

ASHE Section : Northeast Penn
Bylaws Checklist

Officers:

President ✓

Vice-President 1st & 2nd

Secretary:

New Member Initiation ✓

Maintaining Section Address

Officers Roster

Membership Data ✓

Minutes ✓

Official Records and Documents ✓

Treasurer:

Maintain Section Bank Accounts ✓

IRS Federal Identification Number

IRS Form 1099 annually

Form 990 annually

Periodic Reports ✓

Process for dealing with Contributions

Board of Directors: ✓

Regional Representative: ✓

Committees:

Public Relations ✓

Constitution & Bylaws: procedures for amending ✓

Ethics & Practices ✓

Budget

Auditing ✓

Nominating ✓

Technical ✓

Others: Executive, Membership, Program

Activities:

General Membership Meetings: ✓

Communications: ✓

Awards:

Elections, including procedures for filling vacancies: ✓

Dues Structure: ✓

Other Activities:

Comments: Also submitted a Section Constitution

Recommended for Approval By: _____

Review Date: _____

Cl. Leggett
12/28/07

Board Approval Date: _____

1/12/08

AMERICAN SOCIETY OF HIGHWAY ENGINEERS

INC. 1967

NORTHEAST PENN SECTION

BY-LAWS

REV. 1973 -1974

REV. 1976

REV. 2007

BY-LAWS

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ARTICLE I

MEMBERSHIP, ADMISSION AND SEPARATION

- Section 1 - The election to membership of all classes shall be entrusted to the National Board of Directors upon the recommendation of the Northeast Penn Section, and the decision of the National Board of Directors as to eligibility shall be final.
- Section 2 - Any person desiring to become a member of the Northeast Penn Section shall make written application to the Section Secretary. Such application shall be in such form and contain such data as may be prescribed by the National Board of Directors. The applicant shall give, if possible, the names of at least three (3) members to whom he is known personally, one of whom shall be the sponsoring member. The secretary shall request action on each application by the Membership Committee and / or the Board of Directors. On receipt of recommendation for acceptance, the application shall be forwarded to the National Secretary for final certification of membership.
- Section 3 - Each applicant shall be notified by the Section Secretary of his or her election or rejection.
- Section 4 - Honorary members shall not exceed two (2) percent of the Section membership. They shall be proposed to the Section Board of Directors by no fewer than twenty-five (25) members. Election to the grade of Honorary Member shall be as provided under Article II, Section 5 of the Constitution of the Northeast Penn Section.

ARTICLE II

INITIATION FEES, ASSESSMENTS AND FINANCES

- Section 1 - The initiation fee and first year's dues shall accompany each application for membership. The full initiation fee shall be submitted with the application when it is transmitted to the National Board of Directors for acceptance. Such fees shall be retained by the National Society on approval of the application and the National Board of Directors will forward the approved member's application with a membership pin to the Section Secretary. In case of application rejection, the full initiation fee shall be returned to the Section for refund to the applicant.
- Section 2 - Dues shall be payable annually in advance of October 1st in the amount prescribed by the Board of Directors of the Northeast Penn Section.
- Section 3 - Before May 1st of each year, the Section Secretary shall mail to each member a statement of the amount of his dues for the ensuing year.
- Section 4 - A member whose dues become six (6) months in arrears shall lose the right to vote and to receive publications normally furnished without special charge to members in good standing. Any member whose dues are in arrears by October 1st, the due date of the National assessment, shall forfeit association with the Society, subject to an investigation and recommendation by the Section's Membership Committee.
- Section 5 - Any member who resigned in good standing may return to his former membership grade by a written request to the Section Secretary, and payment of the full current year's dues.
- Section 6 - The Fiscal year shall be from June 1st through May 31st.

ARTICLE III

MANAGEMENT

Section 1 - The Northeast Penn Section shall be governed by the Executive Committee as listed in Article V, Section 1.

Section 2 - The officers shall consist of a president, first vice-president, second vice-president, treasurer and secretary.

Section 3 - The Board of Directors shall consist of nine (9) members and Directors at Large.

Three (3) Directors to be elected for One (1) year.

Three (3) Directors to be elected for Two (2) years.

Three (3) Directors to be elected for Three (3) years.

Section 4 - The Board of Directors shall appoint three (3) Regional Directors to serve three (3) years in accordance with National regulations.

One (1) Regional Director to be elected for One (1) year.

One (1) Regional Director to be elected for Two (2) years.

One (1) Regional Director to be elected for Three (3) years.

Section 5 - Directors at Large shall provide advisory and working knowledge of the Section Policies to the Officers and Board of Directors. Directors at Large should meet the following qualifications:

- a. Be a member of ASHE for a minimum of 20 years.
- b. Served nine (9) years as a Director or Officer.
- c. Maintained an active status within the Section or has been granted a Life Member status within the Section.
- d. Nominees for Director at Large are to be nominated by the current Directors at Large and approved by the Officers and Board of Directors.

ARTICLE IV

BOARD OF DIRECTORS

Section 1 - The Board of Directors shall be the judge of the qualifications of its members and shall have power to fill vacancies arising in its own number.

Section 2 - The Board of Directors shall have charge of the technical and special interests and activities of the Section. It shall act in an advisory capacity concerning the business and financial interests of the Section, and in the discharge of its duties shall have power, within the limits of the Constitution and these By-Laws, to execute any measures whatsoever which seem necessary to further the interests of the Section.

Section 3 - The Board of Directors or the Executive Committee shall meet and conduct business at least twice in the fiscal year. No business shall be transacted unless a quorum of sixty (60) percent or greater of the members are present. Special meetings of the Board of Directors may be called by the President or any three (3) members of the Board of Directors.

ARTICLE V

EXECUTIVE COMMITTEE

Section 1 - The Executive Committee, in exercising the duties delegated by the Board of Directors, shall have control of the business, finances and publications of the Section; and in the discharge of its duties, it shall have the power within the limits of the Constitution and these By-Laws, to initiate and execute any measures which, in its judgment, seems necessary to further the interests of the Section.

ARTICLE VI

OFFICERS

- Section 1 - The President, subject to the Board of Directors, shall have general supervision of the affairs of the Section. He shall preside at meetings of the Section and of the Board of Directors at which he may be present and shall be ex-officio member of all committees. He shall be chairman of the Board of Directors and, in that capacity, shall have power to call a meeting of the Board whenever, in his / her discretion, it will further the interests of the Section.
- Section 2 - The First Vice-President shall preside at all meetings in the absence of the President, shall be liaison representative with other societies and shall be the Programs Chair.
- Section 3 - The Second Vice-President shall preside at all meetings in the absence of the President and the First Vice-President and shall conduct fund raising activities.
- Section 4 - The Secretary shall, under the direction of the President and the Board of Directors, act as executive officer of the Section. He shall attend all meetings of the Section and the Board of Directors and record the proceedings thereof. He shall have custody of all official papers and records. He shall conduct the correspondence of the Section and keep full records of same. At the Annual Meeting, he shall submit a report, in writing, covering the duties and activities of his-office, including a statement of the status of the membership of the Section. He shall see that all monies due the Section are collected and transferred to the custody of the Treasurer. In cases of his absence or disability, a substitute shall be appointed by the President. At the expiration of his term of office, he shall transfer to his qualified successor all relevant documents, materials and equipment for which he shall receive a receipt of compliance.
- Section 5 - The Treasurer shall receive all monies and deposit the same in the name of the Section in a depository approved by the Board of Directors. He shall keep full records of the accounts of the Section. He shall pay all bills when certified and audited as provided in these By-Laws and as prescribed by the Board or Directors. At the expiration of his term of office, he shall turn over to his successor all books, paper and monies belonging to the Section, taking a receipt therefore. The Treasurer shall make an annual report to the Section, to be presented at the Annual Meeting.

ARTICLE VII

ELECTION OF OFFICERS

Section 1 - One Hundred and Twenty Days (120) days before the Annual Meeting, by May, the Nominating Committee shall nominate candidates for the elective offices. The nominee so named shall be the official nominee for the respective office. After acceptance of the nomination by official nominees, the Secretary shall mail a list of nominees to the membership at least thirty (30) days before the Annual Meeting at which the elections for the prescribed offices will be held.
Only Members in good standing shall be eligible for election to the Offices of President and Vice-President.

Section 2 - Nominations by petition, as provided for in Article V of the Constitution, shall contain the signatures of at least (10) percent of the Section membership and shall be accompanied by a letter from the Nominee in acceptance of the nomination. Nomination by petition shall be filed with the Secretary not less than sixty (60) days prior to the annual date set for the closing the balloting for the election of officers. Nominee by petition shall be so designated on the ballot for electing officers.

Section 3 - Members shall be eligible to vote as long as they maintain their membership in good standing.

Section 4 - Immediately following the counting of the final ballots, the Secretary shall notify the officers who have been elected and shall, in writing secure from each person so elected his official acceptance of election.

Section 5 - A general announcement of the officers elected shall be published in the Section's official publication.

ARTICLE VIII

OFFICIAL PUBLICATIONS

Section 1 - The Section shall publish notices and announcements relating to Society affairs which shall be deemed to have been brought officially to the attention of the Section.

Section 2 - Correspondence via First Class Mail, Postage Prepaid, Fax or Electronic Mail shall be deemed official publication provided that it is addressed to the receiving member's address appearing in the records of ASHE. Personal delivery to the addressee shall also be deemed as official publication.

ARTICLE IX

MEETINGS

- Section 1 - The annual meeting for the nomination of officers and directors, and for the transaction of other business of the Section, shall be held during the month of January, at such place and time as the Board of Directors may designate.
- Section 2 - Election of officers shall be in the month of April and the installation in the month of May.
- Section 3 - Regular monthly meetings of the Section shall be held at such place and time as the Board of Directors may designate.
- Section 4 - The President shall present or cause to be presented a brief report of the activities of the Section at regular monthly meetings.

ARTICLE X

ORDER OF BUSINESS

- Section 1 - The order of business for meetings of the Board of Directors and the Executive Committee shall be:
- (a) Call to order
 - (b) Reading of minutes of previous meeting
 - (c) Treasurer's report
 - (d) Reading of communications and presentation of bills
 - (e) Report of officers
 - (f) Report of Committees
 - (g) Unfinished business
 - (h) New business
 - (i) Adjournment

ARTICLE XI

COMMITTEES

Section 1 - The President shall, within thirty (30) days after installation of officers, appoint the following regular committees from the active membership.

- (a) Public Relations Committee
- (b) Constitution and By-Laws Committee
- (c) Ethics and Practice Committee
- (d) Membership Committee
- (e) Program Committee
- (f) Nominating Committee
- (g) Auditing Committee
- (h) Technical Committee

Section 2 - Special committees may be appointed at the discretion of the President.

Section 3 - All grades of active membership shall be eligible for committee appointments.

ARTICLE XII

AMENDMENTS

Section 1 - At any meeting of the Board of Directors, a quorum being present, the Board of Directors by a two-thirds vote, may amend the By-Laws, provided that a written notice of such proposed amendment shall have been given at a previous meeting of the Board of Directors, and provided further that the Secretary shall have mailed a copy of such proposed amendment to each member of the Board of Directors at least fifteen (15) days in advance of the meeting at which action thereon is to be taken.

Section 2 - A proposed amendment of these By-Laws may be petitioned to the Board of Directors by at least twenty-five (25) members of the Section.

ARTICLE XIII

BOND

Section 1 - The Secretary and the Treasurer shall each provide a fidelity bond in an amount to be determined by the Board of Directors annually, in accordance with the financial condition of the Section, indemnifying the Section from loss. The premium of said bonds is paid by National. The Section officers are automatically bonded annually by National.

CODE OF ETHICS

It shall be considered inconsistent with honorable and dignified bearing for any member of the Society:

- (1) To act for his client, or employer, in all matters otherwise than as a faithful agent or trustee, or to accept any enumeration other than his stated recompense for services rendered.
- (2) To attempt to injure falsely or maliciously, directly or indirectly, the reputation, prospects or business of anyone.
- (3) To attempt to supplant another after definite steps have been taken toward his employment or contract relationship.
- (4) To compete with another for employment or services by the use of unethical practices.
- (5) To undertake responsible work for which he is not qualified by experience or training.
- (6) To lend his name to any enterprise about which he is not thoroughly informed and in which he does not have a positive belief.