

**BY LAWS OF THE  
SANTA CLARA VALLEY (CALIFORNIA) CHAPTER OF THE  
AMERICAN IMMIGRATION LAWYERS ASSOCIATION\*\***

ARTICLE I.

NAME AND OBJECTS

Section 1.1 – Name

The name of this organization shall be the SANTA CLARA VALLEY (CALIFORNIA) CHAPTER of the AMERICAN IMMIGRATION LAWYERS ASSOCIATION (hereinafter referred to as the “Chapter” and the “Association” respectively).

Section 1.2 - Objects

The objects of this Chapter shall be the same as those set forth in the Bylaws of the Association, as amended from time to time (hereinafter referred to as the “Association’s Bylaws”).

ARTICLE II.

JURISDICTION AND AUTHORITY

Section 2.1 – Jurisdiction

The geographic area of jurisdiction of this Chapter shall encompass that area covered by the counties of San Benito, Monterey, Santa Clara, and Santa Cruz in the State of California, or as determined by the Board of Governors of the Association (hereinafter referred to as the “Board of Governors”) from time to time.

Section 2.2 – Authority

The authority of this Chapter in the conduct of its affairs shall be as set forth in the Association’s Bylaws, which are incorporated herein by references.

\*\*As authorized by the Board of Governors of AILA in meeting in New York City on November 11, 1998.

## ARTICLE III.

### MEMBERSHIP

#### Section 3.1 – Eligibility

(a) Attorneys whose principal place of business, or if retired whose principal place of residence, is within the geographic jurisdiction of the Chapter and who possess the qualifications set forth in the Association’s Bylaws, shall be eligible to be a Member of this Chapter. All Chapter Members must be Members of the Association.

(b) In addition, the Chapter may elect as a Member an attorney who neither has a principal place of business, nor principally resides as a retiree, in the geographic jurisdiction of the Chapter (hereinafter referred to as “out-of-jurisdiction” Member), provided such attorney is and remains in good standing as a Member of another Chapter or is and remains in good standing as a Member at large of the Association.

#### Section 3.2 – Special Members

The Chapter may also have Special Members as set forth in the Association’s Bylaws and pursuant to the rules and procedures established by the Board of Governors.

#### Section 3.3 – Waivers

Waivers of any requirements for election to Membership by the Chapter shall be available only as set forth in the Association’s Bylaws.

### Section 3.4 – Applications and Election

(a) Applications for National and Chapter Membership shall be submitted to the National Office of the Association. All applications shall be uniform and shall be on such forms as approved by the Board of Governors.

(b) Application for National and Chapter Membership shall be as set forth in the Bylaws of the Association and pursuant to the rules and procedures established by the Board of Governors. In accordance with the Association's Bylaws, the National Office shall submit notification of all accepted applicants to the Chapter, a list of which shall be published in the next available Chapter mailing or shall be otherwise distributed to the Chapter membership in a timely manner. The Chapter membership has the option to submit comments or objections, with relevant evidence, to the Chapter's Executive Committee, which shall make a recommendation regarding any objections raised to an applicant.

(c) The Chapter shall have ninety (90) days from the time it receives notification of accepted applicants from the National Office to submit to the National Office, in writing and by a Chapter officer, an objection to any applicant. Any objection by the Chapter shall be forwarded by the National Office to the National Membership Committee, which shall bear the burden of fact finding and decision-making with regard to the application.

(d) The Chapter shall generally extend comity to the consideration of applications for Chapter Membership by Association Members in good standing who are transferring their principal place of business or principal residence as a retiree to the geographic jurisdiction of the Chapter.

### Section 3.5 – Chapter Dues

(a) Chapter dues shall be in an amount established from time to time by a majority of the Chapter members present and voting at a regularly scheduled meeting of the Chapter; provided that at least 15 days advance notice of such a vote shall be given by a mailing to the Chapter.

(b) Proration of Chapter dues, and Chapter dues for Special Members and Members employed by non-profit organizations, shall be in accordance with the rules procedures established by the Board of Governors.

(c) Chapter dues, together with Association dues, shall be billed and received on behalf of the Chapter by the National Office. The Treasurer of the Chapter shall communicate with the Treasurer of the Association and the National Office to provide information regarding Chapter dues and shall receive remittances of Chapter dues collected by the National Office.

### Section 3.6 – Fiscal Year

The fiscal year of the Chapter shall be the same as the fiscal year of the Association, unless otherwise determined by the Board of Governors.

### Section 3.7 – Governance of the Association's Bylaws

The Association's Bylaws, as they relate to payment of and default in dues, maintenance of Chapter and Association membership status, resignation, loss of membership, censure, suspension, expulsion, reinstatement property interest, good standing, and certificates of membership shall be applicable to and govern these Bylaws. No provision of these Bylaws, as construed from time to time by the Board of Governors; and in the event of any such conflict, the Association's Bylaws shall govern.

### Section 3.8 – Reimbursement Request Procedures

All reasonable and necessary expenses incurred by members in performing authorized and proper work of the Association shall be reimbursed in accordance with these rules.

No Chapter member may be reimbursed for expenses arising out of travel to or attendance at an Annual Conference except as expressly provided herein.

Questions of interpretation of these rules and procedures shall be resolved by the Chapter Treasurer in consultation with the Chapter's Budget and Audit Committee.

Each request for reimbursement covered under this section shall be submitted in writing promptly using the appropriate reimbursement request form as provided by the Chapter

Treasurer, shall be signed and dated by the person submitting it and shall be accompanied by supporting receipts, contracts, vouchers or any other form of documentation as may be reasonably required by the Chapter Treasurer. Such requests for reimbursement together with supporting documentation shall be sent to the attention of the Chapter Treasurer by mail or email.

All reimbursement request forms covered under this section shall include prominent notice of the deadline(s) for submitting requests.

Except as provided under this section, under no circumstances will a request for reimbursement be accepted for processing and honored if not submitted within 90 days from the date on which the expense was incurred.

A Chapter Chair requesting reimbursement from the Chapter for travel, lodging and transportation costs for attending Board of Governors meetings shall first be required

to comply with the guidelines for reimbursement contained in the Rules and Procedures for AILA Authorized Expenditures and Reimbursement (“AILA Rules and Procedures”).

Travel, lodging and transportation costs incurred by the Chapter Chair in attending Board of Governors meetings, to the extent not allowed by the Association, shall be accepted for processing by the Chapter Treasurer if submitted within ninety (90) days from the end of that Association year, which runs from June 1 through May 31. Chapter expense reimbursement requests for attendance at the Annual Conference of the Association shall not be accepted if submitted later than 90 days after the expense was incurred.

Upon submitting a request for reimbursement, a Chapter Chair may be reimbursed for his or her actual and reasonable travel and lodging expenses and transportation costs incurred to and from the airport or rail station or parking fees for attendance at a Board of Governors meeting or the Association’s Annual Conference. No reimbursement for food expenses shall be allowed. The Chapter Chair shall make a reasonable and good faith effort to obtain reimbursement from the Association, including his or her complying with the AILA Rules and Procedures, and shall be required to receive and submit a written decision on his or her claim before the Chapter Chair may approve a reimbursement request.

#### ARTICLE IV.

#### OFFICERS

##### Section 4.1 – Officers

The officers of this Chapter shall be:

(a) A Chair, who shall not be eligible to succeed to that office more than once without the approval of the Board of Governors;

(b) A Chair Elect;

(c) A Treasurer;

(d) A Secretary;

#### Section 4.2 – Qualifications of Officers

Only Members of the Chapter in good standing immediately preceding an election shall be eligible to be officers of the Chapter.

#### Section 4.3 – Election of Officers

The officers of Chapter shall be elected at its Annual Meeting, as follows:

(a) There shall be a Nominating Committee consisting of the immediate Past Chair of the Chapter, who shall be the Chair of the Committee, and two other Members, who shall be elected by the Members of the Chapter not later than 60 days prior to the Annual Meeting. No person shall be eligible for election to the Nominating Committee who has served on the immediate past Nominating Committee; unless a waiver thereof is granted by an affirmative vote of two-thirds (2/3) of the Members of the Chapter present and voting at a meeting of the Chapter. Should the immediate Past Chapter Chair be unable or unwilling to serve, the Chapter Chair shall appoint a Chair of the Nominating Committee.

(b) Not later than 50 days before the Annual Meeting, the Chair of the Nominating Committee shall send to all Members of the Chapter a letter soliciting suggested names for nomination to the offices to be filled at the Annual Meeting.

(c) Not later than 40 days prior to the Annual Meeting, the Nominating

Committee shall meet and consider nominations for the offices to be filled, and shall within [10] days make those nominations and deliver them to the Secretary of the Chapter. Not later than 30 days prior to the Annual Meeting, the Secretary shall announce the committee's nominations by letter to the Members of the Chapter, with the Statement that the Members may make additional nominations for such offices in accordance with sub-section (d) hereof. No person shall be nominated unless the Nominating Committee shall first have obtained the person's consent to run if nominated and to serve if elected.

(d) Additional nominations for any office may be made by Petition delivered to the Secretary of the Chapter not later than 30 days prior to the Annual Meeting and endorsed by 5 Members of the Chapter whose dues for the current year shall have been paid and who are otherwise in good standing. Such a Petition shall bear the acceptance of the person so nominated. Not later than 20 days prior to the Annual Meeting, the Secretary of the Chapter shall advise Members of the Chapter by letter of the candidates for the offices to be filled. The candidates nominated by the Nominating Committee shall be listed first with a statement to that effect, and any candidates nominated by Petition shall be listed thereafter in alphabetical order as to each office concerned. All candidates for an office shall be listed on the same page of the ballot.

(e) No person shall be a nominee for office unless that person's Association and Chapter dues are current; provided that, in the event any nominee is challenged by notice to the Secretary on the grounds of delinquency in dues, that nominee shall be give 5 days within which to correct such delinquency.

(f) No nominations shall be considered or voted upon unless made as herein



provided.

(g) Each Member of the Chapter whose Association and Chapter dues are current shall be entitled to personally cast one vote at the Annual Meeting for each office to be balloted on; which vote shall be by secret written ballot unless there is no opposition for that office. The Secretary shall bring to the Annual Meeting a list of the Chapter Members whose dues are current and who are otherwise in good standing and shall issue ballots only to such Members.

(h) The Chair of the Chapter shall designate at least two judges of election at the Annual Meeting. The candidates receiving a majority of the votes for their respective offices shall be declared elected. The results of the balloting as found by the judges of the election shall be announced by the Chairperson of the Chapter and reported within seven (7) days to the Secretary of the Association and the National Office.

(i) In the event that no candidate for an office shall receive a majority of the votes cast, a run-off vote shall immediately be held at the Annual Meeting between the Candidates receiving the highest and next highest pluralities in the same manner herein above provided, and the candidate who receives the highest number of votes shall be declared elected.

#### Section 4.4 – Term of Office for Officers

The officers shall serve for one year beginning with the adjournment of the Annual Meeting at which they are elected and ending with the adjournment of the next Annual Meeting, or until their successors take office, whichever is later. If any office becomes vacant, it shall be filled for the remainder of the unexpired term at an election called for that purpose at a regular or special meeting of the Chapter. The Executive

Committee of the Chapter may appoint an interim replacement until such an election is held.

Section 4.5 – Duties of the Officers

(a) The Chair of the Chapter shall be the Chapter's chief presiding officer; shall preside at any meetings of the Chapter and of the Executive Committee; shall be the representative and directive head in the general conduct of Chapter affairs; shall appoint the members and chairs of all committees; shall be ex-officio member of all committees; and shall perform whatever other duties as may be necessary to fulfill the responsibilities prescribed by these Bylaws and the Association's Bylaws.

(b) The Chair Elect of the Chapter, as called upon by the Chair, assist and advise the Chair in the conduct of that office, shall succeed to the duties of the Chair in the absence or incapacity of the latter; and shall perform whatever duties these Bylaws or the Association's Bylaws may prescribe.

(c) The Treasurer of the Chapter shall receive the dues and other monies payable to the Chapter; shall maintain all the financial records of the Chapter; shall promptly record all Chapter receipts and shall deposit same within seven (7) days of receipt in a banking or financial institution approved by the Chapter; shall endorse checks for deposit only in a bank or financial account of the Chapter; shall issue and sign checks for the withdrawal of said receipts in payment of Chapter obligations, shall in communication with the Treasurer of the Association and the National Office maintain a current record of the standing of all persons in respect to the payment of dues and shall report to the Chapter meeting the names of those above who have been notified of their delinquency in the payment of dues; shall submit a report to the Chapter and the Treasurer of the

Association on or before the date of the Annual Meeting of the Chapter covering all receipts and expenditures for the preceding year, together with a report of the Chapter's Budget and Audit Committee; shall report to the Chapter meetings on the financial condition of the Chapter at least quarterly; and shall perform whatever other duties these Bylaws or the Association's Bylaws, may prescribe.

(d) The Secretary of the Chapter shall record and permanently maintain the minutes of all Chapter meetings; shall maintain an inventory of Chapter property, including all papers, addresses, and reports, other than bank deposits and cash on hand; shall serve in the procedure governing elections and amendments of Bylaws; shall send all required notices to Members; shall conduct whatever other correspondence the Chapter Chair or the Chapter may require; shall manage and distribute the publications of the Chapter; shall maintain a current mailing list of Members and Candidates for Membership and other designated to receive Chapter publications; shall have general charge of files of Chapter correspondence; and shall perform whatever other duties these Bylaws or the Association's Bylaws may prescribe.

## ARTICLE V.

### MEETINGS

#### Section 5.1 – Annual Meeting

There shall be an Annual Meeting of the Chapter as designated by the Chapter Chair, which meeting shall take place in the month of April or May, but in either event, prior to the Annual Conference of the Association. The business of the Annual Meeting shall include, along with other matters as deemed appropriate by the Chair, the following:

(a) election of the officers; except the Chair Elect shall automatically assume the

Office of Chair without election;

(b) annual membership report

(c) annual fiscal reports;

(d) annual reports of committees.

#### Section 5.2 – Regular Meetings

Regular meetings of the Chapter shall take place as designated by the Chapter Chair.

#### Section 5.3 – Special Meetings

Upon not less than three days written notice to the Chapter, excluding Saturdays, Sundays, and Legal Holidays, the Chapter Chair may call special meetings of the Chapter; and, on similar notice, and upon written petition signed by not less than seven Members of the Chapter in good standing, setting forth the need therefore and the special business to be transacted thereat, the Chapter Chair shall call a special meeting of the Chapter. All written notices of all special meetings of the Chapter shall contain notice of the specific matters to be considered or acted upon at such special meetings.

#### Section 5.4 – Quorum at Meetings

Six Members of this Chapter in good standing shall be sufficient to constitute a quorum to transact business at any meetings of this Chapter. The presiding officer at any of the meetings of the Chapter may vote only to break a tie.

#### Section 5.5 – Resolutions, Motions and Other Action

Except as otherwise specifically prescribed by these Bylaws or the Association's Bylaws, all resolutions, motions, and other action of this Chapter shall be deemed approved by the affirmative vote of the majority of valid votes cast in all instances.

### Section 5.6 – Meeting Procedures

Except as otherwise provided by these Bylaws or the Association's Bylaws, or by agreement of the Members present, all meetings of this Chapter and of its committees shall be conducted in accordance with Robert's Rule of Order.

### Section 5.7 – Who May Attend Meetings

Only Members, Special Members of the Chapter, members of the Board of Governors and other persons designated by the Board of Governors, and guests invited by the Chapter Chair may attend meetings of the Chapter; provided, however, that a majority of Chapter Members present at a meeting may vote to exclude such invited guests for good cause.

## ARTICLE VI.

### COMMITTEES

#### Section 6.1 – Appointment of Committees

The Chapter Chair shall appoint such committees as are necessary for the purpose of realizing the objectives and transacting the business of the Chapter, including, but not limited to the following standing committees:

- (a) Membership Committee
- (b) Committee on Professional Ethics and Grievances
- (c) U.S. Citizenship and Immigration Service Liaison Committee
- (d) Committee on Unauthorized Practice of Law
- (e) Nominating Committee
- (f) Bar Liaison Committee

(g) Legislation and regulations Committee

(h) Executive Committee

(i) Budget and Audit Committee

(j) Grant Proposal Committee

#### Section 6.2 – Appointment and Tenure of Committees

The members of the committees shall be appointed by the Chapter Chair to serve for the ensuing year and until their respective successors are appointed by the succeeding Chapter Chair. The Chapter Chair shall designate the Chair of the committees and notify the other members of such committees of their appointment. The Chapter Chair shall be an ex-officio member of all committees.

#### Section 6.3 – Committee Vacancies

The Chapter Chair shall have the power to fill vacancies in any committee.

#### Section 6.4 – Quorum in Committees

A majority of the members of any committee shall constitute a quorum thereof at any of its meetings.

#### Section 6.5 – Functions of the Committees

General Functions. All committees shall report on their activities to the Chapter from time to time, and they shall make a final summary report at the Annual Meeting of the Chapter on their progress and accomplishments for the preceding year as requested by the Chapter Chair.

(a) Membership Committee. The Membership Committee shall perform all of the necessary functions preliminary to the election of applicants to membership as prescribed

in these Bylaws; and study and recommend membership policies.

(b) Committee on Professional Ethics and Grievances. The Committee on Professional Ethics and Grievances shall, to the extent permissible by the Association's Bylaws, perform functions similar to those assigned by those Bylaws to the Association's committee of similar name.

(c) U.S. Citizenship and Immigration Service Liaison Committee. The U.S. Citizenship and Immigration Service Liaison Committee shall plan and arrange meetings and conferences with the officials of that Service's offices within the jurisdiction of the Chapter to mutually improve their relationship with the Chapter and to obtain information helpful to the Chapter Members in their practice of immigration and nationality law.

(d) Committee on Unauthorized Practice of Law. The Committee on Unauthorized Practice of Law shall endeavor to secure the enactment of laws to prevent unlawful practice and cooperate with governmental agencies and bar associations and make appropriate recommendations.

(e) Nominating Committee. The Nominating Committee shall perform the duties prescribed for it by the Bylaws and as may be prescribed by the Association's Bylaws.

(f) Bar Liaison Committee. The Bar Liaison Committee shall keep close contact with the State and local bar associations and coordinate activities related thereto.

(g) Legislation and Regulations Committee. The Legislation and Regulations Committee shall recommend to the Association and cooperate with it regarding immigration and nationality legislation and regulations and report to the Chapter on changes and proposed changes in such legislation and regulations.

(h) Executive Committee. The Executive Committee shall be composed of the officers of the Chapter and shall advise and assist the Chapter Chair in the general conduct of the Chapter's affairs.

(i) Budget and Audit Committee. The Budget and Audit Committee shall participate with the Executive Committee in preparing a chapter budget for each fiscal year and shall periodically review the carrying out of that budget and the financial affairs of the Chapter.

(j) Grant Proposal Committee. The Committee is composed of the Chair, Chair Elect, Treasurer, Past Treasurer, and a fifth member appointed by the Chair. The Chapter shall consider and decide a total annual grant allocation each year in August or September, and may consider later supplemental grant allocations as needed. The Committee shall determine procedures and deadlines for submission of applications for grants, consider the applications, and recommend selection of the grantees and amount of grants. Any grant must be conditioned on a signed statement by the recipient organization that the grant will benefit all ethnicities and will not be used to demean or degrade any ethnic or national origin group verbally, by writing, by electronic means, or by drawings or pictures. The Chapter shall make no grant to any other organization for it to expend on its own, and all grants shall be for an express specific purpose. Grants must benefit the four-county area comprising the jurisdiction of our Chapter. Grants are subject to Chapter approval by a simple majority vote. The Chapter may award less than or none of the total annual grant allocation. Thirty days notice to all members, by e-mail must precede any Chapter approval.



ARTICLE VII.

ADOPTION AND AMENDMENT OF BYLAWS

Section 7.1 – Methods

Subject to the approval of the Board of Governors, these Bylaws may be adopted, amended or rescinded at any meeting of the Chapter upon the affirmative vote of two thirds (2/3) of the members of the Chapter in good standing present and voting; provided that the notice of the proposed action, which may be filed by one or more Chapter Members with the Chapter Secretary, shall have been given by said Secretary to the Chapter in writing at least fifteen days before the meeting at which such action is proposed to be taken. Proposed amendments shall be submitted to the Chapter Secretary at least 30 days before such Chapter meeting.

Section 7.2 - Effective Date

These Bylaws shall take effect immediately upon adoption by the Chapter membership and approval by the Board of Governors.

Section 7.3 – Savings Provision

All of officers and committee persons of the Chapter holding office at the time of these Bylaws take effect shall continue to hold office thereunder and in accordance therewith.

**Submitted this 20th day of June, 2014.**

**Sweta Khandelwal \_\_\_\_\_**  
**AILA Santa Clara Valley Chapter Chair**

**Approved by the AILA Board of Governors this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_**

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