

SOUTHERN SECTION
INSTITUTE OF TRANSPORTATION ENGINEERS

DIVISION CHARTER

ARTICLE I – PREAMBLE

SECTION 1.1 As authorized by the Charter and Bylaws of the Southern Section Institute of Transportation Engineers, hereinafter referred to as the Section, the Executive Board of the Section, as recorded in minutes of its meeting on December 8, 1972 grants this Charter for a DIVISION of the SECTION, hereinafter referred to as the Section.

SECTION 1.2 This Charter shall be effective beginning January 1, 1973 and shall remain in effect including any amendments until rescinded by the Executive Board of the Section.

SECTION 1.3 This Charter shall, on the date it becomes effective, supersede any previous constitution of a Division enrolling members from the designated area and shall annul any bylaws of such a Division which may be in conflict with it.

ARTICLE II – NAME AND OBJECT

SECTION 2.1 This Division shall be named the ALABAMA DIVISION SOUTHERN SECTION OF THE INSTITUTE FOR TRANSPORTATION ENGINEERS.

SECTION 2.2 The function of this Division shall be the furtherance of the objectives of the Institute, to encourage members to participate in traffic and transportation matters on the local level, to assist and encourage sub professionals responsible for traffic and transportation functions to affiliate with members of such and organization, to conduct technical programs relating to traffic and transportation problems encountered in smaller cities, to cooperate with other professional groups on matters of common interest, to assist in the professional development of individual members and sub professional affiliates, to develop ways and means to advance the traffic engineering profession on the local level through technical papers, short courses and through traffic engineering instruction at technical schools, to assist lawmakers at all levels to promulgate laws favorable to traffic safety, and to encourage affiliates not yet qualified for membership in the Institute to work toward that accomplishment.

ARTICLE III – MEMBERSHIP

SECTION 3.1 Any Section **MEMBER** shall be eligible for membership in the Division, and shall automatically become a **MEMBER** of the Division upon filing an appropriate application with the Secretary-Treasurer of the Division and upon payment of Division fees and dues.

SECTION 3.2 The Division may adopt one of more types of Division affiliation for persons who are not **MEMBERS** of the Section, but who are accumulating experience toward Institute membership, or who are in sub professional work in traffic or transportation, or who are enrolled as a student in a graduate or undergraduate school of recognized standing, or who are

professionally engaged in related fields, or who are in a position to cooperate with **MEMBERS** of the Division by virtue of official positions or commercial employment.

SECTION 3.3 The Division shall establish the manner in which persons may apply for or be invited into Division membership or affiliation as well as the manner in which such membership or affiliation may be terminated, but no restrictions on Division membership shall be placed on any **MEMBER** of the Section who is in good standing with the Institute and Section other than is stated in paragraphs 3.1 and 3.4.

SECTION 3.4 **MEMBERS** of the Section shall be entitled to all the privileges of the Section, except that only Division **MEMBERS** who reside in the area designated for the Division may serve as officers.

SECTION 3.5 Affiliates shall be entitled to all the privileges of the Division except that they may not vote on any matter other than the election of an Affiliate Director who shall be an ex officio nonvoting member of the Division Board of Directors.

SECTION 3.6 Divisions shall not have a membership grade of Honorary Member.

ARTICLE IV – GOVERNMENT

SECTION 4.1 The government of the Division shall be vested in its elected officers and directors, who shall constitute a Board of Directors, as provided in the Bylaws of the Division.

SECTION 4.2 The Division Board of Directors shall manage the affairs of the Division in conformity with the provisions of this Charter and Bylaws of the Division and the policies of the Institute and Section.

SECTION 4.3 Bylaws of the Division shall provide the manner of nominating and electing officers and directors of the Division and shall specify their terms of office.

SECTION 4.4 The Division shall adopt Bylaws to govern appointment of committees, number and time of meetings, assessment of fees and dues, method of amending Bylaws and other such matters as the Division may desire, provided such Bylaws do not conflict with this Charter, the Section Charter of Bylaws, of the Constitution of the Institute, or Institute or Section policy.

SECTION 4.5 Bylaws of the Division may be adopted or amended after adoption only if the proposition is submitted in writing to all voting members of the Division at least thirty (30) days in advance of the meeting at which action is proposed. Adoption or amendment shall require a two-thirds affirmative vote by those voting, provided that the total number voting is not less than a majority of the voting membership of the Division.

SECTION 4.6 Bylaws of the Division shall not take effect until filed with the Section Executive Board. At any time thereafter the Section Executive Board may annul any part of the Division's

Bylaws which it considers to be contrary to the Section Charter or Bylaws, or best interests of the Section by giving notice in writing to the elected officers of the Division.

ARTICLE V – RELATION OF DIVISION TO SECTION

SECTION 5.1 The Division shall not assume to speak for the Section unless authorized in the particular matter in question by the Section Executive Board.

SECTION 5.2 The Division shall not identify itself with national groups or organizations, but may identify itself with local or area-wide groups or organizations.

SECTION 5.3 Names and addresses of all elected officers of the Division and the dates on which the terms of each begins and expires shall be reported in writing to the Section Secretary-Treasurer within thirty (30) days after election.

SECTION 5.4 The Division shall submit a written annual report to the Section Secretary-Treasurer thirty (30) days in advance of the Section Annual Business Meeting. The report shall include a summary of the Division's activities for the previous year and a current roster of the Division's active membership showing the status of each person affiliated with the Division. If necessary, the Section Executive Board can specify other items to be included in the report.

SECTION 5.5 All Division publications (such as Newsletters, Technical Papers, Announcements of Technical Programs, etc.) shall be distributed to the Section Executive Board and the editor of the Section Newsletter.

SECTION 5.6 The Section will not be responsible for debts contracted by the Division nor will it give financial assistance to the Division. No dues or fees will be required to be paid by the Division to the Section.

ARTICLE VI – AMENDMENT OF CHARTER

SECTION 6.1 The Division's elected officers will be notified in writing by the Section Executive Board of any proposed amendment to this Charter so that the Division may have any opportunity for a hearing before the Section Executive Board concerning the proposed amendment. The amendment with or without change shall become effective six (6) months after such notification.

SECTION 6.2 The Division may petition the Section Executive Board to amend this Charter. The Section Executive Board will act on the petition at its next scheduled meeting and thus initiate the procedure described in Section 6.1 of this Charter, giving the Section an opportunity for a hearing if the petition is denied.

Subscribed for the Executive Board of the
SOUTHERN SECTION INSTITUTE OF TRANSPORTATION ENGINEERS
Charles R. Miller, Jr. Secretary-Treasurer
January 1, 1973

INSTITUTE OF TRANSPORTATION ENGINEERS SECTION CHARTER

ARTICLE I – PREAMBLE

Section 1.1 As authorized by the Constitution of the INSTITUTE OF TRANSPORTATION ENGINEERS, INC., hereinafter referred to as the Institute, District V, hereinafter referred to as the District, as recorded in the minutes of the District Board meeting on December 2, 1988, and as approved by the Board of Direction of the Institute as recorded in the minutes of its meeting on January 10, 1989, grants this Charter for the ALABAMA SECTION of the Institute, hereinafter referred to as the Section.

Section 1.2 This Charter shall be effective upon Institute approval and shall remain in effect, including any amendments until rescinded by the District Board.

Section 1.3 This Charter shall, on the date it becomes effective, supersede any previous charter or constitution of a Section enrolling members from the designated area and shall annul any by-laws of such a Section which may be in conflict with it.

ARTICLE II – AREA AND PURPOSE

Section 2.1 The area designated as that of this section shall be the State of Alabama, or as the area shall be established from time to time by the District Board or as the area shall be established from time to time as an outcome of amendments to the area designated by the District Board of Direction of the Institute, as described in the attachment(s) hereto.

Section 2.2 The purpose of this Section shall be to:

- 1) Advance the objectives of the Institute;
- 2) Foster closer association of the Institute members;
- 3) Encourage members to prepare or discuss papers;
- 4) Prepare suggestions on matters of policy to the Board of Direction of the Institute;
- 5) Consider local transportation and traffic engineering related problems;
- 6) Cooperate with other local engineering groups on matters of common interest;
- 7) Present the transportation and traffic engineering point of view consistent with established Institute policies;
- 8) Encourage the introduction of transportation and traffic engineering courses in colleges, universities, and technical schools in the Section.

ARTICLE III – MEMBERSHIP

Section 3.1 Any Institute member who resides within the area designated for the Section, and who is in good standing with the District, shall be a member of the Section.

Section 3.2 Any Institute member may become a member of the Section, without residing in the Section area, upon approval of the Section Executive Board and upon payment of Section fees and dues.

Section 3.3 This Section may adopt one or more types of Section affiliation for persons who are either:

- 1) Not eligible to be voting members of the Institute but who are accumulating experience toward Institute membership;
- 2) In sub-professional work in transportation or traffic engineering;
- 3) Students in a recognized engineering school;
- 4) Professionally engaged in related fields; or
- 5) In a position to work with and assist transportation or traffic engineers by virtue of official positions or commercial employment.

Section 3.4 All persons who are affiliated with the Section as provided in Section 3.3 shall be clearly identified as “Section Affiliates” and not as members of the Section. The Section Executive Board shall submit the names and addresses of all “Section Affiliates” to the Institute prior to February 1 of each year.

Section 3.5 The Section by-laws shall establish the manner in which persons may apply for or be invited into the Section membership or affiliation as well as the manner in which such membership or affiliation may be terminated, but no restrictions on Section membership shall be placed on any voting member of the Institute other than those stated in Section 3.1 and 3.2.

Section 3.6 Members of the Section shall be entitled to the privileges of the Section specified in the Section by-laws. Student members of the Institute and Institute Affiliate members may not vote or hold elective office in the Section. Section Affiliates shall be entitled to the privileges of the Section and may vote and/or hold elective office in the Section as specifically provided in the Section by-laws.

ARTICLE IV – GOVERNMENT

Section 4.1 The government of the Section shall be vested in Elective Officers and Directors, who shall constitute and Executive Board. The Section by-laws shall specify the Elective officers and Directors of the Section provided that the Elective Officers shall include a president, at least one vice president, a secretary and a treasurer or a secretary-treasurer.

Section 4.2 The Executive Board of the Section shall manage the affairs of the Section in conformity with the provisions of this Charter, the by-laws of the Section, the policies of the Institute, and the policies of the Board of Direction of the Institute.

- Section 4.3** The Section shall adopt by-laws setting forth the structure of the Executive Board and providing the manner of nominating, electing or appointing Elective Officers and Directors of the Section and specifying their terms of office.
- Section 4.4** The Section shall also adopt by-laws to govern appointment of committees, number and times of meetings, assessment of fee and dues, method of amending by-laws, and such other matters as the Section may desire, provided such by-laws do not conflict with this Charter, the District Charter, the Constitution of the Institute, the policies of the Institute, or the policies of the Board of Direction of the Institute.
- Section 4.5** The by-laws of the Section may be adopted, and amended after adoption, only if the proposition is submitted in writing to all voting members of the Section at least thirty (30) days in advance of the date on which action is proposed. Adoption and amendment shall require an affirmative two-thirds vote of those voting. Section by-laws shall be filed with the District Board and the Institute within thirty (30) days after adoption or amendment and shall take effect upon being filed with the District Board.
- Section 4.6** At any time the District Board may annul any part of the Section by-laws which it considers to be contrary to the Section Charter, the District Charter, the Constitution of the Institute or the best interests of the District or the Institute, by giving notice in writing to the Section Executive Board.
- Section 4.7** The Section Executive Board may charter subsections to meet specific needs within its boundaries upon written request of at least five members of the Section residing in the proposed subsection area. Subsections shall adopt by-laws that are not inconsistent with the subsection Charter or the Section Charter. Subsection by-laws shall be filed within thirty (30) days of adoption or amendment and shall take effect upon being filed with the Section Executive Board. The Section Executive Board may rescind a subsection Charter by giving notice in writing to the subsection.

ARTICLE V – RELATION OF SECTION TO DISTRICT AND INSTITUTE

- Section 5.1** The Section shall not speak for the District or the Institute unless authorized in the particular matter by the District Board or the Board of Direction of the Institute, respectively.
- Section 5.2** The Section shall not identify itself with national groups or organizations but may identify itself with local or area-wide groups or organizations.
- Section 5.3** Names and addresses of Elective Officers and Directors of the Section and the dates on which the term of each begins and expires shall be reported in writing by

the Section Executive Board to the District Board, to the District Director(s), and to the Institute within thirty (30) days after election or appointment.

Section 5.4 The Section Executive Board shall submit a written annual report to the District Board prior to January 15 of each year. The report shall include a summary of the Section's activities for the previous year.

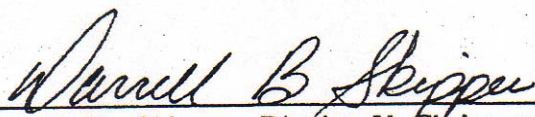
Section 5.5 The District and the Institute will not be responsible for debts contracted by the Section. The Institute will not give financial assistance to the Section. The District shall remit to the Section that portion, specified in the District by-laws, of the District dues and fees of resident Section members (as described in Section 3.1), collected by the Institute and remitted to the District. No dues or fees will be required to be paid by the Section to the Institute or the District.

ARTICLE VI – AMENDMENT OF CHARTER

Section 6.1 The District Board may amend or rescind this Charter. The Section Executive Board will be notified in writing by the District Board of any proposed amendment to, or rescission of, this Charter so that the Section may have an opportunity for a hearing before the District Board concerning the proposed amendment or rescission. An amendment, with or without change, shall be submitted by the District Board to the Board of Direction of the Institute for approval. Rescission or the approved amendment shall become effective on the date determined by the District Board.

Section 6.2 The Section Executive Board may petition the District Board to amend this Charter. The District Board shall meet and act on the petition within six (6) months of its receipt. If the petition is approved, the District Board shall then petition the Board of Direction of the Institute for approval of the proposed amendment. The Board of Direction of the Institute shall act on this petition in the same manner as provided for amending the District Charter. Amendments to the Section Charter initiated by petition from the Section Executive Board shall become effective upon approval by the Board of Direction of the Institute.

SUBSCRIBED FOR THE DISTRICT BOARD OF DISTRICT V
OF THE
INSTITUTE OF TRANSPORTATION ENGINEERS



Darrell B. Skipper, District V Chairperson

January 1, 1989

ALABAMA DIVISION
SOUTHERN SECTION OF THE
INSTITUTE OF TRANSPORTATION ENGINEERS
BYLAWS

ARTICLE I - NAME, LOCATION, AND SCOPE

SECTION 1.1 The Alabama Division Southern Section of the Institute of Transportation Engineers, hereinafter referred to as the division, was created on December 8, 1972 by the Southern Section of the institute of Transportation Engineers, hereinafter referred to as the Section, under its charter and bylaws.

SECTION 1.2 The geographic boundary of the Division is the same as the State of Alabama. The Division may maintain a headquarters office at such place as may be designated by the Board of Directors.

SECTION 1.3 Transportation engineering is the application of technology and scientific principles to the planning, functional design, operation and management of facilities for any mode of transportation in order to provide for safe, rapid, comfortable, convenient, economical and environmentally compatible movement of people and goods.

SECTION 1.4 Traffic Engineering is that phase of transportation engineering which deals with the planning, geometric design and traffic operations of roads, streets and highways, their networks, terminals, abutting lands and relationships with other modes of transportation.

ARTICLE II – MEMBERSHIP

SECTION 2.1 Membership in the Division shall consist of two grades: **MEMBERS** and Affiliates.

SECTION 2.2 Admission to **MEMBER** grade will be granted in accordance with the Division Charter.

SECTION 2.3 Affiliates and Student Membership of the Southern Section Institution of Transportation engineers are eligible as Affiliates of the Division upon filing an appropriate application with the Division Secretary-Treasurer and upon payment of dues. Any other application for Affiliate membership must be made to the Division Secretary-Treasurer and the applicant must furnish the names of at least three **MEMBERS** of the Southern Section of the Institute of Transportation Engineers to whom he is personally known for reference. Such applicants shall have at least one of the following qualifications:

- a) Engineers in the transportation engineering profession who lack sufficient experience for Institute of Transportation Engineers membership or who are in the process of applying for such membership;
- b) Persons engaged in sub professional transportation engineering work;
- c) Students registered in an engineering curriculum in an accredited engineering school;

- d) Professionals and officials in related fields who by virtue of official position are in a position to contribute to the work of transportation engineering;
- e) Persons engaged in commerce or industry who come in 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.

ARTICLE III - RESIGNATION AND EXPULSION

SECTION 3.1 Any **MEMBER** or Affiliate may resign from the Division by written communication to the Board. Resignation in good standing will be accepted only if the Division dues have been paid.

SECTION 3.2 Any **MEMBER** of Affiliate whose Division dues are more than one year in arrears shall be dropped from Division affiliation by the Board. The unpaid dues shall become an obligation to be paid before the delinquent can be restored to good standing in the Division.

SECTION 3.3 Any **MEMBER** whose Section membership has been forfeited shall also forfeit membership in the Division and will be eligible to reapply for membership in the Division only if reinstated to membership in the Section.

SECTION 3.4 Any Affiliate who, by reason of change in occupation or profession, shall cease to be in contact regularly and frequently with traffic engineers or the transportation engineering profession shall forfeit affiliation with the Division without prejudice.

SECTION 3.5 The Membership Committee shall annually review the qualifications of Affiliates. As soon as Affiliates meet minimum qualifications for Institute membership they shall be encouraged to apply for such membership.

SECTION 3.6 The Board shall consider disciplinary action, which may include expulsion, suspension or admonition of any Affiliate upon:

- a) notification of due cause;
- b) notification of use or attempted use of Division Section affiliation for personal gain;
- c) written request of five or more **MEMBERS** that, for cause set forth, an Affiliate be disciplined.

ARTICLE IV – OFFICERS

SECTION 4.1 The elective officers of the Division shall be a President, a Vice President, a Secretary-Treasurer, and one or more Section Representatives.

SECTION 4.2 Nomination and election of officers.

- a) Terms of all elective officers shall be one year or until their successors are certified. No **MEMBER** shall occupy the office of President for more than two consecutive years.

- b) Nomination for office shall be made by a Nominating Committee appointed for that purpose.
- c) At least 90 days before the Annual Meeting, the President shall appoint a Nominating Committee chaired by the Immediate Past President and composed of at least two other **MEMBERS**. The Nominating Committee shall select one or more candidates for each office and shall report their recommendations for each office to the Secretary-Treasurer at least 60 days before the Annual Meeting. No nominee shall be included in the official list unless the Nominating Committee has obtained the nominee's consent to run for the office for which nominated. At least 45 days before the Annual Meeting, the Secretary-Treasurer shall send to the Members the list of candidates nominated by the Nominating Committee. Additional nominations may be presented to the Secretary-Treasurer at least 30 days before the Annual Meeting by petition signed by at least four **MEMBERS** and accompanying consent of the candidate to run for the office named in the petition.
- d) Not later than 20 days prior to the Annual Meeting, the Secretary-Treasurer shall send to each member a final ballot listing the candidates nominated for office. Final ballots returned to the Secretary-Treasurer before the election of officers at the Annual Meeting shall be canvassed at the Annual Meeting by three (3) tellers appointed by the presiding officer. The candidate receiving the highest number of votes for each office shall be declared elected. In case of a tie vote, the presiding officer shall select the successful candidate.

SECTION 4.3 Section officers or members of the Board of Directors may be removed for due cause. Actions constituting due cause are illustrated by, but not restricted to, the following: abuse of authority, moral turpitude and dereliction of duty.

The membership may by written petition to the Board of Directors concisely stating the alleged due cause upon which the action is based, initiate a vote to recall one or more of the officers or members of the Board. The petitioners must include at least 20 percent of the eligible voters. Upon receipt of such petition, the Board shall immediately furnish a copy of the petition to the named individual and shall, no sooner than 30 days and not later than 60 days, submit the following question, accompanied by a copy of the petition, to each eligible voter for vote by secret ballot:

"Shall name be removed as an officer
(Board member) of the Alabama Division of the
Institute of Transportation Engineers?"

The highest ranking Board member not specifically named in the recall petition shall appoint a tellers committee of three Division **MEMBERS**, chaired by a Past President. All completed ballots shall be mailed directly to the chair of the tellers committee. Within 30 days of the date of balloting, the chair of the tellers committee shall notify the Board and each eligible voting member of the Division in writing of the results of the vote.

Should the affirmative carry a majority and if at least 50 percent of the eligible voters cast ballots, the petition shall be upheld and the officer or Board member shall be removed as of the date of the written report of the chair of the tellers committee. Replacement of the removed officer or Board member shall be as specified elsewhere in the Bylaws

SECTION 4.4 The Affiliate Director shall be elected by the affiliates of the Division.

SECTION 4.5 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 other elective offices or Board positions, the remaining Board members shall select an appropriate member to fill the unexpired terms.

ARTICLE V – GOVERNMENT

SECTION 5.1 The government of the organization shall be vested in a Board of Directors consisting of the President (Chair), Vice President, Secretary-Treasurer, Section Representative, Immediate Past President, Affiliate Director, and Assistant Affiliate Director. The affiliate representatives shall be nonvoting members.

SECTION 5.2 The President shall appoint chairs and members of such committees as is deemed necessary and shall serve as an ex officio member of all committees except the Nominating Committee. The number of Affiliates appointed to any committee shall be less than a majority of the membership of such a committee.

SECTION 5.3 The membership may, by written petition to the Board of Directors, initiate a vote to determine if any action of the Board shall be rescinded. The petitioners must include at least 20 percent of the eligible voters. Upon receipt of such petition, the petitioned action shall be suspended and within 30 days the following question shall be submitted to each eligible voter for vote by secret ballot:

"Should the following action of the Alabama Division Board
of Directors be upheld?"

(statement of specific action)

Should the negative carry a majority and at least 50 percent of the eligible voters cast ballots, the petitioned action shall be rescinded; otherwise, the suspension shall be lifted.

A tellers committee shall be appointed by the President. The chair of this committee shall report the results of the balloting to the membership in writing.

SECTION 5.4 The Board of Directors is empowered to establish and maintain standard operating procedures for conducting the business of the Division. All such procedures shall be in writing and available for inspection by **MEMBERS** or Affiliates of the Division. Procedures may be established or modified by a majority vote of Board members at any regularly scheduled meeting

of the Board. Standard operating procedures shall not be in violation of the Bylaws. Once established, they shall be used as guides for the actions of the Board and the Division.

ARTICLE VI - MEETINGS OF THE DIVISION

SECTION 6.1 An Annual Meeting of the Alabama Section shall be held each year. The exact date shall be set by the Board. Other meetings may be held at the discretion of the Board. Meeting places shall be determined by the majority vote of the membership at the Annual Meeting except that the Board may designate the place for any special meetings. Regular meetings will be conducted at least three (3) times per year.

SECTION 6.2 In the absence of specified rules, **Roberts Rules of Order, Newly Revised** shall prevail at Division meetings.

ARTICLE VII - ENTRANCE FEES AND DUES

SECTION 7.1 No entrance fee will be required.

SECTION 7.2 Annual dues of the Section shall be established by the Board. Annual dues shall not be increased by more than \$1.00 in any year without a majority vote of the voting membership. Such dues shall become payable at the time of the Annual Meeting.

SECTION 7.3 Any **MEMBER** or Affiliate whose dues are more than six months in arrears shall lose the right to vote.

SECTION 7.4 Special assessments may be made by mail ballot upon an affirmative vote of a majority of the **MEMBERS**.

ARTICLE VIII - VOTING AND VOTING ELIGIBILITY

SECTION 8.1 Voting for officers, amendments to these Bylaws, petitions to amend the Charter, petitions to rescind an action of the Board, petitions to remove an officer or Board member and other matters which affect the relationship of the Division to the Institute shall be by secret ballot.

SECTION 8.2 When such secret ballot is required, ballots shall be sent to voters, accompanied by a blank envelope and an envelope addressed to the Secretary-Treasurer or tellers committee chair, as provided in Sections 4.3 and 5.3. Those qualified to vote shall indicate their selections on the ballot, seal it in the blank envelope and insert that envelope in the one addressed to the Secretary-Treasurer or tellers committee chair. The voters shall affix their signatures across the back of the addressed envelope. Before the ballots are canvassed, the names on the outside of the envelopes shall be checked against a list of the eligible voters and the blank envelope containing the ballots cast by eligible voters separated from all others.

ARTICLE IX – AMENDMENTS

SECTION 9.1 Proposals to amend these Bylaws or petition for amendment of the Charter may be made by resolution of the Board or by written petition signed by at least five (5) **MEMBERS**.

SECTION 9.2 Proposed amendments to these Bylaws shall be processed in accordance with the Division Charter.

ARTICLE X - FUNCTIONAL ORGANIZATIONS

SECTION 10.1 A functional organization may be established with membership composed of corporations, partnerships, associations and other business entities working in or related to the field of transportation or traffic engineering upon written request signed by at least five (5) **MEMBERS** or Affiliates of the Division. The written request shall be accompanied by preliminary bylaws adopted by the requesting members. Upon approval of the bylaws by the Division Board, a charter will be issued.

SECTION 10.2 Membership in a functional organization shall be granted by the organization's Executive Board at its discretion upon receipt of an application in a form approved by the Division Board. Membership may be canceled at any time by the Division Board or the organization's Executive Board for cause. Membership representatives must be members of the Division.

SECTION 10.3 Members of a functional organization shall pay an annual fee set by the organization's Executive Board. Funds so received shall be used to advance technical work and for special projects developed by the organization.

SECTION 10.4 A functional organization may amend its bylaws to be effective when approved by the Division Board, elect officers, hold meetings, adopt and enforce a code of ethics for its members, collect and disburse funds, and carry on other such activities as are authorized in its bylaws. A functional organization shall not speak for the Division on any matter unless specifically authorized by the Division Board.

SECTION 10.5 A functional organization shall select a representative to serve with the Division Board. This representative shall have all privileges and responsibilities of a member thereof, except the right to vote.

SECTION 10.6 The Section will not be responsible for debts contracted by, nor will it give financial assistance to, a functional organization. No dues or fees will be required to be paid by a functional organization to the Division.

Adopted: August 7, 1986

**ALABAMA SECTION
DISTRICT 5 OF THE
INSTITUTE OF TRANSPORTATION ENGINEERS**

BYLAWS

Amended June 10, 1988

ARTICLE I - NAME, LOCATION, AND SCOPE

SECTION 1.1 The Alabama Division Southern Section of the Institute of Transportation Engineers was created on December 8, 1972 by the Southern Section of the Institute of Transportation Engineers under its charter and bylaws.

SECTION 1.2 On January 1, 1989, the Alabama Division was elevated to the status of Alabama Section of District 5 of the Institute of Transportation Engineers, hereinafter referred to as the Section, upon approval of a petition to District 5 of the Institute of Transportation Engineers, hereinafter referred to as the District.

SECTION 1.3 The geographic boundary of the Section is the same as the State of Alabama. The Section may maintain a headquarters office at such place as may be designated by the Board of Directors.

SECTION 1.4 Transportation Engineering is the application of technology and scientific principles to the planning, functional design, operation and management of facilities for any mode of transportation in order to provide for safe, rapid, comfortable, convenient, economical and environmentally compatible movement of people and goods.

SECTION 1.5 Traffic Engineering is that phase of transportation engineering which deals with the planning, geometric design and traffic operations of roads, streets and highways, their networks, abutting lands and relationships with other modes of transportation.

ARTICLE II - MEMBERSHIP

SECTION 2.1 Membership in the Section shall consist of two grades: **MEMBER** and Affiliate.

SECTION 2.2 Admission to **MEMBER** grade will be granted in accordance with the Section Charter.

SECTION 2.3 Affiliates and Student Membership District 5 Institute of Transportation Engineers are eligible as Affiliates of the Section upon filing an appropriate application with the Section Secretary-Treasurer and upon payment of dues.

Any other application for Affiliate membership must be made to the Section Secretary-Treasurer and the applicant must furnish the names of at least three MEMBERS of District 5 of the Institute of Transportation Engineers to whom he is personally known for reference. Such applicants shall have at least one of the following qualifications:

- a) Engineers in the transportation engineering profession who lack sufficient experience for Institute of Transportation Engineers membership or who are in the process of applying for such membership;
- b) Persons engaged in sub professional transportation engineering work;
- c) Students registered in an engineering curriculum in an accredited engineering school;
- d) Professionals and officials in related fields who by virtue of official position are in a position to contribute to the work of transportation engineering;
- e) Persons engaged in commerce or industry who come in 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.

ARTICLE III - RESIGNATION AND EXPULSION

SECTION 3.1 Any MEMBER or Affiliate may resign from the Section by written communication to the Board. Resignation in good standing will be accepted only if the Section dues have been paid.

SECTION 3.2 Any MEMBER or Affiliate whose Section dues are more than one year in arrears shall be dropped from Section affiliation by the Board. The unpaid dues shall become an obligation to be paid before the delinquent can be restored to good standing in the Section.

SECTION 3.3 Any MEMBER whose District membership has been forfeited shall also forfeit membership in the Section and will be eligible to reapply for membership in the Section only if reinstated to membership in the District.

SECTION 3.4 Any Affiliate who, by reason of change in occupation or profession, shall cease to be in contact regularly and frequently with traffic engineers or the transportation engineering profession shall forfeit affiliation with the Section without prejudice.

SECTION 3.5 The Membership Committee shall annually review the qualifications of Affiliates. As soon as Affiliates meet minimum qualifications for Institute membership they shall be encouraged to apply for such membership.

SECTION 3.6 The Board shall consider disciplinary action, which may include expulsion, suspension or admonition of any Affiliate upon:

- a) notification of due cause;
- b) notification of use or attempted use of Division Section affiliation for personal gain;
- c) written request of five or more MEMBERS that, for cause set forth, an Affiliate be disciplined.

ARTICLE IV - OFFICERS

SECTION 4.1 The elective officers of the Section shall be a President, a Vice President, a Secretary-Treasurer, and one or more Section Representatives

SECTION 4.2 Nomination and election of officers.

- a) Terms of all elective officers shall be one year or until their successors are certified. No **MEMBER** shall occupy the office of President for more than two consecutive years.
- b) Nomination for office shall be made by a Nominating Committee appointed for that purpose.
- c) At least 90 days before the Annual Meeting, the President shall appoint a Nominating Committee chaired by the Immediate Past President and composed of at least two other **MEMBERS**. The Nominating Committee shall select one or more candidates for each office and shall report their recommendations for each office to the Secretary-Treasurer at least 60 days before the Annual Meeting. No nominee shall be included in the official list unless the Nominating Committee has obtained the nominee's consent to run for the office for which nominated. At least 45 days before the Annual Meeting, the Secretary-Treasurer shall email to the **MEMBERS** the list of candidates Nominated by the Nominating Committee. Any member without access to email may request the Secretary/Treasurer to mail them a hardcopy list of candidates. Additional nominations may be presented to the Secretary-Treasurer at least 30 days before the Annual Meeting by petition signed by at least four **MEMBERS** and accompanying consent of the candidate to run for the office named in the petition.
- d) The Board shall vote to conduct the election of officers in one of the follow manners:
 - 1. Not later than 20 days prior to the Annual Meeting, the Secretary-Treasurer shall send to each member a final ballot listing the candidates nominated for office. Final ballots returned to the Secretary-Treasurer before the election of officers at the Annual

Meeting shall be canvassed at the Annual Meeting by three (3) tellers appointed by the presiding officer. The candidate receiving the highest number of votes for each office shall be declared elected. In case of a tie vote, the presiding officer shall select the successful candidate.

2. Not less than 20 day prior to the Annual Meeting, the Secretary/Treasurer, with the assistance of the Website Committee Chairperson, shall establish and maintain a webpage to allow members in good standing to cast their secret vote for officers online. Any member without access to email may request the Secretary/Treasurer to mail them a hardcopy final ballot. Any hardcopy final ballots returned to the Secretary-Treasurer before the election of officers at the Annual Meeting and any vote cast online before the election of officers at the Annual Meeting shall be canvassed at the Annual Meeting by three (3) tellers appointed by the presiding officer. Returned hardcopy ballots and ballots cast online shall be totaled. The candidate receiving the highest number of votes for each office shall be declared elected. In case of a tie vote, the presiding officer shall select the successful candidate.

SECTION 4.3 Section officers or members of the Board of Directors may be removed for due cause. Actions constituting due cause are illustrated by, but not restricted to, the following: abuse of authority, moral turpitude and dereliction of duty.

The membership may by written petition to the Board of Directors concisely stating the alleged due cause upon which the action is based, initiate a vote to recall one or more of the officers or members of the Board. The petitioners must include at least 20 percent of the eligible voters. Upon receipt of such petition, the Board shall immediately furnish a copy of the petition to the named individual and shall, no sooner than 30 days and not later than 60 days, submit the following question, accompanied by a copy of the petition, to each eligible voter for vote by secret ballot:

"Shall name be removed as an officer
(Board member) of the Alabama Section of the
Institute of Transportation Engineers?"

Voting shall be in accordance with Section 8.1.

The highest ranking Board member not specifically named in the recall petition shall appoint a tellers committee of three Section **MEMBERS**, chaired by a Past President. All completed ballots shall be mailed directly to

the chair of the tellers committee. Within 30 days of the date of balloting, the chair of the tellers committee shall notify the Board and each eligible voting member of the Section in writing of the results of the vote. Should the affirmative carry a majority and if at least 50 percent of the eligible voters cast ballots, the petition shall be upheld and the officer or Board member shall be removed as of the date of the written report of the chair of the tellers committee. Replacement of the removed officer or Board member shall be as specified elsewhere in the Bylaws.

SECTION 4.4 Section Representatives shall represent the Section on the District Board. Their number, length of term and date of office are as specified in the District Bylaws.

SECTION 4.5 The Affiliate Director and Assistant Affiliate Director shall be elected by the Affiliates of the Section.

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 other elective offices or Board positions, the remaining Board members shall select an appropriate member to fill the unexpired terms.

ARTICLE V - GOVERNMENT

SECTION 5.1 The government of the organization shall be vested in a Board of Directors consisting of the President (Chair), Vice President, Secretary-Treasurer, Section Representative, Immediate Past President, Affiliate Director, and Assistant Affiliate Director. The affiliate representatives shall be nonvoting members.

SECTION 5.2 The President shall appoint chairs and members of such committees as is deemed necessary and shall serve as an ex officio member of all committees except the Nominating Committee. The number of Affiliates appointed to any committee shall be less than a majority of the membership of such a committee.

SECTION 5.3 The membership may, by written petition to the Board of Directors, initiate a vote to determine if any action of the Board shall be rescinded. The petitioners must include at least 20 percent of the eligible voters. Upon receipt of such petition, the petitioned action shall be suspended and within 30 days the following question shall be submitted to each eligible voter for vote by secret ballot:

"Should the following action of the Alabama Section Board
of Directors be upheld?"
(statement of specific action)

Voting shall be in accordance with Section 8.1.

Should the negative carry a majority and at least 50 percent of the eligible voters cast ballots, the petitioned action shall be rescinded; otherwise, the suspension shall be lifted.

A tellers committee shall be appointed by the President. The chair of this committee shall report the results of the balloting to the membership in writing.

SECTION 5.4 The Board of Directors is empowered to establish and maintain standard operating procedures for conducting the business of the Section. All such procedures shall be in writing and available for inspection by **MEMBERS** or Affiliates of the Section.

Procedures may be established or modified by a majority vote of Board members at any regularly scheduled meeting of the Board. Standard operating procedures shall not be in violation of the Bylaws. Once established, they shall be used as guides for the actions of the Board and the Section.

ARTICLE VI - MEETINGS OF THE SECTION

SECTION 6.1 An Annual Meeting of the Alabama Section shall be held each year. The exact date shall be set by the Board. Other meetings may be held at the discretion of the Board. Meeting places shall be determined by the majority vote of the membership at the Annual Meeting except that the Board may designate the place for any special meetings. Regular meetings will be conducted at least three (3) times per year.

SECTION 6.2 In the absence of specified rules, Roberts Rules of Order, Newly Revised shall prevail at Section meetings.

ARTICLE VII - ENTRANCE FEES AND DUES

SECTION 7.1 No entrance fee will be required.

SECTION 7.2 Annual dues of the Section shall be established by the Board. Annual dues shall not be increased by more than \$1.00 in any year without a majority vote of the voting membership. Such dues shall become payable at the time of the Annual Meeting.

SECTION 7.3 Any **MEMBER** or Affiliate whose dues are more than six months in arrears shall lose the right to vote.

SECTION 7.4 Special assessments may be made by mail ballot upon an affirmative vote of a majority of the **MEMBERS**.

ARTICLE VIII - VOTING AND VOTING ELIGIBILITY

SECTION 8.1 Voting for officers, amendments to these Bylaws, petitions to amend the Charter, petitions to rescind an action of the Board, petitions to remove an officer or Board member and other matters which affect the relationship of the Section to the Institute shall be by secret ballot.

SECTION 8.2 When such secret ballot is required, the Board shall vote to conduct the voting in one of the follow manners:

1. The Secretary/Treasurer shall send ballots to voters, accompanied by a blank envelope and an envelope addressed to the Secretary-Treasurer or tellers committee chair, as provided in Sections 4.3 and 5.3. Those qualified to vote shall indicate their selections on the ballot, seal it in the blank envelope and insert that envelope in the one addressed to the Secretary/Treasurer or tellers committee chair. The voters shall affix their signatures across the back of the addressed envelope. Before the ballots are canvassed, the names on the outside of the envelopes shall be checked against a list of the eligible voters and the blank envelope containing the ballots cast by eligible voters separated from all others.
2. The Secretary/Treasurer shall email members announcing the website where ballots may be cast online, as provided in Sections 4.3 and 5.3. The Secretary, with the assistance of the Website Committee Chairperson, shall establish and maintain a webpage to allow members in good standing to cast their secret ballot online. Any member without access to email may request the Secretary/Treasurer to mail them a hardcopy ballot.

Any member requesting a hardcopy ballots shall be sent a ballot accompanied by a blank envelope and an envelope addressed to the Secretary-Treasurer or tellers committee chair, as provided in Sections 4.3 and 5.3. Those qualified to

vote shall indicate their selections on the ballot, seal it in the blank envelope and insert that envelope in the one addressed to the Secretary/Treasurer or tellers committee chair. The voters shall affix their signatures across the back of the addressed envelope.

Before any hardcopy ballots are canvassed, the names on the outside of the envelopes shall be checked against a list of the eligible voters and the blank envelope containing the ballots cast by eligible voters separated from all others.

Before any online votes are canvassed, the Secretary/Treasurer or tellers committee chair shall ensure that all online votes were cast by eligible voters.

ARTICLE IX - AMENDMENTS

SECTION 9.1 Proposals to amend these Bylaws or petition for amendment of the Charter may be made by resolution of the Board or by written petition signed by at least five (5) **MEMBERS**.

SECTION 9.2 Proposed amendments to these Bylaws shall be processed in accordance with the Section Charter.

ARTICLE X - FUNCTIONAL ORGANIZATIONS

SECTION 10.1 A functional organization may be established with membership composed of corporations, partnerships, associations and other business entities working in or related to the field of transportation or traffic engineering upon written request signed by at least five (5) **MEMBERS** or affiliates of the Section. The written request shall be accompanied by preliminary bylaws adopted by the requesting members. Upon approval of the bylaws by the Section Board, a charter will be issued.

SECTION 10.2 Membership in a functional organization shall be granted by the organization's Executive Board at its discretion upon receipt of an application in a form approved by the Section Board. Membership may be canceled at any time by the Section Board or the organization's Executive Board for cause. Membership representatives must be members of the Section.

SECTION 10.3 Members of a functional organization shall pay an annual fee set by the organization's Executive Board. Funds so received shall be used to advance technical work and for special projects developed by the organization.

SECTION 10.4 A functional organization may amend its bylaws to be effective when approved by the Section Board, elect officers, hold meetings, adopt and enforce a code of ethics for its members, collect and disburse funds, and carry

on other such activities as are authorized in its bylaws. A functional organization shall not speak for the Section on any matter unless specifically authorized by the Section Board.

SECTION 10.5 A functional organization shall select a representative to serve with the Section Board. This representative shall have all privileges and responsibilities of a member thereof, except the right to vote.

SECTION 10.6 The Section will not be responsible for debts contracted by, nor will it give financial assistance to, a functional organization. No dues or fees will be required to be paid by a functional organization to the Section.

Adopted: August 7, 1986
As Amended: June 10, 1988
As Amended: June 10, 2011