

Bylaws of the ISC2 East Bay Chapter

Article I. Name

Section 1.01 The name of the Chapter will be ISC2 East Bay Chapter, herein referred to as East Bay Chapter.

Article II. Purpose

Section 2.01 The East Bay Chapter shall be a not-for-profit organization.

- (a) This ISC2 East Bay Chapter is incorporated and operated exclusively for the purposes set forth in this Article within the meaning of Internal Revenue Code section 501(c)(3).
- (b) This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes.
- (c) The specific purpose of this corporation is to reach out to the general community to help them better understand all aspects of information security. This corporation shall be, as set forth in its Bylaws, an approved Chapter of International Information Systems Security Certification Consortium, or ISC2, and in such capacity create and build a Safe and Secure community for local professionals, provide career development and Continuing Professional Education opportunities to members, promote industry awareness and best practices, perform community education and otherwise support the mission of ISC2. In furtherance of such purpose, the corporation shall carry out activities appropriate to its legal and tax status and in compliance with the corporation's Chapter Affiliation Agreement with ISC2.
- (d) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Article III. Objectives

Section 3.01: Core Chapter Objectives

The objective of the East Bay Chapter shall be to:

- (a) Create and build a safe and secure community for local professionals.
- (b) Provide career development and Continuing Professional Education (CPE) opportunities to members.
- (c) Promote industry cybersecurity awareness and best practices.
- (d) Strengthen connections among the East Bay Cyber Professional Community and ISC2 East Bay Chapter members, as well as between ISC2 the parent organization and its members.
- (e) Enhance the ISC2 member experience and improve the value of membership.

Section 3.02: Chapter Strategies and Activities

To achieve these objectives, the East Bay Chapter will:

- (a) Provide regular opportunities for member engagement, including general meetings and conferences.
- (b) Encourage non-ISC2 credentialed professional participation to learn and contribute.
- (c) Advocate for the information security profession and ISC2 certifications.
- (d) Educate and empower local communities on cybersecurity awareness and protection.
- (e) Mentor aspiring information security professionals.
- (f) Provide current and timely educational opportunities and professional resources.
- (g) Create a forum for information security professionals to collaborate on projects and develop leadership skills.
- (h) Improve the governance and administration of the Chapter, ensuring its relevance and value to the organization and its members.

Article IV. Membership

Section 4.01: Meeting Attendance and Registration

All individuals may attend Chapter meetings upon completing online registration. The ISC2 East Bay Chapter does not restrict membership or participation based on race, color, disability, sex, sexual orientation, religion, or national origin. The General Membership of ISC2 East Bay Chapter shall refer to those individuals who are registered, engage in active participation (see section 4.03).

- (a) Registration Requirement: Online registration is mandatory for all attendees.
 - a. This ensures accurate attendance records.
 - b. This provides attendees with the necessary event information.
- (b) Denial of Entry: The Chapter reserves the right to deny entry to individuals who:
 - a. Have not completed the required online registration.
 - b. Violate the Chapter's terms of service or [privacy policy](#), as posted on the registration site.

Section 4.02 Member Access to Correct or Delete Their Information:

- (a) Members, including Guest Members can review and change their personal information by logging into <https://isc2-eastbay-chapter.org/membership/> and visiting their private and individual account profile page. Any member, in any status, such as Pending, Active, Member or Guest, may also email us at member_support@isc2-eastbay-chapter.org to request access to correct, or delete any personal information they have provided to us.

Section 4.03 Membership Activity and Attendance.

- (a) Active Membership: Paid members are automatically registered as active; membership activity includes attendance at chapter events, event playback, materials download, and general chapter social networking.

- (b) Pending Status and Record Purging: Individuals who have not attended a chapter event, maintained their dues, or communicated their interest in continued involvement are moved to "Pending Status" after 24 months; they have one year to return to active status before their record is purged.
- (c) CPE Credit Limitations: Activity outside of declared Member Meeting Events or Conferences, without event registration and feedback, is not eligible for CPE credit reporting by the Chapter.
- (d) Record Retention and Support: The Chapter retains attendance records for a maximum of three years; registered members with attendance records within this period may receive Chapter support in the event of a CPE reporting dispute; for non-members, the Chapter provides only automated email confirmation of online activity completion and offers no support in the event of missing CPE records or attendance disputes.

Section 4.04 CPE Reporting and the expectation of Self-Reporting Practices:

- (a) Member Accountability: Members are responsible for accurate, ethical self-reporting.
- (b) Digital Submission: The organization uses online systems for members to log activity details and will post ISC2 credentialed members CPE hours to the ISC2 CPE portal within ten days of scheduled and attended events. Note that ISC2.org may take an additional ten days before those CPE are available on the ISC2.org CPE Portal.
- (c) Periodic Audits: Organizations conduct audits, including random and targeted reviews, with potential disciplinary actions for inaccuracies.
- (d) Ethical Standards: Organizations emphasize ethical reporting, guided by professional codes.
- (e) Record Keeping: Members should maintain supporting documentation for reported activities.

Summary: Professional organizations utilize a trust-based system of member self-reporting, supplemented by audits and ethical guidelines, to uphold CPE program integrity.

Section 4.05: Executive Committee Composition

The ISC2 East Bay Chapter Executive Committee consists of the following officers: President, Treasurer, Secretary, and Membership Chair. These officers are elected and serve as defined in Articles V and VI of these bylaws.

Section 4.06: Membership Eligibility and Conduct

- (a) Eligibility: Membership in the ISC2 East Bay Chapter is open to individuals holding ISC2 credentials and those with a professional interest in cyber, information, software, and infrastructure security. The primary geographic area for membership solicitation is as defined in the Chapter Affiliate Agreement. Membership inquiries from outside this area may be considered. ISC2 members can join multiple ISC2 Chapters. Membership in the Chapter does not infer nor require membership in ISC2.
- (b) Exclusion Criteria: The Chapter shall not knowingly permit membership to individuals with a conviction for any crime of violence, fraud, embezzlement, murder, rape, or any form of computer-related crime; a conviction of any criminal activity or conduct contrary to community standards of justice, honesty, or good morals; or decertification by ISC2 for ethical violations.

- (c) Ethical Conduct: All Chapter members must abide by the ISC2 Code of Ethics published on the ISC2 organization website. ISC2 certification requires adherence to the ISC2 Code of Ethics. Intentional violations may result in ISC2 decertification. Members must report observed ISC2 Code of Ethics breaches, as outlined in the ISC2 Handbook and Chapter Guide. The ISC2 Code of Ethics contains four canons:
- a. Protect society, the common good, necessary public trust and confidence, and the infrastructure;
 - b. Act honorably, honestly, justly, responsibly, and legally;
 - c. Provide diligent and competent service to principals;
 - d. Advance and protect the profession.

The ISC2 Code of Ethics preamble, as described on the ISC2 organization website, is: The safety and welfare of society and the common good, our duty to our principals, and our duty to each other require that we adhere to and be seen to adhere to the highest ethical standards of behavior. Therefore, strict adherence to this Code is a condition of certification.

Section 4.07 Conflict of Interest:

- (a) Purpose: To ensure the Board of Directors acts in the best interests of the Chapter, free from conflicts that could improperly influence their duties.
- (b) Definition: A conflict of interest arises when a Board Member's personal, financial, professional, or other interests could compromise their responsibilities to the Chapter. This includes financial ties to vendors, advisor roles with sponsors, or personal relationships that may bias decisions.
- (c) Disclosure and Notification: Any Board Member aware of a potential conflict must immediately disclose it in writing to the Officers (President, Treasurer, Secretary, Membership) with a CC to "The Board." The issue will be addressed at the next Board meeting, unless the Officers deem it an emergency requiring an immediate gathering.
- (d) Board Action and Resolution: The Board will determine if a conflict exists and decide on the appropriate action, which may include the recusal of the member from related discussions or votes. If it is in the Chapter's best interest, the Board may approve continued service, with noted caveats for behavior or limits put upon the role under specific conditions. All decisions and resolutions will be documented in meeting minutes.
- (e) Resignation and Consequences: A Board Member may resign if they disagree with the Board's decision. Failure to disclose or comply with the Board's decision may result in removal from the Board per Article [Relevant Article Number].
- (f) Relationships with Advisors and Sponsors: Board Members with advisor roles or financial ties to sponsors must disclose these relationships. The Board will determine if these constitute a conflict of interest.

Sources:

- [ISC2 Chapter Handbook](#), as available March 24, 2025.
- ISC2 East Bay Chapter [Affiliation Agreement](#)
- ISC2 East Bay [Articles of Incorporation with the State of California](#)
- [ISC2 Code of Ethics](#)

Article V. Executive Committee

Section 5.01 Board and Executive Committee Composition

The Board shall include fifteen (15) positions elected by the General Membership. These positions are President, Vice President, Secretary, Treasurer, Director–Marketing & Communications, Membership (Membership Chair), Director–Programs, Director–Technology, Director–Education, Director–Sponsorship, Director Cybersecurity Awareness, Director–Operations, Conference Chair, Director–Outreach, and Director–Career Development. Additionally, an unacted, but important position for the board is the Past President, a sixteenth role that acts as an advisory member with voting rights during a period of transition to a new or Acting President.

Executive Committee, representing the minimum configuration of the board, is comprised of The President, The Treasurer, The Secretary, and Membership Chair.

Each year, the following process shall be used for the nomination, election, and transition of Officers for the upcoming year:

Section 5.02 Nominations:

- (a) Toward the end of each calendar year, nominations for the vacant/open position shall be formally opened at a General Meeting (the “nomination meeting”). This meeting will normally be the General Meeting held in December, referred to in posting as the “Year In Review”.
- (b) Nominations for the vacant/open officer positions on the Executive Committee will be opened during the Nomination Meeting.
- (c) Verbal nominations for registered Chapter members in good standing may be taken from the floor during the Nomination Meeting. After the Nomination Meeting, nominations may be submitted in writing to the Secretary.
- (d) To be eligible for nomination as President in the upcoming year, the potential nominee must have served on the Board for at least two years.
- (e) To be eligible for nomination as any Executive Position (except (1) that of the President and (2) that of the first Executive Committee) in the upcoming year, the potential nominee must have been an active member of the ISC2 East Bay Chapter for at least one year.
- (f) A nominee is not a candidate for a given position until the nominee has accepted the nomination. It is the practice of ISC2 East Bay Chapter to publish a Nomination form allowing each nominee to paste their bio, the role they seek and their acceptance if voted into office.
- (g) Nominees may accept their nomination verbally at the Nomination Meeting but are required to also post their acceptance of nomination via the Chapter Nomination web form or by formal letter to the Chapter Secretary. After the Nomination Meeting, nominees must accept their nomination in writing, via Chapter webform, or submit their acceptance to the Parliamentarian.
- (h) Nominations (and acceptances by nominees) may be submitted to the Secretary up to the Freeze date, which is the date that is seven days prior to the Election meeting. The election meeting is routinely held on the second Thursday evening of January.
- (i) As soon as practical after the Freeze Date, the Parliamentarian will oversee the preparation of a form-based ballot detailing all of the Candidates for the Officer Positions. The President, the

Director Technology and the Parliamentarian (Secretary) use the Election Meeting webpage to communicate this list to all candidates and membership.

- (j) The ballot will be provided to each member attending the Election meeting (as defined below). The process to provide the link to members will be to post it on the member tab of the ISC2 East Bay member database, currently <https://isc2-eastbay-chapter.org/membership/>.
- (k) It is the practice of the Chapter to post the position descriptions no later than the start of the nomination meeting, known as the “Year in Review”, and to provide named candidates at the Annual Member Meeting and Elections, where registered members in good standing may vote via form with tally and results announced at the close of the Elections event.

Section 5.03 Elections:

- (a) Toward the end of each calendar year, the Officers shall be elected by the General Membership in attendance at a General Meeting (the “Election Meeting”). This meeting will normally be the General Meeting held the second Thursday in January.
- (b) Candidates must attend the Election Meeting to participate in the election. Candidates should be prepared to briefly discuss why they are an appropriate choice for their positions. Subject to time constraints as determined by the Executive Committee, the General Membership in attendance at the Election Meeting may ask questions of the Candidates prior to casting their ballots.
- (c) The General Membership must attend the Election Meeting to vote in the Officer elections.
- (d) Where elections are submitted electronically by members in good standing, the results of the election are immediately tallied by the Parliamentarian. The Chapter no longer allows voice vote elections.
- (e) Two Officers that are not Candidates in a challenged election shall tally the votes and announce results to the General Membership at the Election Meeting. Generally, these two would be any combination of Technology, Membership, Secretary, Vice President, or President where their position is not expired and they are not running unopposed.

Section 5.04 Term Limits and Role Transitions

- (a) Officers shall serve for a term of two (2) years. No officer shall be eligible to serve in the same office for more than two (2) consecutive terms. If no person comes forward to fill an office, the Executive Committee may waive the term limit with a simple majority vote.
- (b) Director positions are extended through a simple majority vote at the end of each two (2) year term with no restriction on the number of consecutive terms. Directors may approach the Executive team with interest to swap roles to better suit their skills, availability, and interests. In this situation, the Board shall announce the intention to change roles and place the new configuration into nomination during the December Nomination event, with a vote to transition in January at the Annual Election.
- (c) It is the practice to rotate board members into different roles for the purpose of building future leaders.
- (d) New officers and directors shall begin their term on January 31st. The outgoing officers and board shall provide training and assistance to the board-elect from the Election Meeting through January 31st. All necessary records and documents shall be turned over to the officer-

elect prior to January 31st. These documents include, but are not limited to bank records, officer's books, and current bylaws.

Section 5.05: Vacancies and Removals

- (a) If a board member is unable to complete their full term of office, they shall immediately notify the President (or Secretary, should the President need to end his/her term of office early), in writing of their intent to vacate their office. In this context, the next scheduled General Meeting shall be considered an Election Meeting. Nominations and elections for the vacated position shall proceed in accordance with the Election process discussed in Sections 5.02 and 5.03 of this section.
- (b) In the event of an inter-term vacancy, the Vice President shall assume the responsibilities of the vacated office until the position is filled through nomination and election process as described in Sections 5.02 and 5.03 of this section. Should the office being vacated be the Vice President's position, the President shall assume the responsibilities of the Vice President until the position is filled through the nomination and election process as described in Sections 5.02 and 5.03 of this section.
- (c) The Executive Committee may request the removal of any officer or board member during their elected term upon showing sufficient cause that said removal is warranted and/or necessary.
 - a. Sufficient cause may include but is not limited to: inability or failure to complete the duties listed in Article VI or inability or failure to work in the best interest of the ISC2 East Bay Chapter.
 - b. The Executive Committee will announce its intent to remove the officer in a General Meeting. At the next General Meeting the General Membership shall vote, by way of electronic secret ballot, on the question of removal. The term "secret" shall mean that a ballot is provided without requirement of an email address, making the limited votes anonymous, however limited by the number of voting members. A super-majority vote (66.6%) shall be required for the approval of such a removal. Should an officer be removed during their term, the position will be filled through the nomination and election process as described in Sections 5.02 and 5.03 of this section.

Section 5.06: Waivers, Compensation, and Hardship Funds

- (a) The time frames for the nominations and elections discussed in Sections 5.02 and 5.03 of this section notwithstanding, there may be circumstances where the Nomination Meeting cannot be held in December and/or the Election Meeting cannot be held in January. In such circumstances, the Executive Committee shall determine which General Meetings shall be the Nomination Meeting and Election Meeting. The Executive Committee may elect to change the timing of the Nomination Meeting and/or Election Meetings by a simple majority vote. If the Executive Committee decides to change the timing of the Nomination Meeting and/or Election Meeting, the Executive Committee shall be responsible for communicating the revised timing to the General Membership as soon as practicable after the decision is made.
- (b) Attendance Waiver: Notwithstanding the attendance requirement for Candidates discussed in Section 5.03, the Executive Committee may, under exceptional circumstances beyond a candidate's control, waive this requirement on a case-by-case basis with a simple majority vote.

Given the election is held virtually, it is unlikely that any candidate will be granted an attendance waiver.

- (c) Eligibility Waiver: Notwithstanding the attendance and/or experience requirements for eligibility discussed in Sections 5.02 (d) and (e), the Executive Committee may, under circumstances that impede the efficient operation of the ISC2 East Bay Chapter, waive these requirements on a case-by-case basis with a simple majority vote. Such circumstances may include, but are not limited to, situations where qualified nominees are limited, or instances where a member has made significant contributions despite not fully meeting the established criteria.
 - a. Membership Duration: Candidates for the Executive Committee, including the Vice President, must be full members of the chapter for at least two full years and hold a current ISC2 certification, preferably a CISSP. Candidates for all other board positions must be full members of the chapter for at least one full year. The board is strongly discouraged from waiving these essential certification and membership requirements.
 - b. Prior ISC2 Chapter Board Experience: In cases where a candidate has a documented record of active participation on another ISC2 Chapter Board, the Executive Committee may consider this experience as a substitute for the one-year membership requirement for non-Executive Committee positions, provided it is deemed equivalent in scope and duration.
- (d) No compensation shall be paid to the members of the executive committee for performing their duties and responsibilities as laid out in Article VI.
 - a. Voucher Eligibility: A hardship fund, overseen by a committee of board and non-board members with presidential oversight, may assist members with exam costs. Regular Chapter members have priority for vouchers. However, if ISC2 certification resources purchased by the Chapter have expiration dates, and vouchers expire unclaimed despite documented financial hardship, including a period of unemployment exceeding six months, the committee may unanimously grant a pass to a member, including a non-executive board member, with transparent documentation of the decision.
 - b. Volunteers, such as board or committee members, may benefit by auditing study sessions, provided their attendance does not displace registered Chapter members.

Section 5.07: Technology and Records Transition

- (a) All Board and Committee Members should refrain from storing Chapter records on their personal devices and will remove Chapter documents from personal devices upon termination.
- (b) During transition, the President and Director Technology shall complete a thorough inventory of assets belonging to the outgoing and incoming members, will audit the use and suspension of use for past and present members, and shall make changes to all technology groups and resources, assuring safe and secure transition for all parties.

Section 5.08 Succession Planning and Development

The President and Vice President shall jointly conduct regular individual meetings with all board members to foster succession planning and development and ensure continuity. These meetings shall occur both formally and informally, with a preference for in-person interactions whenever feasible. The goal of these meetings is to identify areas for growth, provide mentorship, and support the Chapter's

strategic objectives. The Executive Committee shall oversee this process and ensure it is conducted at least three times annually for each board member.

Article VI. Officers and Duties

Section 6.01 President:

The President shall have the following duties and responsibilities:

- (a) Oversees the work of all other officers and sub-committees, including the establishment of financial goals, the assurance of board member progress, and an understanding of revenue generation through sponsorships, conferences, and programs.
- (b) Forms, collaborates, and communicates policy, overseeing that policy is represented in all aspects of the Chapter's technology and digital presence.
- (c) Onboards, with the assistance of Technology, new officers and board members, ensuring comprehensive understanding of their duties, bylaws, privacy policies, terms of service, and responsible use of Chapter technologies and resources.
- (d) Prepares and distribute agendas for board meetings, confirms agreement with the Secretary for posted board minutes.
- (e) Presides over all General and Executive meetings and serves as an ad-hoc advisor to committees.
- (f) Appoints sub-committees as required for the regular functioning of the ISC2 East Bay Chapter, subject to approval by the Executive Committee.
- (g) Co-authorizes financial disbursements with the Treasurer.
- (h) Provides the Annual and Quarterly Reports to ISC2.
- (i) Attends ISC2 Corporate quarterly meetings.
- (j) Acts in the best interest of the East Bay Chapter at all times.

Section 6.02 Vice-President:

The Vice-President shall have the following duties and responsibilities:

- (a) Collaborate with the President to mentor all other board members.
- (b) Assume the duties of any board member who steps back from their role, facilitating the transition and assisting in finding a suitable replacement to ensure minimal disruption to operations.
- (c) Assume the duties and responsibilities of the President in the event of their absence.
- (d) Ensure proper meeting procedures are followed in the event of the Secretary's absence, specifically to ensure and agenda, board minutes, and saving minutes in the meeting minutes directory.
- (e) Co-authorize financial disbursements with the Treasurer in the event the President is unavailable.
- (f) Act in the best interest of the East Bay Chapter at all times.

Section 6.03 Treasurer:

The Treasurer shall have the following duties and responsibilities:

- (a) Maintain accurate and complete records of all Chapter receipts and expenditures.
- (b) Regularly meet with the President to confirm accounting, the flow of money and the adherence of expenses to the proposed budget.
- (c) Co-authorize financial disbursements with the President, and with the Vice-President in the President's absence.
- (d) Oversee the technology used to collect all dues and other monies, verifying their deposit into the Chapter's bank account.
- (e) File all necessary applications, forms, and returns as required by ISC2 or applicable laws.
- (f) Develop and present a "Detailed Treasurer's Report," providing event-based accounting of all receipts, disbursements, and profits.
- (g) Assist in the general operations of the Chapter as needed.
- (h) Act in the best interest of the East Bay Chapter at all times.

Section 6.04 Secretary:

The Secretary shall have the following duties and responsibilities:

- (a) Calls all Board meetings to order and ensures adherence to established procedures.
- (b) Records and maintains accurate minutes of all Chapter proceedings including attendance and/or recognition for work submitted outside of the meeting event.
- (c) Posts meeting minutes as read-only documents to a drive accessible to all board members and affirms the minutes of the previous meeting at the start of each board gathering.
- (d) Assists in the election process, ensuring fairness and compliance with bylaws.
- (e) When requested, supports the President in the submission of required reports to ISC2.
- (f) Assists in the general operations of the Chapter as needed.
- (g) Maintains a current copy of the Bylaws and standing rules.
- (h) Gathers through meeting minutes any declaration of sub-committee members, and their Statements of Purpose.
- (i) Following every election, confirms the website listing for all Board members.
- (j) Acts in the best interest of the East Bay Chapter at all times.

Section 6.05 Membership Chair:

The Membership Chair shall have the following duties and responsibilities:

- (a) Promote membership growth by following up with meeting and webinar visitors to encourage and facilitate Chapter Registration Process sign-ups.
- (b) Create and implement events designed to attract and reward new members.
- (c) Facilitate a smooth and easy onboarding process for new and potential members.
- (d) Maintain accurate and up-to-date membership records.
- (e) Post ISC2 ID credentialed member CPE records to ISC2.
- (f) Present membership metrics at each board meeting.
- (g) Assist in the general operations of the Chapter as needed.
- (h) Act in the best interest of the East Bay Chapter at all times.

Section 6.06 Director-Marketing and Communications:

The Director-Marketing and Communications shall have the following duties and responsibilities:

- (a) Select and continuously optimize the ideal social platforms for ISC2 East Bay Chapter communications.
- (b) Oversee LinkedIn and other platform presence, ensuring timely communication and enhancing the Chapter's brand.
- (c) Pique community interest through posts and publications.
- (d) Coordinate with the board and other community leaders to gather timely information for the monthly newsletter.
- (e) Publish and distribute the newsletter.
- (f) Market the conferences, meetups, and webinars of the Chapter.
- (g) Prepare and post signs for physical gatherings, ensuring successful in-person meetings.
- (h) Maintain contact with relevant partner organizations.
- (i) Liaise with the Director-Outreach, Director-Programs, Director-Awareness, and Director-Education to ensure cohesive communication and promotion.
- (j) Oversee technologies used for Chapter communication.
- (k) Assist in the general operations of the Chapter as needed.
- (l) Act in the best interest of the East Bay Chapter at all times.

Section 6.07 Director-Programs:

The Director-Programs shall have the following duties and responsibilities:

- (a) Encourages reputable members from sought-after cybersecurity companies and organizations to speak at ISC2 East Bay Chapter webinars and conferences.
- (b) Ensures speakers receive, complete, and submit Speaker Request Forms, allowing for strategic talent placement within the Chapter schedule.
- (c) Organizes and hosts high-quality events, seminars, and other functions for the Chapter.
- (d) Liaises with the Chapter President, Director-Marketing and Communications, and Director-Technology to ensure cohesive event planning and execution.
- (e) Supplies the Director-Technology with all necessary content for posting event and program announcements on the Chapter website.
- (f) Maintains a rolling 90-day event calendar to provide members with ample notice for event planning and attendance.
- (g) Assists in the general operations of the Chapter as needed.
- (h) Acts in the best interest of the East Bay Chapter at all times.

Section 6.08 Director-Cybersecurity Awareness:

The Director-Cybersecurity Awareness shall have the following duties and responsibilities:

- (a) Develops and implements programs and activities to raise cybersecurity awareness within the community, focusing on educating various groups, including children, seniors, and parents, on topics such as internet safety and cyberbullying.

- (b) Collaborates with the Director of Education to integrate cybersecurity awareness into educational programs and activities.
- (c) Partners with the Conference Coordinator to enhance vendor lab experiences at live and conference events.
- (d) Utilizes resources and materials from organizations like "Safe and Secure Online" or similar reputable sources to inform program development and educational content.
- (e) Publishes at least one document annually to support awareness efforts and provide accessible information to the community.
- (f) Acts in the best interest of the East Bay Chapter at all times.

Section 6.09 Director-Operations:

The Director-Operations shall have the following duties and responsibilities:

- (a) Ensures the safe and secure physical operations for all board members and participants at any Chapter event, including:
- (b) Conducts physical walkthroughs of event locations.
- (c) Approves emergency procedures for event locations.
- (d) Communicates and addresses any concerns related to safe operations.
- (e) Provides timely and complete communication of physical information to members and event hosts, such as maps and instructions for allowed activities.
- (f) Safeguards Chapter records provided to event hosts.
- (g) Instructs members and board members on their responsibilities in managing incidents, including responses to fires, earthquakes, active shooter situations, member illness, physical violence, or verbal abuse.
- (h) Assists in general Chapter operations as needed.
- (i) Acts in the best interests of the East Bay Chapter at all times.

Section 6.10 Director-Technology:

The Director-Technology shall have the following duties and responsibilities:

- (a) Establish and maintain efficient, secure, and consumable digital operations for the Chapter.
- (b) Strategically select and implement platforms supporting finance management, website operations, automated monthly communications, and integration with Chapter event management, based on received requirements.
- (c) Collaborate with the board to formulate and enforce technology policies, safeguarding the Chapter's digital assets and ensuring compliance.
- (d) Manage and resolve helpdesk tickets, either addressing issues directly or escalating requests to the appropriate board member to minimize disruptions.
- (e) Provide technical support for the Chapter and Chapter events
- (f) Serve as the Chapter's webmaster, overseeing all aspects of the website's functionality, patching, and content
- (g) Assist in the general operations of the Chapter as needed, contributing to the overall success of the organization.

- (h) Act in the best interest of the East Bay Chapter at all times.

The Director-Technology is supported by the Technology Committee, which shall report to the Director of Technology. The committee's purpose is to ensure the continuous and secure operation of the Chapter's digital assets. The committee's responsibilities include, but are not limited to:

- a) Responding to and maintaining the IT Helpdesk ticketing system.
- b) Taking action to implement approved access changes.
- c) Posting authorized content to sections of the ISC2 East Bay Chapter website.
- d) Running reports and communicating their results to authorized recipients of the board.
- e) Providing technical support for events.
- f) Evaluating and recommending new platforms to support the Chapter's digital presence.

Section 6.11 Conference Chair:

The Conference Chair is responsible for the strategic planning, execution, and financial success of the Chapter's annual conferences. This role focuses on delivering high-quality Continuing Professional Education (CPE) opportunities to members while promoting industry awareness and disseminating the latest cybersecurity best practices. The Conference Chair leads the Conference Committee and collaborates closely with all ISC2 East Bay Chapter Board members. To ensure continuity and shared leadership, the Conference is typically co-chaired with the Chapter President. The Conference Chair is accountable for generating 90% of the Chapter's annual revenue through these events. The following duties outline the coordinated responsibilities for the Chapter's two annual conferences. Pré-Conference Planning (Theme, Logistics, and Content)

Currently, the Conference Chair / President has a designated Conference Committee (CC), comprised of Conference Coordinator, Conference Speaker Liaison, and Conference Hospitality.

- (a) Define the Theme and Focus: Choose a relevant cybersecurity theme (e.g., cloud security, threat intelligence, incident response). Identify target audience (e.g., CISOs, security analysts, IT professionals). Set clear conference objectives (e.g., education, networking, vendor engagement).
- (b) Establish a Budget: (Working and communicating with Board and Treasurer)
 - a. Determine the overall budget and allocate funds for venue, catering, speakers, marketing, etc. Secure sponsorships to offset costs.
- (c) Venue Selection and Logistics: (Working with Director Operation)
 - a. Identify a suitable venue with capacity for 150 attendees, including exhibit space for 8-10 sponsors. Arrange for audio-visual equipment, Wi-Fi, and technical support. Plan event layout, including registration, sponsor booths, presentation area, and meal service. Establish accessibility for all attendees.
- (d) Speaker Acquisition and Management: Identify and invite and resolve to select 8 cybersecurity experts as speakers.
 - a. Develop a speaker agreement outlining expectations, deadlines, and compensation (if applicable).
 - b. Collect speaker bios, photos, and presentation materials.
 - c. Create a speaker schedule and communicate logistics.
- (e) Sponsor Acquisition and Management: (Working with the Director Sponsorship)

- a. Develop sponsorship packages with varying levels of benefits. Identify and solicit 8-10 cybersecurity vendors as sponsors. Create a sponsor agreement outlining expectations, deliverables, and payment terms. Coordinate sponsor booth setup and logistics.
- (f) Marketing and Promotion: (Working with Director Marketing & Communications and Director Technology)
 - a. Develop a conference website or landing page. Create marketing materials (e.g., brochures, email campaigns, social media posts). Promote the conference through industry publications, online forums, and social media.
 - b. Implement an online registration system.
- (g) Content Development: (Working with Director Technology)
 - a. Create a conference agenda with session titles, descriptions, and speaker information.
 - b. Develop a conference program or mobile app.
- (h) Design conference materials (e.g., name badges, attendee packets, signage). (Working with Membership)
- (i) Catering and Refreshments: (Conference Committee – Conference Hospitality)
 - a. Arrange for breakfast, lunch, and a networking cake break.
 - b. Consider dietary restrictions and preferences.
 - c. Coordinate with the venue or caterer on setup and service.
 - d. Catering and Refreshments: Oversee meal and refreshment service.
 - e. Address any catering issues.
- (j) Volunteer Management: (Conference Committee: Conference Coordinator)
 - a. Recruit and train volunteers to assist with registration, logistics, and attendee support.
 - b. Create a volunteer schedule and assign roles.
 - c. On-Site Conference Execution
 - d. Registration and Check-In:
 - i. Set up a registration desk with clear signage.
 - ii. Provide name badges and attendee packets.
 - iii. Collect attendee information and distribute evaluation forms.
- (k) Technical Support: (Director Technology)
 - a. Ensure all audio-visual equipment is functioning properly.
 - b. Provide technical support to speakers and sponsors.
 - c. Troubleshoot any technical issues that arise.
- (l) Session Management: (Conference Committee: Conference Speaker Liaison)
 - a. Ensure all speaker slides are collected and staged at the podium.
 - b. Introducing speakers and moderate Q&A sessions.
 - c. Ensure sessions start and end on time.
 - d. Collect speaker evaluations.
- (m) Sponsor Management: (President, CC and Director Sponsorship)
 - a. Provide sponsor support and address any concerns.
 - b. Ensure sponsor booths are well-maintained.
 - c. Facilitate sponsor introductions and networking opportunities.
 - d. Sponsor Donated Drawings and Chapter Member gifts:
 - e. Conduct the drawing and announce winners.
 - f. Distribute prizes to attendees.

- (n) Networking and Social Events: (With Membership, Sponsorship, President)
 - a. Facilitate networking opportunities during breaks and meals.
 - b. Consider hosting a post-conference networking event.
 - c. Post-Conference Follow-Up
- (o) CPE Certificates: Generate and distribute CPE certificates to eligible attendees.
- (p) Evaluation Summaries: Collect and analyze attendee evaluations. Compile evaluation summaries and share with speakers and sponsors.
- (q) Financial Reconciliation: Reconcile event expenses and revenue. Generate a financial report.
- (r) Thank You Notes: Send thank you notes to speakers, sponsors, volunteers, and attendees.
- (s) Post-Conference Marketing: Share conference photos and videos on social media. Promote upcoming events and initiatives.
- (t) Lessons Learned: Conduct a post-conference debriefing to identify areas for improvement. Document lessons learned for future events.

Section 6.12 Director-Education:

The Director-Education shall have the following duties and responsibilities:

- (a) Facilitate and promote ISC2 certification programs, including CISSP, CCSP, SSCP, and others, to Chapter members.
- (b) Organize and coordinate study groups and workshops to assist members in preparing for ISC2 certification exams.
- (c) Provide information on ISC2 Continuing Professional Education (CPE) requirements and opportunities, ensuring members maintain their certifications.
- (d) Collaborate with ISC2 Authorized Instructors and training providers to offer relevant educational resources.
- (e) Maintain an updated list of ISC2-related educational resources, including online courses, study materials, and local training options.
- (f) Act as a liaison between the Chapter and ISC2 regarding educational programs and initiatives.
- (g) Assist in the general operations of the Chapter as needed.
- (h) Act in the best interest of the East Bay Chapter at all times.

For reference: These are the programs of study authorized for the ISC2 Director of Education programs

- CISSP (Certified Information Systems Security Professional): A globally recognized certification for security professionals who design, implement, and manage cybersecurity programs.
- CCSP (Certified Cloud Security Professional): A certification for professionals with advanced technical skills and knowledge to design, manage, and secure data, applications, and infrastructure in the cloud.
- SSCP (Systems Security Certified Practitioner): A certification for IT professionals who implement, monitor, and administer IT infrastructure and security using security best practices.
- CAP (Certified Authorization Professional): A certification for professionals involved in the risk management framework (RMF) process, including authorizing and maintaining information systems.
- HCISPP (HealthCare Information Security and Privacy Practitioner): A certification for professionals who work in the healthcare sector and are responsible for protecting sensitive patient information.

- CSSLP (Certified Secure Software Lifecycle Professional): A certification for professionals who apply security best practices throughout the software development lifecycle.
- CC (Certified in Cybersecurity): An entry-level certification that demonstrates foundational cybersecurity knowledge.

Section 6.13 Director-Sponsorship:

The Director-Sponsorship shall be responsible for developing and executing a strategic sponsorship program to secure financial and in-kind support for the Chapter and its events. This role is crucial for generating revenue, building industry partnerships, and enhancing the Chapter's visibility. The Director-Sponsorship shall have the following duties and responsibilities:

- (a) Develop and implement a comprehensive sponsorship strategy aligned with the Chapter's goals and events.
- (b) Identify, cultivate, and maintain relationships with potential sponsors from industry and businesses.
- (c) Enforce and communicate the tiered sponsorship packages that offer varying levels of benefits and recognition.
- (d) Prepare and present compelling sponsorship proposals to potential partners.
- (e) Negotiate and finalize sponsorship agreements, ensuring clear deliverables and expectations.
- (f) Manage sponsor fulfillment, including booth setup, logo placement, and speaking opportunities.
- (g) Provide regular updates and reports to the Board on sponsorship activities and revenue generation.
- (h) Collaborate with the Conference Chair and other board members to secure sponsorship for specific events.
- (i) Work with the President to maintain the list of current and potential sponsors, ensuring the membership database is tracking contact information and sponsorship history.
- (j) Work with Communications, Technology and the President to ensure sponsors receive appropriate recognition in event materials and on the Chapter website.
- (k) Assist in the general operations of the Chapter as needed.
- (l) Act in the best interest of the East Bay Chapter at all times.

Section 6.14 Director – Career and Professional Development:

The Director – Career and Professional Development empowers Chapter members in their career journeys, fostering professional growth through guidance and access to valuable resources. This role builds strong connections within HR and recruiting, becoming an invaluable asset to the East Bay cybersecurity community. The Director – Career and Professional Development shall:

- (a) Manage job board and relevant cybersecurity opportunities.
- (b) Establish and nurture relationships with key job sources, including HR and recruiters.
- (c) Provide personalized career mentoring, assisting with resumes, interviews, and career planning.
- (d) Organize career development workshops on networking and skill development.
- (e) Leverage HR and recruiting contacts to benefit Chapter members.
- (f) Act as a liaison between the Chapter and the cybersecurity job market.
- (g) Assist in general Chapter operations as needed.

- (h) Act in the best interest of the East Bay Chapter at all times.

The Director – Career and Professional Development is supported by the Careers Committee, which shall report to the Director. The committee's purpose is to empower Chapter members in their career growth by providing valuable resources and connections. The committee's responsibilities include, but are not limited to:

- a) Updating and maintaining the Careers website page with current job and internship opportunities.
- b) Attending chapter and networking events to promote jobs and internships to members.
- c) Assisting the Director in responding to career inquiries from the extended community.

Section 6.15 Director – Outreach:

The Director - Outreach role is focused on expanding the Chapter's reach and impact within the community. Here's a breakdown of the responsibilities:

- (a) Develop outreach opportunities.
- (b) Execute outreach strategies.
- (c) Connect the Chapter with the community.
- (d) Expand the Chapter's community impact.
- (e) Support the Director of Sponsorship in building relationships with potential donors and potential partners.
- (f) Promote the Chapter's mission and programs.
- (g) Support the Directors of Cybersecurity Awareness in promoting educational programs and conference events.
- (h) Support the Director of Communications in promoting educational programs, networking, and conference events.
- (i) Backup the Director of Operations.
- (j) Assist in the general operations of the Chapter as needed.
- (k) Act in the best interest of the East Bay Chapter at all times.

Section 6.16 Past-President:

Responsible for transitioning duties to the incoming President, the recent past President supports continuity and process for the Chapter in the following ways:

- (a) Transition duties to the incoming President.
- (b) Support, guide, and mentor new Chapter members.
- (c) Provide continuity for all roles.
- (d) Act as Chapter Historian.
- (e) Assume responsibilities and oversight of volunteers.
- (f) Assume responsibilities and oversight of financial sponsors.
- (g) Assume responsibilities and oversight of potential members.
- (h) Assist in the general operations of the Chapter.
- (i) Call for a formal election in instances of leadership vacancy.
- (j) Provide oversight and temporary leadership until a replacement is elected.

- (k) Ensure adherence to the Chapter's bylaws and parliamentary procedure during transitions.

Article VII. Sub Committee

Section 7.01 Each Sub Committee shall consist of no less than two (2) position as appointed by the President, subject to the approval of the Executive Committee. The Executive Committee shall pre-define the purpose of each Sub Committee and the duration of their validity respectively.

Section 7.02 The Sub Committee positions shall be temporary and shall have a pre-defined purpose as agreed upon at the Executive Committee.

Section 7.03 The Sub Committee positions can be occupied by any member of the Executive Committee or a general member of the East Bay Chapter.

Section 7.04 Each Sub Committee chair shall be responsible to report to the President all actions taken by the committee and provide minutes to the President and Secretary.

Section 7.05 Sub Committees shall continue to serve until such time as their stated purpose is completed, unless it is the decision of the Executive Committee to continue the sub-committee and adopt a new purpose for said Sub Committee.

Article VIII. Meetings

Section 8.01 Board Meetings and the Annual Member Meeting/Election shall be held in accordance with the following rules and guidelines:

- (a) All meetings shall be conducted in accordance with Robert's Rules of Order, 12th edition. These rules promote orderly and respectful conduct, ensuring that all members have an equal opportunity to participate, that decisions are made fairly, and that meetings are conducted efficiently. Key principles include:
 - a. One motion at a time.
 - b. Majority rule.
 - c. Protection of minority rights.
 - d. Fairness and impartiality.
 - e. Order and decorum.
 - f. Due process.
- (b) Three officers shall constitute a quorum for the purpose of transacting the business of general meetings of the East Bay Chapter.
- (c) Board meetings shall be scheduled monthly, as required, for no less than ten meetings per year. Sub-committee meetings may be held bi-monthly, or as required. Member Meetings are held monthly or at a frequency that is reasonably sustained by the available volunteers, resources and board.
 - a. Notice of the date, time, and location of all Board Meetings shall be recorded in the Board's internal calendar at least fourteen (14) days prior to the scheduled meeting.

- b. Notice of the date, time, and location of the Member Meeting shall be publicly posted on the ISC2 East Bay Chapter website at least fourteen (14) days prior to the scheduled meeting.
- (d) Attendance: Regular attendance at all Board Meetings is mandatory for all Board members. An alternative form of participation, such as a written submission of agenda items and progress to the President by the meeting date, will be considered only if explicitly acknowledged by the President in the meeting agenda.
- (e) All Board members are responsible to review meeting minutes for all board events.

Article IX. Financial Procedure

Section 9.01 Expenditures of any and all funds raised during the year or at any given event will be the property of the East Bay Chapter.

Section 9.02 The Executive Committee or Sub-committee shall only spend those funds that have been pre-approved at the Executive meeting and decided by a simple majority (50.1%) vote.

Section 9.03 Changes in the priority of the expenditures of any/all funds raised will require a super-majority vote (66.6%) at a general meeting.

Article X. Tax-Exempt Status and Compliance

Section 10.01. Tax-Exempt Status.

- (a) The ISC2 East Bay Chapter is organized and shall be operated as a 501(c)(3), as applicable] non-profit organization, as defined by the United States Internal Revenue Code.
- (b) The Chapter shall maintain its tax-exempt status in compliance with all applicable federal and state laws and regulations.

Section 10.02. IRS Filing Requirements.

- (a) The Treasurer, in coordination with the President, shall be responsible for ensuring the timely filing of all required IRS forms, including but not limited to Form 990, and any other necessary state or federal tax filings.
- (b) The Chapter shall maintain accurate and complete financial records to support all required filings.

Section 10.03. Non-Profit Restrictions.

- (a) The Chapter shall operate exclusively for the purposes outlined in Article III and shall not engage in activities that are not in furtherance of those purposes.
- (b) The Chapter shall not engage in substantial lobbying or political campaign activities, as prohibited by its tax-exempt status.
- (c) No part of the net earnings of the Chapter shall inure to the benefit of, or be distributable to, its members, officers, or other private persons, 1 except that Chapter 2 shall be authorized and

empowered to make payments and distributions in furtherance of the purposes set forth in Article 3 III.

Article XI. Parliamentary Procedure

Section 11.01 All meetings shall be governed by the Parliamentarian and shall be conducted in accordance with Robert's Rules of Order.

Section 11.02 Amendments

- (a) Amendments or changes to the Bylaws may be made in accordance with the following rules and requirements:
- (b) Announcement that an amendment or change to the Bylaws is announced to the members of the East Bay Chapter at the previous general meeting, or sixty (60) days prior to a vote on the issue.
- (c) A secret ballot vote will be held.
- (d) A super-majority vote (66.6%) of the members present at the meeting is required to amend or change existing bylaws.

Section 11.03 Standing Rules

- (a) An inventory of all items and possessions of the East Bay Chapter will be made by and kept by the Secretary of the East Bay Chapter.
- (b) The East Bay Chapter shall retain ownership of all supplies and items purchased by the East Bay Chapter for their use at East Bay Chapter.
- (c) In the event of the termination of the East Bay Chapter, the disposal of all items owned by the East Bay Chapter shall be decided by the executive committee including donation to ISC2 or any other related charitable organization.