



the members of the Southern California Council of Chinese Schools.

- (2) Each school member shall have one representative in the General Assembly. Each member has one vote.
- (3) The General Assembly shall be the ultimate decision making body of the Council.
- (4) The General Assembly shall receive and consider annual and special reports from the Board of Directors and the Executive Board on the financial status, past activities and the future directions of the Council.
- (5) The powers of the General Assembly include, but are not limited to:
 - a) The election of officers
 - b) The impeachment of officers
 - c) The expulsion of members, and
 - d) Amendments to these Bylaws.
- (6) Regular Meetings. The General Assembly shall hold two regular meetings each year, once every four to six months. A notice and agenda of the meeting shall be mailed to members no less than ten days prior to the date of the meeting as evidenced by postmark.
- (7) Special Meetings. The President, the Executive Vice-President and another Director, or any three Directors may call special Meetings of the General Assembly for any purpose or purposes at any time. Special Meetings shall be held upon four days' notice by first class mail or forty-eight hours' notice given personally or by telephone, telegraph, telex, FAX or

other similar means of communication. Any notice shall be documented.

- (8) Quorum. Thirty percent of the active membership of the Council constitutes a quorum. All matters properly brought in question shall be decided by a majority of votes cast, unless they are defined otherwise in the Bylaws.

ARTICLE VI – BOARD OF DIRECTORS

- (1) The elected officers (as defined in ARTICLE VII) and the immediate past President constitute the Board of Directors.
- (2) The Board of Directors shall be the body that determines the policy and guidelines for the activities organized or sponsored by the Council. It shall be chaired by the President and shall meet at least once every two months. The President or any two members of the Board may call a special meeting.
- (3) A majority of the Board of Directors shall constitute a quorum at any meeting. Any motion carried shall have a simple majority vote of the members voting thereon.
- (4) The President, upon approval of the Board, may appoint an Executive Assistant to the President who shall assist the President in keeping records of meetings of the Executive Board (defined in ARTICLE VIII), and be responsible for all correspondence between the Council and the members.