



NATIONAL BYLAWS

Article I

Name, Principal Office, Purpose and Restrictions

1.1 Name and Office: The name of the organization is Forensic Expert Witness Association (FEWA), a California nonprofit mutual benefit corporation. The FEWA office shall be located in a place determined by the National Board of Directors (herein National Board).

1.2 Purpose: The purpose of FEWA is to promote the highest standards of professionalism to all members, to educate, to protect the general welfare of the forensic profession and its members, to improve the practice of the professional forensic expert, to advance the profession of forensic consulting in all fields of the discipline and to offer expertise and knowledge to the forensic and legal industry as a whole.

Article II Membership

2.1 Membership: FEWA has six categories of members, designated as Professional, Professional Consulting, Associate, Honorary, Affiliate and Lifetime. Any person dedicated to the purposes of the corporation and meeting the qualifications and requirements for membership set forth in these Bylaws and policies adopted by the National Board shall be eligible for membership on approval of the membership application and on timely payment of such dues and fees as the National Board may fix from time to time.

2.2 Professional Membership and Professional Consulting Membership: Professional membership and Professional Consulting membership is extended to experienced forensic consultants or expert witnesses. Professional Members and Professional Consulting Members must also meet membership requirements, as established by the National Board.

2.2.1 Privileges of Professional and Professional Consulting Membership: Professional Members and Professional Consulting Members may vote, serve if elected on the National Board, serve if elected as Officers of the National and Chapter Board(s); serve on committees, and have additional privileges as defined by the National Board.

2.3 Associate Membership: Associate Membership is extended to forensic consultants or expert witnesses to the courts, the legal community, the insurance community, and other clients, including public and private organizations and individuals, in matters of current or potential litigation, but who do not meet all of the requirements for Professional Membership. Associate Members must also meet membership requirements, as established by the National Board.

2.3.1 Privileges of Associate Membership: Associate Members may vote, serve on the Board of Directors of the Chapter, and may serve on selected committees. Associate Members shall not be eligible to become Lifetime Members, or serve as Officers of Chapter Boards or serve on the National Board, but shall have such additional privileges as may be defined by the National Board.

2.4 Honorary Membership: Honorary membership may be extended by the National Board to persons who, through their extraordinary service and/or relationship with FEWA, deserve special and ongoing recognition. Honorary Members must meet requirements established by the National Board.

2.4.1 Privileges of Honorary Membership: Honorary Members shall have such privileges as may be defined by the National Board, except that Honorary Members shall not have the right to vote or hold office unless said person is eligible to do so as a Professional or Associate Member.

2.5 Affiliate Membership: Affiliate memberships are extended to organizations which are in the business of supporting forensic consultants or which utilize the services of forensic consultants. Each Affiliate Member may designate one individual to serve as representative of that Affiliate Member. Affiliate Members must meet requirements established by the National Board.

2.5.1 Privileges of Affiliate Membership: Affiliate Members shall have the right to serve as a voting members of Chapter and National committees, but shall not have the right to vote or hold chair, board or officer positions at the Chapter or National level. Affiliate Members are not “members” within the meaning of the California Corporations Code.

2.6 Lifetime Membership: Lifetime Membership may be extended to Professional Members in accordance with written criteria established from time to time by the National Board.

2.6.1 Privileges of Lifetime Membership: Lifetime Members shall have all the privileges of a member of their original category of membership (Professional). Lifetime Members shall have additional special privileges as may be defined by the National Board.

2.7 Members in Good Standing. Members who have paid the required dues, fees and assessments in accordance with these Bylaws and who are not suspended shall be members in good standing.

2.8 Termination of Membership: A membership shall terminate on occurrence of any of the following events: (a) resignation of a member, (b) failure of a member to pay dues, fees, or assessments in accordance with rules adopted by the National Board, (c) occurrence of any event that renders a member either ineligible for membership or incapable of satisfying membership qualifications, or (d) termination of membership under Section 2.10 of these Bylaws.

2.9 Suspension of Membership: A member may be reprimanded, suspended, or have their membership terminated based on a good faith determination by the National Board, or a committee or person authorized by the Board to make such a determination, that the member has failed in a material and serious degree to observe the corporation's rules of conduct or Code of Ethics, or has engaged in conduct materially and seriously prejudicial to the corporations purposes and interests.

A person whose membership is suspended shall not be a member during the period of suspension.

2.10 Procedure for Expulsion or Suspension. If grounds appear to exist for suspension or expulsion of a member under Section 2.9 of these Bylaws, the procedure set forth below shall be followed:

- (1) The member shall be given 15 days prior notice of the proposed suspension or expulsion and the reasons for the proposed suspension or expulsion. Notice shall be given by any method reasonably calculated to provide actual notice. Any notice given by mail shall be sent by first-class or registered mail to the member's last address as shown on FEWA's records.
- (2) The member shall be given an opportunity to be heard, either orally or in writing, as determined by the National Board or its designated agent, at least five days before the effective date of the proposed expulsion or suspension. The hearing shall be held, or the written statement considered, by the National Board or its designated agent.
- (3) The National Board or designated agent shall decide whether or not the member should be expelled, suspended, or sanctioned in some other way. The decision of the National Board or designated agent shall be final.
- (4) Any action challenging an expulsion, suspension, or termination of membership, including a claim alleging defective notice, must be commenced within one year after the date of the expulsion, suspension, or termination, and can only be made if the member complies with the procedures set forth herein.
- (5) No civil action under this section shall be commenced by or on behalf of any members without first exhausting the remedies provided herein.

The Board is not required to follow the procedure when imposing a lesser discipline such as private reprimand.

2.11 Voting: Voting members shall have one vote each on matters on which FEWA members are entitled to vote. Voting members' entitlement to voting rights is contingent upon the member being in good standing. In the absence of any statute or provision of these Bylaws to the contrary, every voting member shall have the right to vote in person, by email, by signed ballot via the US mail, or by electronic or teleconference attendance.

2.12 Member Obligation to Follow Association Rules: These Bylaws constitute a binding legal agreement between FEWA and its members. Each member of FEWA agrees to be bound by these Bylaws and the FEWA Code of Ethics, and to abide in the lawful actions of the Board or duly constituted committees of FEWA.

2.13 Member Liability: No member of FEWA shall be personally liable for any of the debts or obligations of FEWA.

2.14 Transferability of Memberships. FEWA memberships are non-transferable.

Article III Dues

3.1 Dues, Fees and Assessments: Each member must pay, within the time and on the conditions set by the National Board, the dues, fees and assessments in amounts to be fixed from time to time by the National Board. The dues, fees and assessments shall be equal for all members of each category, but the National Board may, in its discretion, set different dues, fees and assessments for each category. No dues shall be refunded.

Article IV Membership Meetings

4.1 Annual Meetings: An annual meeting of the members is not required by these bylaws. However, an annual meeting of the members may be held at a time and place to be determined by the National Board.

4.2 Special Meetings: Special meetings of the members may be called by any two (2) members of the Executive Committee of the National Board, any three (3) Directors of the National Board, or by 5 percent of the voting members.

4.3 Notice of Meetings: Notice of meetings of the members shall be delivered in writing not less than 10 days, or more than 90 days, before the date of the meeting. Such notice shall specify the date, time, place, and general nature of the business to be transacted at that meeting, and shall state that no other business may be transacted. Notice of meetings shall be sent by one or more of the following methods: in-person; fax, First Class US mail or electronic means, and in conformance with the provisions of the Corporations Code.

4.4 Quorum: A quorum shall be ten (10) percent of the voting members of FEWA as of the date the meeting notice was issued. The members present at a meeting at which a quorum is initially present may continue to transact business until adjournment, even if some members withdraw from the meeting, leaving less than a quorum, if any action taken is approved by at least a majority of the members required for a quorum.

4.5 Proxy Voting: Voting by proxy is not permitted.

4.6 Action by Written Ballot: Any action required or permitted to be taken at a meeting of the members may be taken by voice vote, show of hands, written or secret ballot.

4.7 Participation of Non-Members: A meeting of members is limited to members in good standing and others authorized to attend by the National Board or a majority of the members required for a quorum.

Article V Board of Directors

5.1 Board of Directors: The National Board of Directors shall be the governing body of the corporation. Membership on the National Board shall be limited to voting members.

5.2 Composition: The National Board of Directors shall be composed of (1) the President of each FEWA Chapter and (2) one other past or present Chapter Director (the “second” Director) from that Chapter, plus (3) the immediate Past President of the National Board. Each Chapter Board will determine the second Director to serve on the National Board. Each Chapter may, in its discretion and by written authorization of the Chapter Board, appoint one alternate director, who may serve in the absence of the Chapter President or second Director serving on the National Board. Alternate directors are subject to full fiduciary duties when serving as a voting member of the National Board. Associate and Affiliate Members are ineligible to serve on the National Board.

5.3 Term: Directors serve staggered terms of two years which shall begin immediately following the meeting held annually at which Officers are elected. The meeting shall take place after chapter elections but prior to the end of the calendar year. The Directors shall serve until their resignation, replacement, removal or death.

5.4 Participation: Any member of the National Board who is for good cause unable to attend a National Board meeting shall notify the Executive Director. Notification and good cause (as determined by the Executive Committee, subject to overturning by the National Board) shall constitute an “excused” status that is recorded in the minutes for that meeting. Directors may participate in all Board meetings either in person, or by other means approved by the Board, or specified under section 5.15 of these Bylaws. The failure of any Board member to attend two consecutive meetings without notification, or three consecutive meetings regardless of notification, shall constitute failure to perform and shall result in automatic removal from the National Board.

5.5 Duties of the Board: The National Board is the governing body of the corporation and may delegate the management of the activities of FEWA to any person or persons, management company, or committee however composed, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the National Board.

5.6 Meetings: The National Board shall hold meetings at times and/or places designated by the Board. The National Board shall keep a record of its actions and shall report on prior meeting actions at the next meeting.

5.7 Special Meetings: Special meetings of the National Board may be called by any one of the members of the Executive Committee of the National Board, or by any two National Directors.

5.8 Meeting Notice: The Board may hold regular meetings provided legal notice of the time, place, and business of such meetings has been given. The Board may hold special meetings upon five days notice by first-class mail or 72 hours notice delivered personally or by telephone, fax, or electronic means. In all cases notices shall specify in reasonable detail the business to be transacted.

5.9 Quorum: All voting National Directors shall have one vote each. A majority of the National Directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board. Any action taken at a meeting may be taken by a majority of a quorum and is the action of the Board. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of National Directors, if at least a majority of the required quorum of the meeting approves any action taken.

5.10 Board Action: Every act or decision done or made by a majority of the National Directors present at a meeting duly held at which a quorum is present is the act of the National Board.

5.12 Action by Unanimous Written Consent: Any action required or permitted to be taken at a meeting of the National Board may be taken without a meeting, by unanimous consent in writing to the action signed by each Director.

5.13 Vacancies: If a vacancy occurs on the National Board for any reason, the position may be filled for the unexpired portion of the term by the Board of Directors of the originating Chapter.

5.14 Conduct of Meetings: To the extent not governed by statute, these Bylaws or FEWA policy, meetings shall be governed by, *“Robert’s Rules of Order,” latest edition.*

5.15 Meeting by Conference Telephone or Other Electronic Means: Members of the National Board may participate in a meeting through use of conference telephone, electronic video screen communication, or other communication equipment if all of the following apply:

5.15.1 Each member can communicate with all of the other members concurrently.

5.15.2 Each member’s identity is required to be verified and they are provided with a means of participating in all matters before the National Board, including the capacity to propose, or to interpose an objection, to a specific action to be taken.

Article VI Officers

6.1 Designation: The elective Officers of National FEWA shall be the President, Senior Vice President, Vice President of Membership, Vice President of Education, the Immediate Past President, the Secretary, and the Treasurer.

6.2 Selection and Term: The Officers shall be elected by a majority vote of the newly elected National Board. Each Officer shall serve a one-year term.

6.3 Qualifications: Officers must be National Directors. No person may hold more than one office at the same time. National officers may serve consecutive terms.

6.4 Duties: The National Officers perform those duties that are usual to their position and that are assigned to them by the National Board, including those duties that are set forth in the position description for each Officer as adopted by the National Board from time to time. In addition, the National President serves as Chair of the Board, and the Senior Vice President acts in place of the President when the President is unable or unwilling to serve.

6.5 Vacancies: If a vacancy occurs among the Officers, other than the President, for any reason, the position shall be filled for the unexpired portion of the term. A replacement National Board Member shall be appointed by the Executive Committee with concurrence by the National Board. A vacancy in the office of President shall be filled by the National Board.

Article VII Executive Committee

7.1 Powers: An Executive Committee shall be formed and shall have the authority of the National Board to act in its place between board meetings, and when the National Board votes to delegate such power to the Executive Committee on delegated issues. The Executive Committee is a subcommittee of the National Board, and is fully accountable to it. All Executive Committee actions shall be subject to report and ratification at the next meeting of the National Board. The Executive Committee shall also serve as the Nominating Committee.

7.2 Composition: The Executive Committee shall consist of the current President, Senior Vice President, Vice President of Membership, Vice President of Education, Secretary, Treasurer, and the Immediate Past President. In the event that the Immediate Past President is unable or unwilling to serve, the Board shall appoint a replacement to serve on the Executive Committee for the remainder of that term.

Article VIII Other Committees

8.1 Standing Committees: The National Board shall establish such standing committees as it deems fit, and set forth the roles and responsibilities of those committees. Standing committees shall include, among others, the Executive Committee and the Nominating Committee.

8.2 Establishment of Committees: The Executive Committee or President may, with the approval of the National Board, create committees to which it may delegate various duties and responsibilities, which shall be specified in writing. Funding of committees shall be subject to approval of the National Board.

8.3 Committee Chairs: The President, may appoint the membership and Chair of each Committee, subject to ratification by the National Board.

Article IX Executive Management

9.1 Executive Management: The National Board may engage the services of an Executive Director or Association Management Firm. The Executive Director or Association Management Firm shall be subject to the general direction and authority of the National Board, and must adhere to a budget approved by the National Board. The Executive Director or Association Management Firm will report directly to the National Board.

Article X Chapters

10.1 Chapters: The National Board may authorize Chapters to be affiliated with FEWA, and shall adopt policies and procedures specifying the terms and conditions which apply to the organization and operation of each Chapter.

Article XI Indemnification and Insurance

11.1 Indemnification: To the fullest extent permitted by the law, FEWA shall indemnify and hold harmless all agents against claims arising out of any alleged or actual action or inaction in the good-faith performance of their duties. "Agents" for this purpose shall include National and Chapter Directors, Officers, employees, and volunteers.

Article XII Amendments

12.1 Amendment: These Bylaws may be adopted, amended or repealed by a majority vote of the Board. However, prior membership approval is required for any Bylaws change that would:

- (1) Materially and adversely affect the members' rights as to voting, dissolution, redemption or transfer;
- (2) Increase or decrease the number of members authorized in total for any category;
- (3) Effect an exchange, reclassification, or cancellation of all or part of the memberships; or
- (4) Authorize a new category of membership.

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