

**BY-LAWS**  
**October, 2013 Edition**

**NORTH-CENTRAL NEW JERSEY SECTION**  
**AMERICAN SOCIETY OF HIGHWAY ENGINEERS**

**ARTICLE I**  
**Name, Location and Function**

- Section A. The name of this organization shall be the North-Central New Jersey Section of the American Society of Highway Engineers (ASHE). It is a member of the Northeast Region.
- Section B. The headquarters of this Section shall be established in the north-central area of New Jersey at a location that best serves the interest of the Section. Such location may be established at the discretion of the Board of Directors.
- Section C. This Section follows the rules and objectives of the National Constitution, the National By-Laws, the Section Operating Manual and those as defined by these Section By-Laws.
- Section D. The mission of this Section shall be: to support the Society and the Region and to cooperate with other Sections, Engineering Societies, Transportation Agencies, and Civic Associations in matters of mutual interest, to bring about a closer acquaintance and spirit of cooperation between engineers and others in the field of planning, design, construction and maintenance of highways, to advocate the registration of the members in their respective fields.
- Section E. The fiscal year of this Section shall begin on June 1 and end on May 31 of the following calendar year.

**ARTICLE II**  
**Membership**

- Section A. Membership in this Section shall consist of all persons who meet the membership requirements of any grade of the American Society of Highway Engineers, and whose dues are classified as current. Membership is not transferable or assignable to other members or non-members.
- Section B. The active membership shall consist of Members, Honorary Members, and Life Members, who have practiced or are now practicing in the highway industry or its allied fields. All members shall have a minimum of a high school education or its equivalent.

1. Honorary Membership shall be chosen only from those persons who are of acknowledged eminence in some branch of Engineering or the Arts and Sciences related thereto; or who have singularly advanced the interests of this Society. The approval and issuance of this classification of membership is reserved for the National Board of Directors.
2. Life Membership shall be granted to Section members who meet the following criteria:
  - a. Significant participation in ASHE functions, and either;
  - b. Minimum (65) years of age; and member of ASHE for (20) years.or
  - c. A member of ASHE for (25) years.

The National Assessment for Life Members is required for those granted before 1991; for those granted after 1991 it will be paid for by the Section and not the member.

Section C. Membership shall not be contingent upon race, creed, color, sex or national origin.

Section D. All applications for membership, regardless of classification, shall be Completed and include the current established application fees and sponsorship by a member of this Section. The application and fees shall then be transmitted to the Section Membership Committee Chair. The Chair shall present the application for approval by the Board of Directors. Approved applications shall be submitted by the Chair to the National Secretary with the current National registration and assessment portion of the application fee, and any Regional assessment processed to the Region. No annual assessment fee will be charged to those applications submitted in April and May. These applications will be submitted effective for the subsequent year starting June.

Section E. The Section Membership Committee Chair shall notify the applicant of their approval or rejection, and if approved, shall present the applicant with their certificate and pin at an appropriate meeting.

Section F. The Section Membership Committee Chair, in coordination with the Section Secretary, shall maintain a database of the membership, including all contact information, and shall notify the Board and the National Secretary of any changes.

Section G. The Section Membership Committee Chair shall process the required transfer forms for a member of the Section to the receiving Section. Any received transfers will be processed to the National Secretary.

Section H. Any member who resigned in good standing may return to their previous Section membership by a written request to the Membership Committee Chair, and payment of a full current year's dues and the National and Regional assessment fees. Section Membership Committee Chair will present this to the Board of Directors, and if approved, will process to the National Secretary.

Section I. Any member may be expelled by a vote of the Board of Directors. The affirmative votes of not less than 80% of the entire Board of Directors shall be required to expel. A member whose expulsion is being considered shall be notified by the Secretary, and shall be advised of the charges against him/her. If the individual desires, they may submit a defense, either in person or in writing, which shall be considered by the Board of Directors as a part of the expulsion procedure. Any member against whom such action is taken may, upon written application, appeal such action to the National Board of Directors. Such application must be presented within thirty days of notice of expulsion or it will not be considered. The action taken by the National Board of Directors shall be binding and final.

### **ARTICLE III**

#### **Dues**

Section A. The application fees and annual dues of members shall be determined by the Board of Directors and include the current registration and annual assessment fees established by the National Board of Directors, and assessment fees established by the Region.

Section B. The Section Membership Committee Chair shall give proper notice to the membership to ensure collection of the annual dues by August 1 of each year. Dues submitted after August 1 may be assessed a late fee to be determined by the Board of Directors. By September 15, and no later than October 1, the Section Membership Committee Chair shall submit to the National Secretary the names and amount of the respective assessment for those members that have submitted their dues for the coming fiscal year. National can charge a late fee for any Section submitting after the 10/1 due date.

Section C. Any current member not submitting their dues by August 1 shall be given past due notice(s) by the Section Membership Committee Chair and if the dues have not been submitted by the first meeting in September, the submittal of the annual assessment to the National Secretary shall note those members who are being dropped from the Section for the National Board of Directors to take further action.

Section D. A person who meets the Life Membership criteria shall be exempt from paying annual dues. National and Regional Assessments for Life Members are covered by the Section.

**ARTICLE IV**  
**Officers and Board of Directors**

Section A. The government of the Section shall be vested in the Board of Directors. The Board of Directors shall consist of the elected officers, the Past President as a Director, and a minimum of three (3) other elected Directors, including a Regional Director.

Section B. The elective officers of this Section shall be as follows: President, two Vice Presidents, Secretary, and Treasurer.

1. The President is the Chair of the Board of Directors and shall preside at all meetings and sign all official correspondence, checks, and vouchers. He/she shall appoint all standing and special committees and may discharge any committee for its failure to perform assigned duties. He/she shall be an ex-officio member of all committees. He/she is responsible to have the banner displayed at each meeting.
2. The First Vice President, in the absence of the President, shall perform the duties of the President. He/she is responsible for preparing an Agenda for each Board of Director's meeting.
3. The Second Vice President, in the absence of the President and First Vice President, shall perform the duties of the President. He/she is the Chair of the Nominating Committee.
4. The Secretary shall keep the records of the Section and conduct the correspondence. Records shall include status and addresses of all members of the Section in coordination with the Section Membership Committee Chair. He/she shall keep minutes of all meetings and see that all monies due the Section are collected and transferred to the Treasurer. He/she will send regular publications to the membership. He/she shall insure the banner is displayed at the National conference. He/she is an automatic member of the Nominating Committee. By 12/20 he/she will forward any CEU/PDH credits earned by a Section member that year to the National Secretary and/or National CEU Coordinator.
5. The Treasurer shall receive all monies and deposit same in a depository in the name of the Section. He/she shall pay all bills approved by the Board of Directors, shall maintain complete records of all financial transactions, and shall render financial reports required by the Board of Directors. All checks prepared by the Treasurer shall contain two (2) signatures: the Treasurer's and the President's. He/she shall Chair the Budget Committee. The following shall be submitted to the National Treasurer:
  - a. Year End Report and IRS Form 990 by June 15 (also provide copy of the Year End Report to National Secretary)
  - b. The Federal Identification Number (FIN) obtained for the account set up for the Section shall be submitted to the National Secretary and Treasurer, with the most current end-of-year balance.
  - c. Any submittal requirements requested by National.

- Section C. The description and duties of the Directors shall be as follows:
1. A Director shall provide guidance and advice regarding the Section's actions. The immediate past President shall become one of the Director; the other positions shall be by election. A Director may be on a Committee or Chair a Committee.
  2. The Regional Director shall be an elected Director who represents the Section and serves as the Section Representative on the Region Board of Directors.
- Section D. The terms of office for all elected officers shall be one (1) year, starting from the closure of the annual meeting, except that the Secretary and Treasurer will be elected for three (3) year terms. Directors shall serve a term of three (3) years. The President and the Vice Presidents can serve a maximum of two (2) consecutive terms in each respective office.
- Section E. A vacancy in the Board shall be filled by the Board of Directors for the remainder of the unexpired term.
- Section F. In case of disability, inability or neglect in the performance of duties, or other disqualifications of any Officer or Director, the Board of Directors shall have the power to declare the office vacant.

**ARTICLE V**  
**Meetings**

- Section A. The annual meeting of the Section shall be held in June unless otherwise established by the Board of Directors.
- Section B. The Section shall hold regular meetings for the members and for the Board as determined by the President and approved by the Board of Directors. The Board of Directors shall meet a minimum of four (4) times a year.
- Section C. The Secretary shall provide notice of the meetings to the full membership ten (10) days in advance of any meeting. Board members will notify the President and the Secretary in advance if they are unable to attend a meeting.
- Section D. Special meetings of the Board may be called by the President or at the discretion of the Board of Directors. The Section may participate in an annual Region Technical Seminar and is encouraged to hold joint meetings with other related professional organizations.
- Section E. The minimum number of members of the Board of Directors required to constitute a quorum for the transaction of business shall be six (6).
- Section F. Each member of the Board of Directors will be entitled to one (1) vote.
- Section G. The order of business for meetings of the Board of Directors shall be:
1. Call to Order, including welcome & introductory remarks
  2. Reading and approval of Previous Meeting minutes
  3. Secretary's Report
  4. Treasurer's Report
  5. President's Report
  6. Report of Committees
  7. "Unfinished" Business
  8. New Business
  9. Region Director's Report
  10. Next Board Meeting Information
  11. Adjournment
- Section H. The Secretary shall provide the Board of Directors with the draft minutes of the previous meetings at least one day in advance of the next meeting of the Board. The Secretary will send the approved minutes to the Board of Directors, the Section's National Director/Region President, and the National Secretary.

**ARTICLE VI**  
**Committees**

Section A. Prior to the September meeting, the President shall appoint a Chair for the following standing Committees, and any other Committees at the discretion of the President or the Board of Directors:

1. Membership
2. Communications
3. Program (submit a summary of the year's programs to the Secretary to forward to the National Secretary by July 1)
4. Project of the Year
5. Technical (a minimum one article and news item to National SCANNER Committee each year)
6. Nominating (2nd VP is automatic Chair, and the immediate Past President and Secretary are also members)
7. Golf Outing
8. Scholarship
9. Budget/Audit (Treasurer is automatic Chair)

Section B. The Committee Chair shall be responsible to recruit suitable representatives from the active membership to complete the duties of the Committee. A minimum of two other Committee members is recommended. The Committee Chair, and other members, are not considered Section Directors and shall not be entitled to vote on any matters before the Section Board. If the Chair, or committee representative, cannot attend a board meeting the Chair should provide the President and Secretary with an update of Committee actions in advance of the board meeting.

**ARTICLE VII**  
**Nomination & Election of Officers**

Section A. The Nominating Committee shall solicit nominees for election 120 days before the scheduled meeting at which elections will be held. Only Members in good standing and actively participating in the Section are eligible for Officers and Directors.

Section B. The Nominating Committee shall present a list of nominees for election at the Board meeting the month before the scheduled meeting at which elections will be held. The Secretary shall inform the membership of the list of nominees by insertion in the notice for that meeting.

Section C. Nominations by petition shall contain the signatures of at least ten (10) percent of the current members and shall be accompanied by a letter from the nominee accepting the nomination. Nominations by petition shall be filed with the Secretary not less than forty-five (45) days prior to the date scheduled for election. The Secretary shall forward these to the Nominating Committee.

- Section D. Elections of officers shall be held by vocal vote of the members present at regularly scheduled meeting prior to the installation of Officers and Directors at the annual meeting of the year, or other means as determined by the Board of Directors. Each member of the Section shall be entitled to one vote. No member shall sell their vote for money or anything of value.
- Section E. The Secretary shall send the list of the elected Officers and Directors, with their contact information, to the National Secretary by June 15.
- Section F. Nominations for National Officers and Board of Directors shall be submitted to the National Board of Directors by 10/1, or as requested by National.

### **ARTICLE VIII** **Amendments**

- Section A. These By-Laws may be amended by an affirmative vote of not less than two-thirds of the members of the Board of Directors present and voting at a regular meeting provided such amendments shall have been proposed at a previous meeting of the Section and transmitted for review by the Board of Directors. Amendments may also be voted upon by letter/email ballots.
- Section B. After amendments have been approved by the Board of Directors, they shall be submitted to the National Board Constitution/By-Laws Committee for final approval. The amendments will become effective upon such final approval by the National Board Committee or Directors.

### **ARTICLE IX** **Dissolution**

- Section A. This Section may be dissolved by the National Board of Directors by either a petition from this Section or for a cause. In the event of such dissolution, any remaining funds or other assts, together with official records and documents of the Section, after payment of all indebtedness, shall be turned over to the National Board of Directors and held in trust for use in the event of reorganization of the Section within a three (3) year period. If the Section is not reorganized within such period, the property will revert to the National Society.
- Section B. Members in good standing of the dissolved Section will be assigned to an active Section by the National Board of Directors.

Reference: National Constitution & Bylaws Committee Approval 10/3/13