

# **ASCE NJ SECTION BYLAWS**

## ARTICLE I. BYLAWS

Section 1. The Bylaws shall be for the guidance of the officers and members of the Section.

## ARTICLE II. NOMINATION AND ELECTION OF OFFICERS

### Section 1. Nomination of Officers

(a) Nominations of officers of the Section shall be made by a Nominating Committee.

(b) Nomination of Vice President.

(1) Branch Rotation. Selection of candidates for the office of Vice President from Branches shall be as follows or as altered in (c) below:

Years integrally divisible by three - North Branch

First following year - South Branch

Second following year - Central Branch

(c) The Vice President will automatically succeed to the position of President. If a Branch is unable to nominate a candidate for Vice President, the rotation continues and the position is offered to the next Branch in rotation. If this Branch is unable to nominate a candidate, the position is offered to the next Branch in rotation. The following year, the Branch having nominated the candidate for Vice President will relinquish its place in the rotation to the next Branch in rotation.

(d) Each Branch will be assigned one voting member. For the remaining six positions, voting representation of each Branch on the Section Board will be proportional to the relative population of each Branch within the Section. The number of positions allotted to each Branch shall be in proportion to the population of the full Section population (based upon assigned members in the ASCE membership list dated September 30 of the year prior to the election) multiplied by the number of positions, rounded to the nearest whole number. Any discrepancy will be resolved by apportioning the sixth position to the Branch with the greatest fraction above the (non-zero) whole number, or by removing a position from the Branch with the smallest fraction below the whole number.

(e) The Nominating Committee shall certify to the Secretary not later than February first its list of one or more candidates, who are Subscribing Members, for each Section office to be filled for the term beginning at the close of the next Annual Meeting, and shall secure the consent of

the nominees to serve if elected. The Secretary shall publicly announce this list in March of the year of the election.

## Section 2. Election of Officers

(a) During the first week in March, the Secretary shall send to each Subscribing Member of the Section a mail ballot containing the list of official nominees and a space for a write-in vote for another Subscribing Member candidate for each Section office to be filled. To be eligible, any write-in vote candidate must be from the same Branch as the official candidate and must notify the Secretary in writing before the close of the polls of a willingness to serve if elected.

(b) Signed mail or facsimile ballots are to be returned to the Secretary not later than the first Monday in April, at which time the polls shall be closed.

(c) The Tellers Committee, as appointed by the President, shall canvass the vote within seven days of the closing of the polls. The candidate receiving the highest vote cast for an office shall be declared elected. In the case of a tie vote, the names of the candidates who have tied for an office shall be placed on pieces of paper and folded. The member whose name is drawn blindly by the chair of the Tellers committee shall be declared elected when only one office is to be filled. Where offices for two or three Directors are to be filled, tied candidates may be declared elected to the extent of the vacancies to be filled.

(d) The results of the election shall be announced at once by the best available means.

Section 3. The Vice-President, at the Annual Meeting marking the completion of the term in that office, shall assume the office of President.

## Section 4. Selection of the District 1 Director

(a) The President of the Section shall inform the Branch Presidents of an opening for District 1 Director representing the State of New Jersey, no later than August 1 prior to the year of installation of the District 1 Director.

(b) The Branch Presidents shall submit name(s) and resumes of candidate(s) no later than September 1 to the Section Secretary.

(c) The Section Secretary shall forward the resumes of all candidates to the Section Board Members.

(d) If there is only one candidate for District 1 Director, the candidate shall be recommended to the District Caucus upon receiving a 65% majority Section Board vote.

(e) If more than one name is submitted, a special Board meeting will be held during the last week of October to recommend one candidate to the District Caucus.

(1) Each member of the Section Board shall carry one vote and not more than one written proxy. Voting shall be by secret ballot.

(2) The candidates shall be permitted to make a 10 minute presentation with one 5 minute nomination speech.

(3) If there are three or more candidates and no one candidate receives 65% or more of the Section Board vote on the first ballot, the candidate receiving the least number of votes on the first ballot shall be removed from the ballot and the voting repeated. In the event of a tie for second place during the first ballot, a runoff election for second place shall be decided by simple majority. This procedure shall be repeated until either one candidate receives a 65% majority, or there are only two candidates left and neither has received a 65% majority.

(4) If there are two candidates and no one candidate receives 65% or more of the Section board vote on the first ballot, up to two additional ballots shall be taken. If neither candidate receives a 65% majority by the final ballot, these two candidates shall be recommended to the District 1 Caucus.

### ARTICLE III. OFFICERS - VACATED POSITIONS, TERMS OF OFFICE

Section 1. A vacancy in the office of president shall be filled by the Vice-President. Other vacancies shall be filled for the unexpired term by majority vote of the Board of Directors.

Section 2. The Nominating Committee shall, as necessary, select one or more candidates, who are Subscribing Members, to fill vacancies in all elected offices of the Section due to death, resignation, or removal of residence from the New Jersey Section area as they may occur during a regular term of office and shall present its recommendations promptly to the Board of Directors of the Section whose majority vote shall elect the candidate. Candidates shall be from the same Branch as the vacating Officer or Director of the Section.

Section 3. The treasurer and directors may serve more than one consecutive term in the same office. The treasurer may serve up to six consecutive terms.

### ARTICLE IV. DUTIES OF OFFICERS

Section 1. The Board of Directors shall be the governing body of the Section as provided in the Constitution.

Section 2. The President shall act as the Chair of the Board of Directors. The President will be authorized to attend the Council of Presidents at the Annual Convention; shall represent the Section in National ASCE affairs; and will appoint representatives to Society activities such as the Management Conference, the District Council and the Zone I Caucus. Selection of representatives shall be made by the Section President and approved by the Section Board. The

Section President with advice from the Branches will make the selection of representatives in proportion to Branch representation on the Section Board.

Section 3. The Vice President shall act as the Chair of the Board of Directors in the absence of the President. The Vice President, if eligible, will be authorized to attend the Zone Management Conference. The Vice President shall chair the Communication Committee. The Vice President shall also perform such other duties assigned by the President or the Board of Directors.

Section 4. The Secretary shall be the custodian of the property of the Section, excepting funds invested or in a bank; shall keep the records of the Section and conduct its correspondence; shall attend all meetings of the Section and of the Board of Directors and prepare the business for such meetings and keep the minutes of them; and shall perform such other duties pertaining to the business of the Section as may be assigned by the President or the Board of Directors.

Section 5. The Treasurer shall have charge of the funds of the Section and shall deposit them in the name of the Section in a depository to be approved by the Board of Directors. The Treasurer shall pay all bills when approved by the President. All checks shall be drawn by the Treasurer and those in an amount of \$4,000.00 or more, except for checks payable to the Branches or the Scholarship Funds, shall be countersigned by the President. The Treasurer shall render statements of accounts, with vouchers for all payments, to the Board of Directors at such times as it may designate. The Treasurer shall prepare an annual report of all obligations and expenditures and a proposed budget for the succeeding year. The Treasurer shall monitor dues paid by members to National, receive funds from National and disburse funds to each subsidiary organization, in accordance with Article III. Dues and Contributions, Sections 3 and 4 of the Section Constitution.

Section 6. Before the Annual Meeting, and at the President's discretion at other times, an Audit Committee shall be appointed by the President who shall audit the accounts of the Treasurer.

#### ARTICLE V. BOARD OF DIRECTORS

Section 1. The government of the Section shall be vested in the Board of Directors.

Section 2. The Board of Directors shall set policy and have control of the assets, property and management of the Section. A majority vote of the directors present and constituting a quorum shall decide an issue.

Section 3. Five members of the Board, including the President or the Vice President in the absence of the President, shall constitute a quorum.

Section 4. The Board shall meet at the call of the president but not less than four (4) times per year.

## ARTICLE VI. MEETINGS

Section 1. Thirty subscribing members shall constitute a quorum for transacting business at a meeting of the Section.

Section 2. All business meetings of the Section and subsidiary organizations and meetings of the Board of Direction shall be governed by Robert's Rules of Order, Revised, except as provided in the Constitution and Bylaws.

## ARTICLE VII. SUBSIDIARY ORGANIZATIONS

Section 1. Formation of subsidiary organizations shall be subject to the approval of the New Jersey Section Board of Directors and such other requirements as may be established by the Society. Bylaws of subsidiary organizations shall be approved by the New Jersey Section Board and the ASCE Council of Vice Presidents before becoming effective.

Section 2. Subsidiary organizations may be, but are not limited to, branches, younger member groups, and technical groups. Names of subsidiary organizations shall be as set forth in the Rules of Policy and Procedure of the Society.

Section 3. The three branches of the Section currently include the following counties:

### NEW JERSEY SECTION ASCE

#### Composition of Branches

North	Central	South
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Sussex-N

HunterdonC

Burlington (west of Rte. 206)S

PassaicN

SomersetC

CamdenS

BergenN

MercerC

AtlanticS

WarrenN

MiddlesexC

SalemS

EssexN

MonmouthC

CumberlandS

HudsonN

OceanC

Cape MayS

UnionN

Burlington (east of Rte 206)C?

GloucesterS

MorrisN

The following requirements shall hold for future branches:

(a) Those proposing a new branch shall demonstrate in writing how it will be of advantage to members in the area to have a branch.

(b) A petition containing a minimum of 15 signatures of New Jersey Section Subscribing Members residing in the area shall be submitted to the Board of Directors.

(c) A proposed branch area shall contain a minimum potential of 50 members of the Society.

(d) A proposed branch must have distinct boundaries stated in the petition, preferably county lines, but postal zip code areas may be used if distinct advantages would result.

Section 4. Technical Groups may be created in accordance with the following requirements:

(a) Those proposing a Technical Group shall submit a statement to the Section Board of Directors with the name, objectives, first slate of officers, and brief comments on how it will be of advantage to members in the area to have a group.

(b) Not less than 20 Subscribing Members of the Section may form a group. Members may be from any one or all Branches of the Section.

(c) Approval must be obtained from the Section Board of Directors to activate the group.

Section 5. Younger Member Groups and other subsidiary organizations may be created under the procedure outlined in Section 4.

Section 6. Each subsidiary organization shall submit an annual budget and financial statement to the Board of Directors for approval and shall be funded by the Section as necessary and in accordance with current policy.

Section 7. Each subsidiary organization president or chair shall submit an annual written report to the Board of Directors on the activities and programs of the organization. The report shall include the subsidiary organization's activities for the twelve-month period ending September 30.

Section 8. Each subsidiary organization shall hold a minimum of two events per year. Any subsidiary organization that does not maintain the minimum activity for two successive years may be disbanded by a vote of the Section Board of Directors. Assets and/or debts of a disbanded subsidiary organization shall be assumed by the New Jersey Section.

#### ARTICLE VIII. COMMITTEES

Section 1. The President shall appoint the following standing committees for each year: Public Involvement, Awards, Legislative Affairs, Nominating, Communications, Tellers, Scholarship and Audit.

Section 2. The Nominating Committee shall be composed of the most recent active Past Presidents, plus two (2) subscribing members appointed by the President. The subscribing members are to be from the Branches not represented by the Past Presidents. The Past President shall be the Chair of the Nominating Committee. The President and Vice President may attend Nominating Committee meetings and participate without vote.

Section 3. The Tellers Committee shall be composed of three (3) subscribing members, one (1) from each Branch, to be appointed by the President. The President shall designate one (1) of the three (3) members as the Chair. The President and Vice President may attend Tellers Committee meetings.

Section 4. The remaining standing committees shall be composed of at least three (3) subscribing members, one (1) from each Branch, to be appointed by the President. The President shall designate one (1) of the three (3) committee members as the Chair of the committee.

Section 5. The President shall appoint task committees as are from time to time deemed necessary, but shall appoint a Committee on Section Constitution and Bylaws at least every five (5) years to review and update the Constitution and Bylaws.

#### ARTICLE IX. AMENDMENTS

Section 1. Bylaws may be amended only by the following procedure:

- (a) The proposed Bylaw or amendment shall be voted upon by the Section Board of Directors.
- (b) To become effective a proposed Bylaw or amendment shall receive an affirmative vote of not less than a two-thirds majority of the Section Board of Directors, present and voting, at two consecutive meetings and the approval of the ASCE Council of Vice Presidents.

#### RULES OF POLICY AND PROCEDURE.

##### ARTICLE I. MANAGEMENT

Section 1. Reimbursement for attendance at District 1 Council meetings will be authorized for the President, Vice President and immediate active Past President. Reimbursement for attendance at the Council of Presidents will be authorized for the President.

Section 2. Reimbursement Procedures. For authorized travel, costs incurred may be reimbursed subject to the following conditions:

(a) Transportation.

(1) The cost of transportation may be reimbursed in the actual amount expended for air, or train travel, but not in excess of one-class or coach airfare for the most direct route. All requests for reimbursement shall be made to the Section Treasurer and must be accompanied by original ticket stubs or receipts. When original receipts are not available, suitable explanation must be submitted to support the request for reimbursement.

(2) Reimbursement for cost incurred in use of private vehicles, or other alternate transportation mode, shall not exceed one-class or coach airfare for the most direct route. Mileage reimbursement shall not exceed the IRS allowable rate.



(b) Other Expenses. Except for major transportation, expenses incurred during attendance at authorized meetings, including lodging and local transportation to and from airports and depots, may be reimbursed on the basis of actual expense, not to exceed one-hundred fifty dollars (\$150.00) per day of authorized meeting if overnight lodging is required, or twenty-five dollars (\$25.00) per day of authorized meeting if lodging is not required, plus an amount not to exceed twenty dollars (\$20.00) per trip for miscellaneous expenses when air travel is involved. One (1) additional day of expenses, not to exceed one-hundred fifty dollars (\$150.00), may be requested if the resulting savings in airfare is equal to or greater than one-hundred fifty dollars (\$150.00).

## ARTICLE II. SUBSIDIARY ORGANIZATIONS

Section 1. Reports. Subsidiary organizations shall submit an annual report to the Section Secretary no later than October 30 for inclusion in the Sections' Annual Report.

## ARTICLE III. MEETINGS

Section 1. Rules of Order. All business meetings of the Section, Committees and its Subsidiary Organizations shall be governed by the rules contained in Robert's Rules of Order Revised in all cases to which these rules are applicable and in which such rules are not inconsistent with the Constitution, Bylaws, or special rules of the Section.

## ARTICLE IV. AMENDMENTS

Section 1. The Rules of Policy and Procedure may be amended at any meeting of the Board of Directors, a quorum being present, by a majority vote of those present.