence of an agreement, at the principal office of the Association. All minutes shall be typewritten and the accounting books and records shall be kept in writing, typed, in Compact Disc (CD) or other electronic files. Upon leaving office either by full or partial service of the term by reason of death, incapacity, expulsion, or voluntary surrender, resignation, or retirement from county service, each officer shall turn over to his/her successor or the President, in good order and condition, all corporate monies, books, records, minutes, lists, documents, contracts or other property of the Association.

Every member of the Executive Committee shall have the right and at any reasonable time to inspect all books, records and documents of every kind and all physical properties of the Association. The inspection may be made in person, or thru his/her duly authorized agent/representative, and either one shall have the right to copy and make extracts of these records or documents.

ARTICLE XIII

AMENDMENT AND RATIFICATION OF THE CONSTITUTION and BY-LAWS

Section 1 – Amendment

a. Every proposal from the special Committee on Rules to adopt, amend, or rescind the Constitution and By-laws of the Association shall be in writing, properly presented, and shall set forth the nature, purposes, and terms of the proposal. Such proposals may be initiated and presented to the Board, voted upon by the majority of the members of the Board of Directors within a record time, then promulgated and ratified later at a general meeting called for by the President.

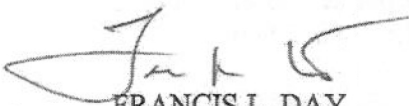
b. For the promulgation and ratification, the Secretary shall cause to be published or printed the final copies of the amended Constitution and By-laws of the Association. A majority affirmative vote of all the members of the Association present at the meeting ratifies the Constitution and By-laws so amended. The Board shall exert due diligence and effort that members of the Association who are entitled to vote be informed of the amendment(s) so they can participate in the ratification of the proposed amendment(s).

Section 2 – Effective Date


The amended Constitution and By-laws shall be effective immediately upon ratification as provided for in Section 1(b) of Article XIII.

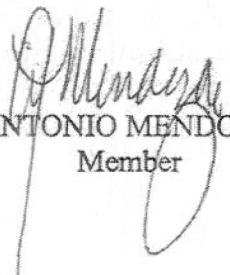
Approved and ratified in a meeting called by the President and held on July 1st, ~~2009~~ ²⁰¹⁰ at the City of Los Angeles, Los Angeles County, State of California.


Signed and affirmed by the Chairman and members of the Committee on Rules this sixth (6th) day of August, in the year of our Lord, 2009.


FRANCIS L. DAY
Chairman



P. BEBS TANTOY
Member


RENATO GALANO
Member


ANTONIO MENDOZA
Member


CEDRIC ANGELES
Member

ATTESTED TO BY:


PERFECTO "MARTE" TOBIAS
President