

**BYLAWS OF THE  
ASSOCIATION FOR BRIDGE CONSTRUCTION AND DESIGN  
NORTHEAST OHIO**

These bylaws are subject to the Constitution for Association for Bridge Construction and Design Northeast Ohio.

**ARTICLE I**

NAME AND LOCATION

1. The name of this organization is: Association for Bridge Construction and Design Northeast Ohio.

**ARTICLE II**

CHAPTERS

1. The association shall be governed by an Executive Board, together with a Board of Directors, who collectively shall be known as the Association Officers, subject to the constitution and these bylaws.
2. Each regional chapter shall use the association's name in conjunction with a regional name, which shall not be adopted without prior consent of the Association Officers.
3. Subject to the prior approval of the Association Officers, each regional chapter shall adopt a constitution and bylaws, which are consistent with those herein and in compliance with local statutory requirements.

**ARTICLE III**

MEMBERSHIP, ADMISSION, AND SEPARATION

1. Election to membership in each class is entrusted to the Association Officers and their determination is final.
2. Any person or party desirous of membership shall submit a written application with payment expressing his interest in obtaining membership. ~~Said request shall be submitted to the secretary for action~~.
3. ~~Each applicant shall be promptly notified by the secretary of their acceptance or rejection to membership.~~
4. The classes of membership available shall be as follows:
  - A. Voting Class
    - (i) Individual memberships, which shall be restricted to real persons.
  - B. Non-voting class
    - (i) Honorary memberships, which shall be restricted to real persons.
    - (ii) Such other sub-classes as the Board of Directors may authorize from time to time.
    - (iii) Corporate membership shall be delegated a non-voting class.
5. Any member of a voting class whose dues are delinquent as specified hereafter shall automatically lose his voting privileges.
6. Any voting member whose dues are not received is delinquent as specified hereafter and shall have their name stricken from the membership roll.
7. Any person whose name has been stricken from the membership roll due to non-payment of dues shall be entitled to reinstatement upon payment of dues for the current fiscal year.
8. A member may resign by submitting written notice to the Secretary and they may reinstate their former membership by written request to the Secretary and resubmission of dues for the current fiscal year.

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<#>Such other sub-classes as the Association Officers may authorize from time to time.¶

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- Any member may be expelled for cause by the Association Officers with an affirmative vote of not less than a quorum of its members. A member whose expulsion is being considered shall be notified by the secretary by reinstated mail and shall be advised of the cause of such action. Any member against whom such action is taken may, upon written application, appeal to the Association Officers either in person or in writing within 30 days of said notice of expulsion. Final action taken by the Association Officers, however, shall be binding.

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#### ARTICLE IV

##### DUES AND FINANCES

- The Association Offices shall, by majority vote, establish the dues for each class of membership: such dues fees shall be reviewed each year at the annual meeting.
- ~~The full amount of the dues shall be due and payable immediately upon submittal of application for membership to the secretary.~~
- ~~Annual dues, in the amount determined by the Association Officers, shall be due January 1 and payable on or before January 31 of each fiscal year.~~
- ~~Any member whose dues are not received on or before February 1 of each year shall automatically be declared delinquent.~~
- Each member shall be advised of any change in dues or initiation fees for the fiscal year.
- The fiscal year for the association shall be January 1 thru December 31.
- All disbursements shall be made only with the approval of the Association Officers.
- Each authorized disbursement shall be signed by designated members of the Association Officers. The Association Officers shall designate a minimum of two Association Officers to sign authorized disbursements.

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#### ARTICLE V

##### MANAGEMENT

- The administrative power and functions of the association shall be vested in the president, vice-president, secretary, and treasurer, thereafter called the Executive Board, together with a Board of Directors, subject to the constitution and these bylaws.
- The president shall make an annual report at the last annual meeting of the fiscal year, delivering therewith the annual report of the secretary and an annual audited statement from the treasurer, in addition to such other reports as the Association Officers deem necessary.
- The Board of Directors may delegate any of all of its day-to-day business activities to the President.
- The president, together with the Association Officers, shall have the authority to establish such additional committees as he deems necessary and advisable in the execution of the association's purposes.

#### ARTICLE VI

##### BOARD OF DIRECTORS, OFFICERS, COMMITTEES, AND MEETINGS

- The president, together with the Association Officers, shall be the sole judge of the qualifications of its members and shall have the authority to fill vacancies arising in its own membership, subject to the constitution and these bylaws.
- The president, together with the Association Officers, shall have sole charge of the interests and activities of the association. They shall act in all matters concerning the business and financial interests of the association and, in the discharge of their duties,

shall have the power, subject to the constitution and these bylaws, to execute any measures necessary to achieve the association's purpose.

3. The president shall preside over the Executive Board and Board of Directors. The president shall preside at all meetings of the Board of Directors and of the Executive Board, and shall be an ex-officio member of all other committees.
4. In the absence of the president, the vice-president shall preside in their place.
5. The secretary shall attend all meetings and record the proceedings thereof. The secretary shall have custody of all official records and documents and conduct all correspondence for the association.
6. The treasurer shall receive all monies and deposit same in the name of the association, in a depository approved by the Association Officers and shall keep accurate records of all such transactions.
7. The Executive Committee shall consist of the president, vice-president, the secretary, and the treasurer.
8. The Membership Committee shall consist of at least four members, the chairman of which shall be appointed by the Association Officers and the remaining Members shall be chosen by the chairman thereof.
9. The annual meeting of members shall be held in May on a day selected by the Association Officers.
10. The annual meeting of the Association Officers shall be held as soon as practicable after the annual meeting of the association's members.
11. In addition to the annual meetings, the Association Office(r-sic)s shall meet at least twice during each fiscal year and will call at least four general meetings of the association's members.
12. The president or any three board members may call special meetings of the Association Officers upon not less than three days' prior notice.
13. No business may be conducted at any meeting of the Association Officers unless a quorum of officers is present.

## ARTICLE VII

### ELECTION OF OFFICERS

1. Nominees to the officers of the vice-president, secretary, and treasurer and to the Board of Directors shall be restricted to voting members in good standing.
2. The incumbent vice-president will ascend to the office of president for the next fiscal year to provide a continuity of management.
3. The outgoing president will then serve as adviser to the Association Officers for the next fiscal year in an "Ex-Officio" capacity.
4. The initial Board of Directors shall be established in the following manner:
  - A. Two directors shall be elected to a term of one year;
  - B. Two directors shall be elected to a term of two years;
  - C. Two directors shall be elected to a term of three years;
  - D. Two directors shall be elected each subsequent year thereafter to serve a term of three years.
5. Sixty days prior to the May annual meeting, the Association Officers shall nominate two candidates for the new board of directors, each to serve for a term of three years. At least 15 days prior to the May annual meeting, the secretary shall mail a ballot to all voting members containing the names of the official nominees with provisions for additional write-in votes by the membership.
6. To be eligible to be counted, such ballots must be received by the secretary on or before the May annual meeting.

7. Two persons receiving the greatest number of votes at the May annual meeting shall be declared Directors. In the event of tie votes, the winners shall be determined by lottery.
8. The secretary shall prepare and mail to all members a general announcement of the newly elected vice-president, secretary, treasurer, and the new Board of Directors.

#### ARTICLE VIII

##### PUBLICATION AND EMBLEMS

1. The association may publish notices and announcements to the members related to association affairs, which shall be deemed to be official notice to all members of the association with regard to their content.
2. Upon review and acceptance by the association officers any and all papers and other documents submitted by members may be officially published by the association.
3. An official logo may be adopted by the association and used on the association's correspondence, membership cards, pins and such other items as the Association Officers deem necessary or advisable.

#### ARTICLE IX

##### ORDER OF BUSINESS

1. The order of business for meetings of the Association Officers shall be:
  - A. Call to order by the president
  - B. Reading of minutes of previous meeting and Secretary's report.
  - C. Treasurer's report.
  - D. Reading of communication and presentation of bills.
  - E. Report of members of the Association Officers and invitees.
  - F. Report of committees.
  - G. Unfinished business.
  - H. New business.
  - I. Program (where applicable).
  - J. Adjournment (establish new meeting date).

**Deleted: ARTICLE X¶  
BOND¶**

<#>The president, secretary, and treasurer shall each provide a fidelity bond in an amount determined by the Association Offices at the annual May meeting in accordance with the financial conditions of the association, indemnifying the association from loss. The premium for said bonds shall be paid by the Association.¶  
<#>Certification that such fidelity bonds have been provided for these officers shall be furnished to the board at the next meeting thereof, with continuation in office by the president, the secretary, and the treasurer to be contingent upon such certification.¶