

# **INSTITUTE OF TRANSPORTATION ENGINEERS**

## **PUERTO RICO SECTION BYLAWS**

(As approved by the District 10 Board of Direction on January 21, 2005 and amended by the District 10 Board of Direction on May 4, 2011)

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### **ARTICLE I – MEMBERSHIP**

#### Section 1.1

Admission of Institute Members of any grade to membership in the Section shall be initiated by application from such members.

#### Section 1.2

Persons in the area of the Section who fall into one of the following classifications may be affiliated with the Section as Section Affiliates:

- Technical – Persons engaged in professional transportation engineering work that are in the process of accumulating experience toward Institute membership; Persons engaged in sub-professional transportation engineering work; and Professionals in related fields that be virtue of stature or official position are in a position to contribute to the work of transportation engineers and who are members of another professional society.
- Commercial – Persons engaged in commerce or industry that come into frequent contact with transportation engineers and who thus have an interest in the profession and are in a position to work with and assist transportation engineers.
- Student – engineering students in a recognized engineering school.

#### Section 1.3

All applications and nominations for Section Affiliate membership for persons who are not Institute members shall include as reference the names of not less than three persons to whom the candidate is personally known. At least one of the references shall be member of the Institute and two references can be members of a recognized Engineering Society or a person of recognized engineering reputation.

#### Section 1.4

All applications and nominations for membership in the Section shall be transmitted to the Section in the format provided by the Section and shall be submitted to the Membership Chairman of the Section.

#### Section 1.5

Upon application and payment of required entrance fees and dues, Institute members of any grade shall be enrolled in the Section.

#### Section 1.6

The Section Membership Chairman shall process the applications and nominations for any Section Affiliate, including securing confidential reports from the applicant's or nominees experience record. The confidential reports of the references, together with the Section Membership Chairman's recommendation, will be forwarded to the Puerto Rico Section Board of Direction (Section Board) for final action.

#### Section 1.7

Election of Section Affiliate members shall be by vote of the Section Board. An affirmative vote of the Section Board present shall be required for election.

### **ARTICLE II – RESIGNATION AND EXPULSION**

#### Section 2.1

Any Member of the Section may resign by written communication to the Section Board. If and when all of the resigning member's financial obligations have been satisfied, his resignation will be accepted.

#### Section 2.2

Any member of the Section shall forfeit his connection with the Section if their dues or special assessments become in arrears as provided for in Section 3.3 of these Bylaws.

#### Section 2.3

Any Section member who, by reason of any change in their occupation or profession, shall cease to be in contact regularly and frequently with transportation engineers, or who advertises, uses or attempts to use their membership in the Section in any manner whatsoever with intent to derive personal gains from, shall forfeit their membership in the Section without prejudice. In such cases, the Membership Chairman shall submit the member's name to the Section Board who shall then direct that this member be dropped from the Section.

#### Section 2.4

The Section Membership Committee shall annually review the qualifications of members who are not Institute members. As soon as any Section member meets minimum qualifications for Institute membership, that member shall be encouraged to apply for such membership.

#### Section 2.5

The Section Board shall consider the expulsion of any Section Affiliate if

(a) Upon information coming to its notice; (b) Upon the written request of five (5) or more Institute members; or (c) Upon recommendation by the Section Membership Committee that for the cause set forth, a person belonging to the Section should be expelled. If the circumstances appear to warrant further action, the Section Board shall notify the member by letter of the charges against them, and on the date on which the charges will be considered. The accused, may, if they desire, present a defense, either in person or writing, on the date set forth in the letter. The final action of the Section Board shall be taken at its next meeting. In case of expulsion, the Membership Chairman shall immediately notify the person by letter. There is an expectation to keep these proceedings confidential to protect the accused if found guilty.

#### Section 2.6

In case such charges are brought against an Institute member, the Membership Chairman shall immediately submit a full report to the Board of Direction of the Institute and the Section will take no further action, except at the request of the Institute Board of Direction.

### **ARTICLE III – FEES and DUES**

#### Section 3.1

The Section Board shall establish fees and annuals dues of the Section. Annual dues shall not be increased by more than ten percent in any year without a majority vote of the voting membership.

#### Section 3.2

Annual dues for all members shall be billed and payable at the beginning of the fiscal year, which shall be January 1<sup>st</sup>. Annual dues for Institute members may be billed through the Institute billing system. Dues collected at anytime during the fiscal year shall be for the full annual amount. Entrance fees and dues of new members shall be payable on election.

### Section 3.3

Any Institute member of the Section whose dues are more than six months in arrears (dating from the beginning of the fiscal year) shall lose the right to vote. The Treasurer shall notify these Institute members when their dues become six months in arrears. Any member of the Section whose dues have not been paid by June 30<sup>th</sup> of the current year and year immediately proceeding shall forfeit their membership in the Section. In such cases, the Treasurer shall submit the member's name to the Section Board who shall then direct that this member be dropped from the Section. The Section Board may, for a cause deemed by it to be sufficient, extend the time for payment and for application of these penalties.

### Section 3.4

Special assessments may be made by the affirmative vote of two thirds of the voting members at any regular Section meeting, provided that the total number of votes shall not be less than twenty percent of the membership eligible to vote.

## **ARTICLE IV – GOVERNMENT**

### Section 4.1

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

### Section 4.2

The Section Board shall establish policies for the operation of the Section in conformity with the provisions of the Institute's Constitution, the District's Charter and the Section's Charter.

### Section 4.3

The Section Board shall consist of the following, each of which shall be a voting member of the Section Board:

Section 4.3.1: The Section President. The Section President shall be elected annually for a term of one year, commencing on January 1<sup>st</sup>.

Section 4.3.2: The Section Vice-President: The Section Vice President shall be elected annually for a term of one year, commencing on January 1<sup>st</sup>.

Section 4.3.3: The Section Secretary: The Section Secretary shall be elected annually for a term of one year, commencing on January 1<sup>st</sup>.

Section 4.3.4: The Section Treasurer: The Section Treasurer shall be elected annually for a term of one year, commencing on January 1<sup>st</sup>.

Section 4.3.5: Past President: The Past President of the Section shall hold office for a period of one year, commencing on the January 1<sup>st</sup> immediately following their term as Section President.

#### Section 4.4

The Section Board shall appoint a representative to the District 10 Board of Direction each year. The Section Representative can serve a maximum of two consecutive one-year terms, each term starting on January 1<sup>st</sup>. The Section Board shall appoint the Section Representative by no later than December 15<sup>th</sup> in the year immediately preceding the commencement of the Section Representative's term on the District 10 Board. If the Section Representative position becomes vacant, the Section President shall appoint a member to complete the term of office. The Section Representative shall have achieved a membership grade of Fellow or Member in the Institute.

#### Section 4.5

In the event of a vacancy occurring in the office of Section President, the Section Vice-President shall fill the remainder of the President's term. In the event of a vacancy occurring in the office of Section Vice-President, or Section Secretary, or Section Treasurer, the Section Board shall appoint within sixty days a Section member to fill the position for the remainder of the term.

#### Section 4.6

Fellows and members of the Institute are eligible to hold any office in the Section. Honorary members are eligible to hold any office in the Section except President or Vice President. Institute or Section Affiliates are not eligible to hold any office in the Section Board.

#### Section 4.7

The Section President shall preside over meetings of the Section Board. In the absence of the Section President, the Section Vice-President shall carry out the duties of the Section President. If both the Section President and Section Vice-President are absent, the Section Board will appoint a Section Board member to preside over the meeting.

#### Section 4.8

By no later than February 15<sup>th</sup> of each year, the Section President shall appoint a Section Nominations Committee, Section Awards Committee and Section Membership Committee. The Nominations Committee and the Section Membership Committee shall consist of three Institute members of membership grade Member or Fellow. The Section Awards Committee shall consist of three persons, with at least two being Institute members of membership grade Member or Fellow. The Section President may appoint other committees as necessary. The committee presidents must be Institute members of membership grade Fellow or Member. The District President shall be an ex-officio member of all committees except the Nominations Committee.

#### Section 4.9

The fiscal year of the Section shall be the same as the fiscal year of the District.

#### Section 4.10

The Section Board shall establish a budget each year.

#### Section 4.11

The Section Board shall report the names and addresses of its officers and the beginning and ending dates of their term of offices to the District Board within 30 days after their election or appointment.

#### Section 4.12

The Section Board is authorized to issue and revoke charters for Chapters within the Section. The effective date for any new Chapter shall be as stated in the charter. If a charter for a Chapter is under consideration for revocation, the Chapter President must be notified in writing of the contemplated action a minimum of thirty days prior to the meeting when the Section Board will discuss the revocation. The Chapter President has the right to appear before the Board and discuss the proposed revocation. If a charter is revoked, the revocation date is at the discretion of the Section Board.

#### Section 4.13

The Section Board is authorized to enter into contracts with individuals/firms for the handling and processing of routine duties the Section is responsible for. The District Board shall approve the responsibilities, term, qualifications and compensation package of any individual/firm the Section contracts with for services.

## **ARTICLE V – NOMINATION AND ELECTION OF OFFICERS**

### Section 5.1

The Nominations Committee shall nominate one or more candidates for each office that is up for election. Written consent to hold office must be received from each person nominated. The Nominations Committee shall transmit its list of nominees to the Section Secretary no later than one hundred and twenty days prior to the election.

### Section 5.2

Not later than ninety days prior to any Section election, the Section Secretary shall transmit the list of candidates nominated by the Nominations Committee to the membership. Additional nominations for any office shall be made by petition, signed by not less than five members. Each petition shall be accompanied by the written consent of the nominee to run for the office nominated and must be received by the Section Secretary not later than sixty days prior to the election. No member may be a candidate for more than one office.

### Section 5.3

Not later than thirty days prior to the election, the Section Secretary shall transmit to each eligible voter a final ballot, listing the candidates nominated for office. Returned ballots will be transmitted to the Section Secretary. A Canvassing Committee consisting of three members appointed by the Section President shall count the ballots received from eligible voters. The candidate receiving the highest number of votes for each office shall be declared elected. In the case of a tie vote, the Section Board shall choose the successful candidate from among those tied.

## **ARTICLE VI – VOTING AND VOTING ELIGIBILITY**

### Section 6.1

Any member of the Institute in good standing, excluding those classified as Section Affiliates, shall have voting privileges in the Section if records at Institute Headquarters indicate that they reside in the Section area.

### Section 6.2

Voting for Section officers, for amendments to these Bylaws and for petitions to amend the Section Charter shall be by secret ballot.

### Section 6.3

Whenever a secret ballot is required, all eligible voters shall be sent a ballot accompanied by a blank envelope and a pre-addressed return envelope. The name of the eligible voter shall be pre-labeled on the back of the return envelope. Those qualified to vote shall mark their selection on the ballot, seal the ballot in the blank envelope and insert the blank envelope inside the return envelope. Ballots shall be canvassed as described in Section 5.3.

### Section 6.4

If state law and Institute policy permit electronic balloting, the Section Board shall establish procedures for electronic elections in the Section.

## **ARTICLE VII – MEETINGS**

### Section 7.1

There shall be a minimum of two meetings of Section each year, one of which shall be the Annual Meeting. The Section Board shall set the date, time and place of regular Section meetings. Notice of regular Section meetings shall be transmitted to the membership at least thirty days prior to the meeting.

### Section 7.2

The Section Board shall meet in conjunction with each regular meeting of the Section. Other meetings of the Section Board shall be called by the Section President, as he or she deems necessary or upon receipt of a petition signed by a majority of the other members of the Section Board. The notice of a Section Board meeting shall be transmitted to the membership at least fifteen days prior of any called meetings of the Section Board.

### Section 7.3

Official transaction of business at any Section Board meeting requires a majority of the voting members of the Section Board. The affirmative vote of a majority of the Board members in attendance shall be necessary to take action. The Section Board can utilize video and/or telephone conferencing technology to conduct Board meetings.

### Section 7.4

When unusual or unexpected conditions arise, the Section President may call an emergency meeting of the Section Board. An emergency meeting requires that all Board members be notified at least three days in advance. Either the Section President or Vice-President must preside over an emergency Section Board meeting. The Section Board



can use technologies such as emails and/or telephone or video conference calls for transacting business at emergency Section Board meetings.

## **ARTICLE VIII – AMENDMENTS**

### Section 8.1

Proposals to amend these Bylaws or the Charter may be made by resolution of the Section Board or by written petition of at least five percent of the voting members of the Section.

### Section 8.2

Proposals to amend these Bylaws shall be transmitted to all Section members who are qualified to vote. The voting shall be by secret ballot. Ballots returned within thirty days shall be canvassed in the manner set forth in Section 5.3. The majority of those voting shall prevail.

### Section 8.3

The Bylaws of the Section shall not take effect until filed with the District 10 Board of Direction. At any time thereafter, the District Board of Direction may amend any part of the Section's bylaws which it considers to be contrary to the constitution, bylaws or best interests of the Institute by giving written notice to the elected officers of the Section.

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