



***Institute of Transportation Engineers – Mid Colonial District (D2)***

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***BYLAWS - As Amended, November 21, 2007***

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**Article I - Membership**

Section 1.1 - Membership of the District shall consist of those Institute members specified in Section 3.1 of the District Charter.

Section 1.2 - The District membership grade of any member shall be the same as that member's grade in the Institute.

Section 1.3 - Fellows, Members, and Associate Members shall be equally entitled to all privileges of the District excepting that only Fellows and Members shall be eligible to hold office as District - International Director. Affiliate Members and Student Members shall enjoy all privileges of membership except the right to vote and to hold office.

**Article II - Meetings**

Section 2.1 - Regular meetings of the District shall be held as determined by the District Board, but not less than one meeting a year shall be held. The Board may call a special meeting when conditions justify. No action affecting the District shall be taken at any special meeting, however, unless at least 20 days written notice concerning the matter has been sent to the membership.

Section 2.2 - The Annual Meeting of the District shall be held in the spring of each year at a time and place designated by the District Board. In the event the Annual International ITE Meeting is held in the District, the Annual Meeting of the District may be held in conjunction with the International Meeting.

Section 2.3 - A report of the financial condition of the District shall be made by the Secretary-Treasurer at the Annual Meeting. Committee reports and reports by the President may be made at any meeting.

Section 2.4 - Meetings of the District Board shall be held as determined by the President. At least two meetings shall be held each year.

Section 2.5 - At a meeting of the District twenty voting members shall constitute a quorum. Four members of the District Board shall constitute a quorum for meetings of the Board.

### **Article III - Government**

Section 3.1 - The President shall preside at meetings of the District and meetings of the District Board; provided however that when the President is unable to do so, the Vice-President shall preside and discharge the duties of the President.

Section 3.2 - At all meetings of the District Board, all questions shall be decided by a majority of votes.

Section 3.3 - The Secretary-Treasurer shall typically sign all checks disbursing District funds, but in the absence of the Secretary-Treasurer, either the President or Vice President may sign checks disbursing District funds.

Section 3.4 - The Officers shall perform all duties and have all powers assigned to them by the District Charter, these Bylaws or by the District Board and shall in general perform such duties and have such powers as are incident to similar offices in similar organizations.

Section 3.5 - Pursuant to Article V Section 1 of the Constitution of the Institute the President of the District, with approval of the District Board, annually shall designate from among the District membership a voting member for appointments to the Institute's Nominating Committee.

### **Article IV - Nomination and Election of Officers and District Board**

Section 4.1 - The officers of the District shall include a President, a Vice-President, and a Secretary-Treasurer. The District Board shall consist of the officers, the immediate past President, the District International Director(s) and one Section Representative from each Section chartered by the District.

Section 4.2 - No more than two officers shall serve from any one Section at any one time.

Section 4.3 - Officers of the District shall be elected by October 1 and assume office on January 1 following their election for a term of one year or until their successors are elected and qualified.

Section 4.4 - One Representative to the District Board shall be elected by each Section from among its membership who is a voting member of the Institute.

Section 4.5 - Pursuant to Articles IV and V of the Constitution of the Institute and Section 4.4 of the District Charter one or more District International Directors shall be elected for a term of three years to begin on January 1 following the election. The number of International Director(s) to be elected shall be determined by the Institute. Election of any International Director shall be held during the final year of the term of the Director(s) then serving and shall be announced at least 15 days before the Institute's Annual Meeting.

Section 4.6 - In the event of a vacancy occurring in the office of President, the unexpired term shall be filled by the Vice-President. In the event of a vacancy occurring in the office of Vice-President or Secretary-Treasurer, the District Board shall elect by majority vote a member to fill the unexpired term.

Section 4.7 - In the event of a vacancy occurring in the office of Section Representative, the Executive Board of that Section may designate a qualified member to fill the unexpired term. If the Section Executive Board fails to act within 60 days or at the request of the Section Executive Board, the District Board shall elect by majority vote a qualified member of that Section to fill the unexpired term.

Section 4.8 - In the event of the inability of the past-President to serve, the office shall be filled in turn by the next most recent past-President still resident within the District.

Section 4.9 - No member shall occupy the same elective office of President, Vice-President, or Secretary-Treasurer for more than two consecutive terms.

Section 4.10 - No member shall occupy simultaneously more than one office on the District board.

Section 4.11 - The Nominating Committee shall nominate one or more qualified candidates for each of the offices of President, Vice-President, Secretary-Treasurer. They also shall nominate one or more qualified candidates for each office of District International Director(s) during those years when International Director(s) is to be elected. Written consent to hold office must be received from each person nominated. The Nominating Committee shall transmit its list of nominees to the Secretary-Treasurer not later than July 1 of each year.

Section 4.12 - Not later than July 20 of each year the Secretary-Treasurer shall send to District membership the list of candidates nominated by the Nominating Committee. Additional nominations for any office may be made by petition, signed by not less than ten voting members of the District and providing further that the petition must be signed by at least three voting members of each Section chartered by the District. Each such petition shall be accompanied by the written consent of the nominee to run for the office, and must be received by the Secretary-Treasurer not later than the date specified in the announcement from the Nominating Committee; such date shall provide a minimum of 21 days for submission of the petition. No member may be a candidate on the ballot for more than one position.

Section 4.13 - No later than September 7 of each year the Secretary-Treasurer shall send to each eligible voter a final ballot, listing the candidates nominated for officers and also for the District International Director(s) if the latter position is to be filled. Voting shall be conducted by secret ballot. Final ballots returned by eligible voters to the Secretary-Treasurer on or before the date specified in the ballot shall be counted by a tellers committee. In case of any tie vote, the successful candidate will be selected by drawing lots.

Section 4.14 – Results of the election shall be forwarded to the general membership by the Secretary-Treasurer within 2 weeks of the final selections.

### **Article V - Fees, Dues and Assessments**

Section 5.1 - Entrance fees, transfer fees and annual dues shall be established by the District Board.

Section 5.2 - Annual dues may not be increased by more than five dollars in any year without a majority affirmative vote of the members voting. Voting shall be conducted by secret ballot in accordance with the provisions of Article VII of these Bylaws.

Section 5.3 - Special assessments proposed by the Board shall be submitted to the membership for approval. Approval shall be by a majority affirmative vote of the members voting. Voting shall be conducted by secret ballot in accordance with the provisions of Article VII of these Bylaws.

Section 5.4 - The District Board shall not establish Section or Student Chapter fees or dues.

Section 5.5 - Annual dues shall be payable on January 1 of each year to be collected by the Institute. District dues, entrance fees of new members, and transfer fees shall be payable to the Institute at the time of payment of Institute dues and fees. Dues of new members shall be prorated at the same ratio as Institute dues.

Section 5.6 - Any member whose dues are more than six months in arrears shall lose the right to vote and to hold office. Extension of the time for payments of Institute dues and for application of penalties by the Institute shall constitute a similar extension by the District.

### **Article VI - Committees**

Section 6.1 - The President shall appoint annually, but no later than March 1, a Nominating Committee of at least three voting members. No more than two-thirds of the committee shall be from any one section.

Section 6.2 – The President shall appoint annually from the voting membership a Teller Committee of at least three members, no more than two-thirds of whom shall be from any one Section.

Section 6.3 – The President or the District Board may create and appoint such other committees as may be desirable and appropriate.

## **Article VII - Voting and Voting Eligibility**

Section 7.1 - Voting for Officers; District International Director(s); increased dues, when required; assessments; amendments to these Bylaws; petitions to amend the District Charter; and other matters so designated by the District Board shall be by secret ballot.

Section 7.2 - When secret ballots are required, ballots shall be sent to eligible voters of the District, either through regular mail or through electronic means. Ballots or a summary of voting results shall be returned to the Secretary-Treasurer. Balloting methods shall ensure that the eligibility of the voter can be checked, while also ensuring the confidentiality of the voter to the extent possible.

## **Article VIII - Amendments**

Section 8.1 - Proposals to amend these Bylaws or to petition amendments to the Charter may be made by resolution of the District Board or by written petition signed by not less than twenty voting members including at least three voting members from each Section chartered by the District.

Section 8.2 - Proposed amendments to these Bylaws and petitions for amendments to the Charter shall be submitted by letter or by electronic means to the voting membership and shall be on the order of business of the next meeting of the District occurring not less than thirty days subsequently. Such amendments or petitions may be amended, by majority vote of the eligible members present and voting at the meeting, in any manner pertinent to the original amendment or petition. The amendments or petitions, as amended, shall be submitted to the voting membership by secret ballot within thirty days of the meeting and counted within thirty days following such submission. Pursuant to Section 4.7 of the District Charter, amendments to the Bylaws take effect thirty days after being filed with the Institute.

Section 8.3 - An affirmative vote of two thirds of the members voting shall be necessary for the adoption of any amendments to the Bylaws, for petitions to amend the District Charter, and for other matters which affect the relationship of the District to the Institute.

Section 8.4 - Any amendment to the Bylaws or petition to amend the District Charter approved by the membership shall be submitted to the Board of Direction of the Institute by the Secretary-Treasurer within thirty days of its approval.