

AMERICAN SOCIETY OF HIGHWAY ENGINEERS

NEW SECTION STARTUP PROCEDURES

An important measure of the American Society of Highway Engineers' success is expanding the geographic boundaries served by our membership. Our goal is to grow into a more highly visible organization providing a nationwide forum for the highway industry. It is of paramount importance that the organization promotes and supports the establishment of new Sections. The National Board New Sections Committee is responsible for these activities. Anyone interested in chartering a new Section should contact the National Director for the Region where they reside, the Chairperson of the New Sections Committee or any National Officer/Director. E-mail addresses are available at our website www.ASHE.pro under the ASHE Operations Manual menu link.

This part of the manual contains information related to starting a new Section. It includes:

- Minimum requirements to charter a new Section.
- Support available from National to help with new Section startup.
- Guidelines for new Section startup.
- Section 'generic' By-Laws example.

Minimum Requirements to Charter a New Section

1. Enroll and collect dues from at least (35) qualified Charter Members.
 - The current National assessment is \$20/year plus the new member initiation fee of \$25.
 - Local Section dues range from \$15 to \$50/yr plus the National Assessment and initiation fee, if applicable. Local Sections are encouraged to keep dues at an affordable level so as not to exclude highway support staff.
2. Choose a Section name.
3. Develop Section By-Laws that comply with the National By-Laws and New Sections Guidelines. Submit By-Laws to National for approval by National Constitution/By-

Laws Committee within six months of the date that the Section is chartered.
(*Example included in this write up.*)

4. Submit the name of the Section, the names and contact information for the Charter Members and dues to the National Secretary.
5. The Section Treasurer is responsible for Section funds, their receipts, safekeeping and disbursement. All Section bank accounts, including investment and special events accounts, must be managed by and are the responsibility of the Section Treasurer. Each Section is to acquire a FIN, Federal Identification Number, or sometimes referred to as EIN or TIN for IRS purposes. This may be obtained by completing Form SS-4, which is available at financial institutes or via internet. This account should be listed as the American Society of Highway Engineers (Region or Section) Name. This number must be provided to the National Treasurer for his/her records.

Support Available From National to Help the New Section Get Started

1. Identify a core group of locals interested in forming a new Section, help organize kick-off meeting(s) and help plan member recruitment.
2. Provide handout material for use in recruitment.
3. Provide limited financial support for kickoff meeting(s) — All National costs are to be pre-approved by the New Sections Chairperson and are not to exceed one-half the daily Federal Per Diem Rate for that location per attendee and not to exceed a maximum of twenty times the daily Federal Per Diem Rate for all meetings related to a new Section startup.
4. Fund the cost of sending National representative(s) to kick-off meetings to promote the organization, make presentations and answer questions.
5. Advance (loan) up to \$300.00 to establish seed money for new Section treasury.
6. National President (or designated representative) attends a meeting of the new Section to present Charter.
7. Provide ongoing support related to Section organization, recruitment and operation.

Guidelines for New Section Startup

Assuming that the minimum requirements as contained in the By-Laws and New Sections Guidelines are met, there is no rigid procedure that must be followed in recruiting members of a new Section of the American Society of Highway Engineers. Ideally, there is adequate local support to recruit the required members with guidance from National. The objective is to expand the organization while maintaining an affordable dues structure.

New Section cultivation is important and support from throughout the organization is necessary to sustain a healthy growth rate. The level of support required to Charter a particular new Section is governed by the geographical growth strategy and the local initiative. Of the many alternatives for locating new Sections, one location rises to the top of the list. Typically, this process is initiated by one of the following two scenarios:

1. Someone involved in the highway industry (often this person was a member in the past) contacts the organization with interest in starting a new Section in a location where they reside, which does not currently have a Section; or
2. The New Sections Committee explores interest in a high priority location based on the organization's growth strategy.

The primary difference is that, in the first, a local champion is already in place. The second involves researching the local highway organizations and making contacts to identify a champion and/or core group. It is desirable to also identify existing members, who have special knowledge and contacts in the target location, and involve them in the recruitment process. The objective is to:

- Identify a local core group.
- Organize the core group.
- Assist the core group in recruiting Charter members.

The new Section initiative often involves a local core group meeting where someone from the New Sections Committee provides information about the organization.

Occasionally more than one meeting is necessary. It is important to prepare properly for this meeting.

The success of the new Section is directly related to the commitment and leadership of core group participants. It is better to have one representative each, from several organizations, than several representatives from one organization. It is also better to have balanced representation between public agencies, consultants, contractors and suppliers. Ideally, 10 to 15 high-profile local highway industry representatives attend the core group meeting. Twice that number may have been invited. In areas with fewer highway organizations a smaller group may be adequate.

The core group meeting could include a reception with finger-food, a lunch, a dinner or just a meeting. It may be held in the conference room of a local organization or a private area reserved in a local restaurant. The agenda should include the following:

- Social time where attendees are welcomed, provided nametags and contact information is collected.
- Power Point Presentation, “Who Are We”.
- Open discussion of interest in establishing a local Section.
- Show-of-hands indicating support.
- Nominate/volunteer and approve an organizing committee with leader.
- Outline the Charter requirements.
- Distribute contact information to attendees.
- Set a follow-up core group meeting date.

The primary job of the core group is to establish the new Section. After the Section is chartered, officers are elected by the membership. Core group tasks include: establish local dues, sign-up members, establish treasury, solicit sponsorships from local highway employers and plan kickoff meeting. Much of the planning coordination among the core group is accomplished by e-mail or telephone.

An electronic version of the ASHE Membership Application is available through the National Website at www.ASHE.pro and clicking on ASHE Operations Manual. It can be customized with the new Section name, dues and mailing address. Applications should not be accepted without the appropriate dues, which are collected by the core group and administered by their designated Treasurer. The logo is also available for use on correspondence and will be provided to you by the National Public Relations Committee Chair. National Assessment and the new member initiation fee must be included with the initial request to the National Secretary for a New Section Charter. Local dues are retained for Section expenses. The amount of the local dues is initially established by the core group. Traditionally, the organization strives to keep dues affordable for all levels of highway industry employees.

“New member sign-up” begins immediately. Each member of the core group should handout applications to business associates. Having a list of pre-signed Charter members can be a very persuasive recruitment tool.

Kickoff Meeting

Before applying for a Charter, most new Sections have at least one general (kickoff) meeting open to everyone in the local highway industry. The focus of this meeting is to attract Charter Members. It should be carefully planned and promoted to reflect a positive professional image. RSVP is an important consideration, particularly, if a sit-down meal is planned.

Target Attendees

Membership is open to anyone employed in the highway industry. It is not necessary to be an engineer; nor is it necessary to be a college graduate. Prospective members are best identified by their employers or their membership in other highway related organizations.

Examples include:

- Governmental Agencies – Federal, State, Local
- Contractors and Contractor Associations
- Consultants

- Engineering Societies
- Public Works Associations
- Individual Referrals
- Suppliers/Producers/Manufacturers
- Utilities
- Local Universities

Publicity

Options for publicizing the kickoff meeting include:

- Mail invitations (refer to Sample A) to target attendees.
- Identify a key individual in each of the local highway businesses/agencies to promote the meeting, sign up new members and/or provide a list of candidates.
- Develop a telephone tree to call target attendees.
- Place posters in appropriate places.
- Use e-mail (with link to National and local website) to promote the meeting.
- Place notice in local newspaper, professional magazines, newsletters, radio, TV, etc.

Program

The program should be planned to attract target members. Program suggestions include all of the following:

- Provide free or low priced beverages, meal, and/or finger foods.
- Schedule time to socialize (the ASHE Exhibit Booth might be setup).
- Have a prominent highway related speaker, such as Commissioner.
- Provide a presentation on membership benefits (limited Charter Member opportunity).
- Have Membership Applications and other promotional material, such as copies of the scanner, ASHE History, annual conference programs and brochures available.

- Conduct a brief business meeting (by core group leader) that consists of:
 - Present/approve a slate of Interim Officers and Board Members including: President, 1st and 2nd Vice-Presidents, Secretary, Treasurer and a minimum of three Directors.
 - Announce the proposed Section name.
 - Discuss the format and frequency of future meetings.
 - Announce date and location of next meeting.

Location

The meeting location should be convenient to the target membership. It is strongly recommended that the following issues be considered in selecting the meeting site:

- Does the appearance, service and food quality of the facility project the appropriate image for the target members?
- Will the group be separated from other clientele?
- Is there adequate meeting and parking space?
- Can an affordable price be negotiated? The fact that this could be the regular meeting site should provide negotiating leverage.

Funding

The funds required to pay kickoff-meeting expenses may be obtained from one, or more, of the following sources:

- Some groups are very successful in soliciting sponsorships from local highway firms, who are recognized at the meeting and in the promotional material. The core group members may be employed by potential sponsors. While sponsorship is not uncommon, it must be considered based on the public agency policy/perception related to employees attending events funded in this manner.
- The core group is in the best position to decide if it is acceptable to charge a nominal price to help with part of the meeting costs. A small advance fee from RSVP responders may also be helpful to ensure that they actually attend.

- Limited funding may be requested from National through the New Sections Chairperson.

The National New Sections Committee, and National Director for the Region, should be kept informed of the core group progress. A designated representative of the Committee will be available to provide assistance or advice. A representative will attend the kickoff meeting, make a presentation, and answer questions related to the organization.

When minimum of (35) members have joined and applications duly processed, a New Section Charter can be requested from the National Secretary. The applications, after being approved by National, are returned to the local Section for a permanent record. It requires approximately three months for the National Secretary to process the Charter. The Charter is formally presented to the new Section, by the current National President or a designated representative. The Charter should include the name of each member at the time the Charter was presented.

Members of the core group are good candidates for the first slate of officers; however, others should also be considered to achieve the most qualified and diversified group. The newly elected interim officers replace the core group in planning future activities. It is important that each board member becomes familiar with the National Constitution and By-Laws and the duties of their office. Section By-Laws should be developed and presented to the membership for approval. Section By-Laws must be submitted to the National Constitution and By-Laws Committee for review and approval within six months of the Chartering date.

Chairpersons should be selected for the following committees:

- | | |
|----------------------------|--------------|
| ◆ Public Relations | ◆ Auditing |
| ◆ Constitution and By-Laws | ◆ Nominating |
| ◆ Ethics and Practices | ◆ Technical |
| ◆ Budget | ◆ Program |
| ◆ Membership | |

A Regional Director must be designated to provide liaison with the National Director for the Region. While Board Members may chair committees, it is desirable to get other members involved as much as possible. The name, mailing address, employer, telephone numbers and e-mail address of all Committee Chairs is to be sent to the National Secretary.

Active committees are of major importance to the success of the Section. A questionnaire may be distributed to the members to stimulate participation. It is suggested that every member be assigned to a committee, particularly new members when they join. For example, there is no limit to the size of the Membership Committee and each member should be empowered to recruit. Committee Chairs have the responsibility to get new members involved quickly.

A minimum of four Board of Director's Meetings should be held during each administrative year. Some Sections have monthly board meetings. Important parts of the Board Meetings are the reports of Committee Chairpersons, which should clearly outline or update the progress of each committee.

The Section Secretary and Treasurer have very important duties, which are listed in the ASHE Operations Manual (see Sections N and O). Ongoing duties of particular concern include: 1) Updating membership data, both locally and with National; 2) Invoicing, collecting and processing dues; 3) submitting required tax forms. An advance of \$300.00 may be requested from National, if needed, for initial Section expenses.

The Section Treasurer is responsible for Section funds, their receipts, safekeeping and disbursement. All Section bank accounts, including investment and special events accounts, must be managed by and are the responsibility of the Section Treasurer. Each Section is to acquire a FIN, Federal Identification Number, or sometimes referred to as EIN or TIN for IRS purposes. This may be obtained by completing Form SS-4, which is available at financial institutes or via internet. The account should be listed as the

American Society of Highway Engineers (Region or Section) Name. **The account information must be provided to the National Treasurer and National Secretary for National's records. A minimum of two officers (one being the Treasurer) should register their signatures so that check writing can be facilitated easily. Checks issued by Sections must have two Section Officer's signature.**

Some Sections encourage the Secretary and Treasurer to remain in their respective office for multiple years, which helps to maintain continuity in the Section. Continuity in the mailing address also minimizes problems related to the use of outdated addresses on blank applications or other correspondence. **It is strongly recommended that a P.O. Box or routine address for mailing be established for all Section correspondence.**

Applications are to be processed by the Membership Committee and reviewed for qualification and for the proper membership classification. If acceptable, they are sent to National for final approval, along with the required fee.

A member whose dues become four months in arrears shall lose the right to vote and to receive publications normally furnished without special charge to members in good standing. If said member pays their dues after said four months, but less than twelve months after being due, the member may be reinstated without penalty. Any member whose dues become twelve months in arrears shall forfeit membership in the Society and will be dropped from the membership and notification immediately sent to the National Secretary.

The Interim Officers, approved at the kickoff meeting, normally serve the remaining portion of the first year, which ends in June. In subsequent years a Nominating Committee, Chaired by the Past President, is appointed by the Board in February. New officers are elected and installed to assume duties before June. The installation of officers should be a brief ceremony, as described in the Appendix of the Section Operating Manual, which can be altered to accommodate the wishes of the Section. **It is very important that officer's names, mailing addresses, employer, phone/numbers, and**

e-mail addresses are properly registered with the National Secretary by June 15 of each year. The Board of Directors and Committees should be comprised of a good cross section of the highway industry. Committee Meetings and Board Meetings should be both productive and enjoyable for those attending.

Regular monthly meetings should begin as soon as possible after the original organizational meeting. The early meetings (first and second at least) present an opportunity to further promote the society and to distribute Membership Applications to prospective members. Interesting programs should be arranged for all meetings, but especially for the first few occasions to appeal to prospective members and generate maximum interest in attending and joining. A regular meeting each month is recommended (with a minimum of six) and is an important factor in maintaining the needed momentum. Refer to Sample B for sample regular meeting notice.

Program content and quality is the responsibility of the Program Committee in concert with the Board. It is important that meeting dates be established in advance, so the Committee has time to contact speakers and the members can reserve this time on their calendars. Speakers should be selected based on presentation skills, as well as the timeliness of highway related topic. Programs should be varied to appeal to the full cross section of the membership. The Appendix of the ASHE Operations Manual contains a listing of typical Section programs.

New Sections are required to submit the following to the National Secretary:

- **Original Membership Applications of all new members, along with checks to cover National assessment and initiation fees.**
- **Names, titles, mailing addresses, employer, home/work/fax numbers and email addresses of all officers, members of the Board of Directors and Regional Director. Note: Members may also update their personal information via our National Website www.ASHE.pro and the information in turn will be directed to the Section Secretary and National Secretary.**

- **Any address change for members should be submitted to the National Secretary as soon as possible.**

Note: Members may also update their personal information via our National Website www.ashe.pro under the Member link and the information in turn will be directed to the Section Secretary and National Secretary.

- **Tax Identification Number (TIN)**

National furnishes a supply of tools to promote the Society and foster growth:

- Advancement of \$300.00 for Initial Expenses (Required being paid back to National over Three Years).
- Past Section President's Pin (\$60 Cost to the Section)
- National Secretary orders Section Banner
- Member Lapel Pins
- Society Certificates of Membership

The lapel pins and certificates are returned to the Sections by the National Secretary with approved applications.



SAMPLE “A” (Invitation Letter)
(SECTION NAME) Section
American Society of Highway Engineers

(To All Prospective Members)

Re: Organization Meeting

Dear Gentlemen/Ladies:

This letter is your invitation to a meeting designed as an introduction to the American Society of Highway Engineers (ASHE). The purpose of this meeting is to facilitate the organization of the new _____ Section of this Society.

Anyone who is employed in any facet of the highway industry, whether it is in design, construction, maintenance, material supply, consultant, utilities, or any other aspect, is eligible to join this organization. Our mission statement is, “To provide a forum for members and partners of the highway industry to promote a safe, efficient and sustainable highway system through education, innovation and fellowship.”

Future meetings of our Section will be held at regular intervals to be determined by officers elected by the membership. The meetings are intended to provide a program of real value in the technology of the industry. Some may be social in nature. All of the meetings, however, will extend an opportunity to network with other people in your field and to discuss topics of mutual interest.

This organizational meeting is free of charge and will be held (date-time-location). Social hour at (time) with dinner being served at (time). You and your fellow workers, who meet the above qualifications, are cordially invited with no obligation with respect to future membership.

Please complete the attached reservation form and return by (date). If you have any questions concerning the American Society of Highway Engineers or the organization meeting, please contact (name and contact information).

Yours sincerely,

(Organization Committee Chairperson)

attachment



SAMPLE "B" (New Sections Regular Meeting Notice)

(SECTION NAME) Section
American Society of Highway Engineers
Meeting Notice

DATE

PLACE

HOST

TIME

MENU

COST

PROGRAM

You Can Insert Items of Interest to the Members

RESERVATIONS FOR THE MEETING: Reservation deadline is close of business on _____. Guests are welcome! Payment in advance would be appreciated. Reservations made and not honored will be invoiced. **Cancellations must be made by _____, in order to avoid being charged.**

(Include Contact Name with Contact Information for reservation)

Number of Reservations _____ (Send to Above Contact)
Name (s) _____

Section ‘Generic’ By-Laws (Example)

**BY-LAWS
of the
_____ SECTION
OF THE AMERICAN SOCIETY OF HIGHWAY ENGINEERS**

(Insert Month, Day, Year)

Preamble

This organization is the _____ Section of the American Society of Highway Engineers, and as such, is subject to Constitution and By-Laws of the American Society of Highway Engineers. Nothing in this document is intended to supersede that of the Society when in conflict.

ARTICLE I - MEMBERSHIP

Section 1 - The election to membership of all classes is entrusted to the National Board of Directors.

Section 2 - Any person desiring to become a member shall make written application to the Secretary of the _____ Section. Such application shall be on the form and provide the information specified by the National Board of Directors and shall be accompanied by the current initiation fee and dues. The Secretary will cause the application to be reviewed by the Membership Committee and the Board of Directors. Upon receiving a favorable recommendation of the Board of Directors, the Secretary shall forward the application to the National Secretary for final certification of membership.

Section 3 - The Secretary shall notify the applicant of the action by the National Board of Directors.

Section 4 - A full time student in a university, college or technical school may apply to be a Student Member. The initiation fee and annual dues for student members may be different than other classes of members at the discretion of the Board.

Section 5 - The _____ Section shall, at its’ discretion, propose Honorary Members to the National Board of Directors by petition of not fewer than ten percent (10%) of the Section members. Election to the grade of Honorary Member shall be provided under Article II of the National Constitution.

Section 6 - The National Board, by affirmative vote of two-thirds, may suspend or expel a member for any violation of the National Constitution, these By-Laws, Code of Ethics, guidelines, or policies established by the National Board. A member whose suspension or expulsion is being considered shall be notified by the Section Secretary by registered mail, and shall be advised of the charges against them at least 30 days prior to the proposed date of suspension or expulsion. If the member so desires, he/she may submit a defense, either in person or in writing, which shall be considered by the Board of Directors. The Section Board shall then forward the defense along with their recommendation for further action to the National Board as part of the expulsion procedure. Any member against whom such action is taken may, upon written application, appeal to the National Board. Such written application must be presented within 30 days of notice of expulsion or it will not be considered. The action taken by the National Board shall be binding and final.

ARTICLE II - DUES, FEES AND FINANCES

Section 1 - The fiscal year shall be June 1 through May 31.

Section 2 - The annual dues shall be established by the Board of Directors for all classes of membership, payable as of June 1st. Said dues shall be inclusive of the annual assessment of the National Board of Directors authorized by Article IV, Section 3, of the Constitution.

Section 3 - An initiation fee, as established by the National Board of Directors, shall accompany each application for membership. This initiation fee is in addition to the annual dues.

Section 4 - A person admitted to membership prior to January 1st shall pay full annual dues. A person admitted to membership on or after January 1st shall pay one-half of the amount for the year admitted.

Section 5 - The Secretary shall mail a dues statement to each member by May 1st. The Secretary shall mail a delinquent notice to unpaid members on July 1st notifying them that those members whose dues are delinquent as of September 1st shall forfeit their voting rights.

Section 6 - A member whose dues are delinquent on November 1st shall forfeit membership in the Section. The Board of Directors shall review the accuracy of the list of delinquent members and take formal action to remove those listed from membership prior to December 1st.

ARTICLE III - MANAGEMENT

Section 1 - The Section shall be governed by the Board of Directors and the Executive Committee. The Board of Directors shall consist of the President, the 1st and 2nd Vice-

Presidents, the Secretary, the Treasurer, the immediate Past-President, and at least 3 elected Directors.

Section 2 - The Board shall have charge of the technical, social interests and activities of the Section. It shall act in all matters concerning the business and financial interests of the Section and, in the discharge of its duties, shall have the power, within the limitations of the National Constitution and By-Laws, to execute any measures whatsoever which it deems necessary to further the interests of the Section.

Section 3 - Meetings of the Board of Directors shall be held at the direction of the President, but not less than twice each fiscal year. A meeting may also be called by agreement of three members of the Board. A majority of the members of the Board shall constitute a quorum.

Section 4 -The Executive Committee shall meet at the direction of the President. A majority of the members of the Committee shall constitute a quorum.

ARTICLE IV - OFFICERS

Section 1 - The President, subject to approval of the Board of Directors, shall have supervision of the affairs of the Section, shall preside at meetings of the membership, Board of Directors, and the Executive Committee; shall make all committee appointments, and shall be an ex-officio member of all committees.

Section 2 - The First Vice-President shall preside at all meetings in the absence of the President, and shall act as the Section's liaison representative to other technical associations or societies.

Section 3 - The Second Vice-President shall preside at all meetings in the absence of the President and First Vice-President.

Section 4 - The Secretary shall:

- 1) Under the direction of the President and the Board of Directors, act as executive officer of the Section.
- 2) Attend all meetings of the Section, the Board of Directors, and the Executive Committee and record the proceedings thereof.
- 3) Have custody of all official papers and records.
- 4) Conduct the correspondence of the Section and keep appropriate records of correspondence and minutes.

(a) Shall maintain the Section mailing address as adopted by the Board of Directors.

- (b) Shall maintain the official Section Officers Roster and report annually.
 - (c) Shall notify the national Secretary of any member's change of address, employer, phone number(s), and e-mail address in a timely fashion.
 - (d) Shall submit new member applications to National, and notify new members upon acceptance to membership.
 - (e) Shall acknowledge, in writing, all contributions to the Section that exceed \$250.00.
- 5) Submit a report at the annual meeting of the Section, as to the activities of the Section Office, including the status of the membership.
 - 6) See that all monies due the Section are collected and transferred to the custody of the Treasurer.

Section 5 - The Treasurer shall:

- 1) Receive all monies and deposit same in the name of the _____ Section in a depository approved by the Board of Directors.
- 2) Pay all bills when approved by the Board of Directors, or if so authorized by the Board, the Executive Committee.
- 3) Keep full records of the accounts of the Section and provide a report on each account to each meeting of the Board and Executive Committee.
 - (a) Maintain the Section Federal Tax Identification Number.
 - (b) File Federal Tax form 1099 annually if needed.
 - (c) Annually file year-end financial report (Form 990) to National.
- 4) Present an annual report to the Membership at the May meeting.

Section 6 - There shall be a minimum of 3 Directors who shall:

- (1) Chair and serve on Committees.
- (2) Act on recommendations of Committees.
- (3) Vote on membership acceptance or expulsion.
- (4) Vote on various other issues that may be brought before the Board including:
 - (d) Changes to By-Laws.
 - (e) Membership Dues.
 - (f) Budgets and Section Expenditure Items.
 - (g) Other policy matters as may be brought before the Board.

Section 7 - The Immediate Past President shall serve as a member of the Board of Directors and as Chair of the Nominating Committee.

Section 8 - A Regional Director shall be appointed by the President based on recommendation of the Nominating Committee who shall:

- Serve a three year term.
- Attend all Regional Meetings.
- Act as Section Liaison to other Sections within the Region.
- Provide Regional Reports at Section Board Meetings.

ARTICLE V - ELECTION OF OFFICERS

Section 1 - Not less than 60 days preceding the annual meeting, the Nominating Committee shall nominate at least one willing candidate for each office to be elected and deliver the slate to the Secretary. All candidates should be members in good standing and with active Section participation. The Secretary shall distribute a ballot of candidates (either on paper or in electronic form) to the membership no less than 30 days prior to the annual meeting.

Section 2 - The ballot shall consist of the nominee(s) for each position and allow space for write-in candidates for each position.

Section 3 - Ballots shall be returned to the Secretary prior to the annual meeting on a schedule established by the Board.

Section 4 - The Secretary shall publish the results of the election in the next mailing and/or electronic distribution to the general membership.

Section 5 - All members in good standing shall be eligible to vote.

Section 6 - Directors shall be elected for staggered terms so that at least one is elected in each year.

Section 7 - In the event of a vacancy occurring on the Board of Directors, the Board shall have the power to fill the unexpired term with a member in good standing.

ARTICLE VI - OFFICIAL PUBLICATIONS

Section 1 - The Section may publish newsletters, meeting notices, or make general mailings as determined by the Board of Directors. Such distribution may be made electronically or by regular U.S. Mail to the address of record of each member. Such distribution shall be considered to be official notice to the membership of actions taken by the Section, Board of Directors or Officers, as required under the Constitution or By-Laws.

ARTICLE VII - MEETINGS

Section 1 - An annual meeting for the election of officers and directors and for transaction of any other business of the Section shall be held at such place and time as designated by the Board of Directors. The general membership shall be notified at least 30 days prior to the meeting, of the time, and location.

Section 2 - General membership meetings will be held on a regular basis as determined by the Board of Directors. To the extent possible, an annual calendar shall be established prior to September 1st and the membership notified. Additional general membership meetings or social functions may be held at the discretion of the Board of Directors.

Section 3 - The Board of Directors shall meet at least twice yearly to conduct the business of the Section. The Board may establish an Executive Committee, to be chaired by the Section President, to conduct business affairs in the absence of a full Board Meeting.

Section 4 - All meetings of the Section, Board of Directors, and Committees shall be conducted according to the latest edition of Robert's Rules of Order.

ARTICLE VIII - COMMITTEES

Section 1 - The President shall, within 30 days after the annual meeting, appoint the following standing committees as necessary:

1. Public Relations Committee
2. Ethics and Practices Committee
3. Nominating Committee
4. Constitution and By-Laws Committee
5. Technical Committee
6. Budget Committee
7. Financial Review Committee
8. Executive Committee

Section 2 - Other committees may be appointed as desired by the President. The scope, duties, chairperson, and makeup of these Committees shall be determined by the President.

Section 3 - All members in good standing are eligible for committee participation.

Section 4 - Guidelines

a. Executive Committee: The Executive Committee shall consist of the President along with the Secretary and Treasurer. Other members may be included as determined by the President. This Committee shall exercise such powers of the Board as may be delegated to it by the Board.

b. Nominating Committee: The Nominating Committee shall consist of a minimum of 5 members. The Immediate Past President shall be one member, the Secretary shall be one member, and at least 3 other members that are members that have held membership for at least one year and do not hold office. Additional Committee members may be selected as desired by the President.

c. Other Standing Committees: The chair, makeup, and duties of the other Committees shall be determined by the President and Board of Directors.

ARTICLE IX - 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 these By-Laws, provided that a written notice of such proposed amendment has been given to each member of the Board at least two weeks prior to the meeting.

ARTICLE X - OFFICER'S BONDS

Section 1 - The Secretary and Treasurer may each be bonded in an amount set by the Board of Directors indemnifying the Section from loss.