

Institute of Transportation Engineers

District 10 Bylaws

ARTICLE I – MEMBERSHIP

Section 1.1

Membership in the District shall be limited to members of the Institute of Transportation Engineers, Inc., who according to Institute records reside within the area designated as the District.

Section 1.2

Members shall have the same privileges and obligations within the District as they have within the Institute.

Section 1.3

To be a member of the District the member must be an Institute member in good standing. Any Institute member of the District placed on inactive status by the Institute Board of Direction shall automatically be placed on inactive status in the District. Members will be reinstated in the District only if reinstated to membership in the Institute.

ARTICLE II – GOVERNMENT

Section 2.1

The government of the District shall be vested in the District Board of Direction.

Section 2.2

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

Section 2.3

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

Section 2.3.1: The District President. The Florida Section President will serve as the District President. The District President's term of office shall be for one year and be concurrent with their term as Florida Section President.

Section 2.3.2: The District Vice-President. The Florida Section Vice-President will serve as the District Vice-President. The District Vice-President's term of office shall be for one year and be concurrent with their term as Florida Section Vice-President.

Section 2.3.3: The District Treasurer. The Florida Section Treasurer will serve as the District Treasurer. The District Treasurer's term of office shall be for two years and be concurrent with their term as the Florida Section Treasurer.

Section 2.3.4: The District Secretary. The Florida Section Secretary will serve as the District Secretary. The District Secretary's term of office shall be for two years and be concurrent with their term as the Florida Section Secretary.

Section 2.3.5: The District 10 International Director. The District 10 International Director's term on the District Board shall run concurrently with their term on the International Board of Direction.

Section 2.3.6: The Florida Section Representative to the District Board. The Florida Section shall have a Section Representative on the District Board. The Section Representative can serve a maximum of two consecutive one-year terms, each term starting on January 1st and ending December 31st of the same year. The Florida Section Bylaws shall state the mechanism for appointing the Section Representative.

Section 2.3.7: The Puerto Rico Section Representative to the District Board. The Puerto Rico Section shall have a Section Representative on the District Board. The Section Representative can serve a maximum of two consecutive one-year terms, each term starting on January 1st and ending December 31st of the same year. The Puerto Rico Section Bylaws shall state the mechanism for appointing the Section Representative.

All members of the District Board shall have achieved a membership grade of Fellow or Member in the Institute.

Section 2.4

The Chair of the Florida Urban Traffic Engineers Council and the Chair of the District 10 Associated Businesses Division will be non-voting members of the District Board.

Section 2.5

In the event of a vacancy occurring in the office of District President, the District Vice-President will become District President for the remainder of the term or until the Florida Section appoints a new Section President. In the event of a vacancy in the office of District Vice-President and/or District Treasurer and/or District Secretary the District President shall, within sixty days, appoint a District member to serve the remainder of the term. In the event of a vacancy in the office of International Director(s) the District Board will fill the vacancy in accordance with the provisions in the District Charter. In the event of a vacancy in the office of a Section Representative, the Section bylaws shall state the mechanism for appointing a new Section Representative. No District officer shall occupy the same District office for more than two consecutive terms.

Section 2.6

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

Section 2.7

By no later than February 15th of each year, the District President shall assign a member of the District Board the responsibility of maintaining the District membership roster. These duties include but are not limited to maintaining an up-to-date roster of District members, coordination of membership activities with Institute Headquarters and advising the District Board of membership activities.

Section 2.8

In any year in which a District officer is to be elected, the District President shall appoint a District Nominating Committee no later than February 15th consisting of at least three members of ITE membership grade Member or Fellow. The District President may appoint other committees

as necessary. The District President shall solicit nominations for committee memberships from the Section presidents. To the extent practical, the memberships of the various committees shall be equally distributed among the Sections. The District President shall be an ex-officio member of all committees except the Nominating Committee.

Section 2.9

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

Section 2.10

The District Board shall establish a budget each year.

Section 2.11

The District Board shall prepare an Annual Report on its activities of the previous year and transmit such report to Institute Headquarters by June 1st or 30 days prior to the Institute's annual meeting, whichever is earlier. The District President will designate which Board Member is responsible for preparing the Annual Report by no later than February 15th.

Section 2.12

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

Section 2.13

The District Board is authorized to issue and revoke charters for Sections and Student Chapters. The effective date of the charter for any new Sections shall be as stated in the charter. The effective date of the charter for any new Student Chapter is at the discretion of the District Board. If the Charter for a Section/Student Chapter is under consideration for revocation, the Section Board/Student Chapter Faculty Advisor must be notified in writing of the contemplated action a minimum of 30 days prior to the District Board meeting in which the revocation of the Charter will be discussed. The Section Board/Student Chapter Faculty Advisor has the right to appear in person before the District Board to discuss the proposed revocation of the Charter. If a Charter is revoked, the revocation date is at the discretion of the District Board.

Section 2.14

The District Board is authorized to enter into contracts with individuals/firms for the handling and processing of routine duties for which the District is responsible. This would include appointing positions such as a District Administrator, District Communications Editor and District Web Site Administrator. Routine duties include but are not limited to bookkeeping, record keeping and filing of documents related to annual income tax activities and any other financial obligations; District web site activities; maintenance of District historical records; and printing of District magazines, newsletters and other documents. The District Board shall approve the responsibilities, term, qualifications and compensation package for any individuals/firms that the District contracts with for services. The District President shall specify which District Board member is responsible for the supervision of any individuals/firms that the District contracts with for services by no later than February 15th of each year.

Section 2.15

The membership may, by petition to the District Board, initiate a vote to determine if a District officer shall be deposed from office. The petition must include at least 5% of the eligible voters in the District. Within 30 days after receipt of the petition by the District Board, the following question shall be submitted to each voting member in the District for vote by secret ballot: "Shall

(Name) be deposited from the office of (Office)”? Should the affirmative carry a majority, and at least 25% of the eligible voters cast ballots, the office shall be declared vacant and the vacancy filled in the manner consistent with these bylaws.

Section 2.16

The membership may, by petition to the District Board, initiate a vote to determine if any action of the District Board shall be rescinded. The petition must include at least 5% of the eligible voters in the District. Within 30 days after receipt of the petition by the District Board, the petitioned action shall be suspended and within 30 days the following question shall be submitted to each voting member in the District by secret ballot: “Should the following action of the District Board be rescinded”? Should the positive carry a majority, and at least 25% of the eligible voters cast ballots, the Board action will be rescinded.

ARTICLE 111 – NOMINATION AND ELECTION OF OFFICERS

Section 3.1

In the last year of the current term for an International Director of the District and/or any other District position, which is up for election, the Nominating Committee shall nominate at least two qualified candidates for that office. Written consent to accept the office must be received from each person nominated. The District Nominating Committee shall transmit its list of nominees to the District President no later than 120 days prior to the election.

Section 3.2

Not later than 90 days prior to any District election, the list of candidates nominated by the District Nominating Committee shall be transmitted to the membership. Additional nominations for any office may be made by petition, signed by not less than 30 members. Each petition shall be accompanied by the written consent of the nominee to run for the office for which nominated and must be received by the Secretary-Treasurer not later than 60 days prior to the election. No member may be a candidate for more than one office.

Section 3.3

Not later than 30 days prior to the election, the District Secretary shall transmit to each eligible voter a final ballot, listing the candidates nominated for offices. Returned ballots will be transmitted to the District Secretary. A Canvassing Committee consisting of three members appointed by the District 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 District Board shall choose the successful candidate from among those tied. When the election involves an International Director, the election process and announcement of the successful candidate must be completed at least 15 days prior to the date of the Institute’s annual business meeting.

ARTICLE IV – VOTING AND VOTING ELIGIBILITY

Section 4.1

Any member of the Institute in good standing, excluding those classified as Institute affiliates, Esteemed Colleagues and student members shall have voting privileges in the District if records at Institute Headquarters indicate they reside in the District area.

Section 4.2

Voting for District officers, International Director(s), amendments to these bylaws, petitions to amend the Charter and other matters that affect the relationship of the District to the Institute shall be by secret ballot.

Section 4.3

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 by three tellers appointed by the District President.

Section 4.4

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

ARTICLE V – MEETINGS

Section 5.1

There shall be an annual meeting of the District. The District Board shall set the date, time and place of the annual meeting. Notice of the annual meeting shall be transmitted to the membership at least 30 days prior to the meeting.

Section 5.2

The District Board shall meet in conjunction with the annual meeting each year. Other meetings of the District Board shall be called by the District President as he or she deems necessary or upon receipt of a petition signed by the majority of the other members of the District Board. The notice of a District Board meeting shall be transmitted to the membership at least 15 days prior of any called meetings of the District Board.

Section 5.3

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

Section 5.4

When unusual or unexpected conditions arise, the District President may call an emergency meeting of the District Board. An emergency meeting requires that all District Board members be notified of the meeting at least 3 days in advance. Either the District President or District Vice-President must preside over an emergency District Board meeting. The District Board can use technologies such as emails and/or telephone or video conference calls for transacting business at emergency District Board meetings.

Section 5.5

By no later than February 15th of each year the District Board shall conduct a Board Retreat for the purposes of planning annual District activities. The Board Retreat shall be an official meeting of the District Board. Transmittal of an advanced notice to the membership of the Board Retreat is not required.

SECTION VI – FEES AND DUES

Section 6.1

The District Board shall establish annual District dues. At least 90 days prior to the beginning of the Institute's fiscal year, the District President shall notify Institute Headquarters of the amount established for District dues for the following year. These dues will be collected in accordance with the District Charter. The annual District dues shall not be increased more than \$5.00 per year without a majority vote of the District membership.

Section 6.2

Special assessments may be made by the affirmative vote of two-thirds of the members attending a business meeting of the District. Special assessments will be collected in accordance with the District Charter.

ARTICLE VII – AMENDMENTS

Section 7.1

Proposals to amend these bylaws, to petition the International Board of Direction, to amend the District Charter or to rescind the International Board's Charter withdrawal action may be made by:

Section 7.1.1: Resolution of the District Board.

Section 7.1.2: Resolution of the executive board of a Section; or

Section 7.1.3: Written petition of at least five percent of the voting members of the District.

Section 7.2

Proposals to amend these bylaws shall be transmitted to all District members who are qualified to vote. The voting shall be by secret ballot. Ballots returned within 30 days shall be canvassed in the manner set forth in Section 4.3. The majority of those voting shall prevail.

Section 7.3

Proposals to amend the District Charter or to rescind its withdrawal action shall be considered by the District Board within six months or at its next regular meeting, whichever occurs first, and shall be transmitted within 30 days thereafter to the Board of Direction of the Institute.

ARTICLE VIII – TRANSITION

Section 8.1

The purpose of this bylaws amendment is to address quorum problems created by Puerto Rico Section Board members not attending Board meetings. The make up of the District Board has been changed to address this issue. Also the bylaws have been updated to reflect Internet business practices to provide for cost effective District business practices.

Section 8.2

The effective date of these bylaws will be the January 1st following the year the bylaws are approved by the membership (if approved in 2004, the effective date would be January 1, 2005).

Section 8.3

Upon the effective date of these bylaws, the Charter and Bylaws for the Florida Section and the Puerto Rico Section will be rescinded. By no later than February 15th in the year these bylaws become effective, the District 10 Board will approve new Charters and Bylaws for the Florida Section and Puerto Rico Section.

Section 8.4

To effect a smooth transition to the reorganized District 10 Board, the Section Representatives from the Florida and Puerto Rico Sections shall be appointed by no later than the February 15th of the year the bylaws are adopted.

Section 8.5

This Article shall become null and void on the December 31st of the year this bylaw amendment is effective and shall be removed from these bylaws.

End of Bylaws Revision