

BYLAWS OF THE ILLINOIS ASSOCIATION OF HIGHWAY ENGINEERS

ARTICLE I

Name

The name of the association shall be the Illinois Association of Highway Engineers (IAHE).

ARTICLE II

Object

The object of the Association shall be to promote fellowship and cooperation among its members; to encourage the professional development of its members; to promote the social welfare of its members; to advance the professional status of Highway Engineers and Transportation Professionals; to foster professional ethics; and to promote the public interest through the services of its members.

ARTICLE III

MEMBERS

Section 1. **CLASSIFICATIONS.** There shall be four (4) classifications of membership: Voting, Honorary, Affiliate, and Corporate.

A. **VOTING**

1. Qualifications:
 - a. A current, full or part-time employee of the Illinois Department of Transportation who is engaged in technical duties
2. Shall have full rights of membership.

B. **HONORARY**

1. Qualifications:
 - a. A Voting Member who was a Voting Member for the Ten (10) years immediately preceding retirement, and is retired from active service of the Department of Transportation of the State of Illinois through provisions of the State Employees Retirement System, or
 - b. A Voting Member who, after twenty-five (25) years of Department service, leaves the Department of Transportation employment and was a Voting Member for at least Ten (10) years immediately preceding separation.
2. Shall have the right to serve on chapter committees.

C. **AFFILIATE**

1. Qualifications:
 - a. A former Voting Member who has terminated employment with the Department of Transportation and is not eligible to be an Honorary Member; or
 - b. A former Voting Member who is not eligible to retain that status upon separation; or
 - c. An individual who is employed by or retired from a transportation related group or organization.
2. Shall have the right to serve on chapter committees.

D. **CORPORATE**

1. Qualifications
 - a. Any private firm or organization that wishes to support and participate in the Illinois Association of Highway Engineers by interacting with other members at IAHE functions at both State and Chapter levels.
 - b. Corporate Membership benefits and eligibility shall be maintained and administered by the State Board only.
2. Shall have the right to serve on chapter committees.

Section 2. **APPLICATION.** Applications for the membership categories of Voting, Affiliate and Corporate shall be submitted as follows:

- A. Applications for Voting and Affiliate membership shall follow the procedures as outlined in the State Board "Policies and Procedures Manual." The application shall be in writing and signed by two (2) Voting Members. The application shall be voted on at a chapter membership meeting, a three-fourths (3/4) vote is necessary for admission.
- B. Completed Corporate applications shall be submitted to the State Board Treasurer providing the Firm Name, Address, Contact Person and E-mail Address. The application shall be recognized at the next State Board Meeting. Notification of acceptance shall be made by the Membership Committee to the applicant and home Chapter by either hard mail or e-mail.

Section 3. **STATE DUES.** The Board of Directors shall establish the dues for all classifications of membership. The Board may authorize assessments for official business or for expenditures when approved by a majority of the chapters.

- A. Voting Members dues for the State Association shall be paid through the local chapters and the treasurer of each chapter shall submit accrued dues to the State Treasurer on a quarterly basis.
- B. Voting Members dues shall be paid monthly or quarterly, following the procedures outlined in the State Board "Policy and Procedures Manual." Any member delinquent for one (1) quarter shall be notified in writing of suspension from membership which includes

suspension from the right to vote. Any member delinquent for two (2) consecutive quarters shall be automatically dropped from membership in the Association.

Section 4. **TERMINATION.** Membership in the Association shall be terminated in accordance with procedures as outlined in the State Board "Policies and Procedures Manual."

Section 5. **TRANSFER.** Membership may be transferred from one chapter to another following the procedures set out in the State Board "Policy and Procedures Manual."

ARTICLE IV Chapters

Section 1. **CHARTER.** Chapter charters are approved, granted and monitored by the Board of Directors.

- A. A local chapter may be formed in each of the district areas of the Department of Transportation of the State of Illinois.
- B. The chapter shall be known by the geographical name of the location where the district office of the Department of Transportation of the State of Illinois is established.
- C. A chapter shall consist of at least fifteen (15) Voting Members.

Section 2. **BYLAW APPROVAL.** Each chapter shall prepare and submit bylaws to the State Board of Directors.

- A. Chapter bylaws shall not conflict with the bylaws of the Association.
- B. Initial chapter bylaws and all amendments to these bylaws shall not become effective until after approval by the Board of Directors.

Section 3. **CHARTER REVOCATION.** A chapter charter may be revoked by a two-thirds (2/3) vote of the Board of Directors for continuing to violate these Bylaws and the rules set forth in the State Board "Policy and Procedures Manual."

- A. Each chapter member shall receive written notice of proposed action and given an opportunity to respond.
- B. Within thirty (30) days of charter revocation, a chapter must surrender its charter and all records to the State Board Secretary.
- C. To be reactivated, a chapter shall apply as a new chapter.

ARTICLE V

Officers

Section 1. **OFFICERS.** The officers of the Association shall be a Chairman, Vice Chairman, Secretary, and Treasurer. These officers shall perform the duties prescribed by these bylaws, the State Board "Policy and Procedures Manual," and by the parliamentary authority adopted by the Association.

Section 2. **SELECTION OF OFFICERS.** By February of each year, a Nominating Committee of three (3) shall be appointed by the Board of Directors. It shall be the duty of that committee to nominate candidates for the officer positions. The Nominating Committee shall report their slate of officers to the Board of Directors, in writing, during the month of September. At the annual meeting of the Board or Directors, the directors shall elect from their membership a Chairman, a Vice Chairman, a Secretary and a Treasurer.

Section 3. **TERM.** The officers shall be elected to serve for one (1) year or until their successors are elected, and their term of office shall begin with their election.

Section 4. **REMOVAL.** Any officer who is not performing the duties of the office for which elected, as determined by the Board of Directors, may be removed from office by the Board of Directors.

Section 5. **VACANCY.** A vacancy in the office of Chairman shall be filled by the Vice Chairman. A vacancy in any other office shall be filled by the Board of Directors.

ARTICLE VI

Statewide Meetings of General Membership

Section 1. **ANNUAL MEETING.** The annual meeting and convention shall be held at a time and place determined by the Board of Directors. It shall coincide with the annual meeting of the Board. Notice of such meeting shall be sent to the membership at least thirty (30) days prior to the date of the meeting.

Section 2. **SPECIAL MEETINGS.** Special meetings may be called by the Chairman or the Board of Directors and shall be called upon the written request of fifty (50) members who represent at least four (4) chapters. The time and place of the special meeting shall be determined by the Board of Directors. The purpose of the meeting shall be stated in the call. Notice of such meeting shall be sent to the membership at least ten days prior to the date of the meeting.

Section 3. **QUORUM.** Twenty-five (25) Voting Members shall constitute a quorum. There shall be no proxy voting.

Section 4. **MANAGEMENT.** The management of the annual meeting and

convention shall be the responsibility of the host chapter with the approval of the Association Board of Directors.

ARTICLE VII

Board of Directors

Section 1. **MEMBERS.** Each chapter shall be entitled to one (1) director for each one hundred (100) Voting Members or fraction thereof. The number of directors for the next fiscal year shall be determined by the chapter membership as of July 31.

- A. Directors shall be elected from the Voting Members of the chapter at a regular meeting of the chapter prior to the annual meeting.
- B. Directors shall be elected for a term of two (2) years and shall assume their duties at the next annual meeting of the State Board of Directors following their election.
- C. At least one (1) director elected in the odd number chapters shall be elected in even number years and at least one (1) director elected in even numbered chapters shall be elected in odd numbered years.

Section 2. **DUTIES.** The Board of Directors shall have general supervision of the affairs of the Association between its business meetings and shall perform the duties as described by these bylaws and the "Policy and Procedures Manual" of the Association. The Board shall be subject to the orders of the Association and none of its acts shall conflict with action taken by the Association.

Section 3. **MEETINGS.**

- A. Regular meetings of the Board of Directors shall be held quarterly. The regular meeting held closest to October 1, the beginning of the fiscal year, shall be the annual meeting.
- B. Special meetings may be called by the Chairman and also at the written request of at least three (3) directors representing at least two (2) chapters.
- C. The Chairman, with approval of the Board of Directors, shall designate the time and place of the meetings. In the event a director is unable to attend a State Board meeting, one of the following in the order named, shall represent the chapter with full voting rights, at said meeting:
 - 1. Alternate Director
 - 2. Chapter President
 - 3. Chapter Vice President
 - 4. Chapter Secretary
 - 5. A Voting Member of the chapter designated by the chapter president.
- D. Directors or alternates from a majority of the district chapters shall constitute a quorum.

Section 4. **BUSINESS.** Business of the Board may be transacted by electronic communication or by mail/facsimile vote.

ARTICLE VIII Committees

Section 1. **EXECUTIVE.** The Executive Committee shall:

- A. Consist of the officers and one (1) additional member of the State Board.
- B. Have general supervision of the affairs of the Association between meetings of the Board of Directors and shall perform the duties as described by these bylaws and the "Policy and Procedures Manual" of the Association. The Executive Committee shall be subject to the orders of the Association and the Board of Directors and none of its acts shall conflict with action taken by the Association or the Board of Directors.
- C. Oversee the audit of the records of the Treasurer.

Section 2. **COMMITTEES.** Committees may be established by the Chairman or the Board of Directors. The Chairman, with approval of the Board of Directors, shall appoint the chairman and members of all committees.

Section 3. **EX OFFICIO.** The Chairman shall be an ex officio member of all committees, except the Nominating Committee.

Section 4. **TRANSACTION OF BUSINESS.** Business of the committees may be transacted by electronic communication or by mail/facsimile vote.

ARTICLE IX Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

ARTICLE X Amendment of Bylaws

Amendments to these bylaws may be proposed by the Board of Directors, or by a chapter. These bylaws may be amended at any regular meeting of the Board of Directors by a two-thirds (2/3) vote, provided that the amendment has been submitted in writing to each chapter at least forty-five (45) days prior to the Board meeting.

ARTICLE XI
Dissolution

In the event of dissolution of the Association, any remaining funds will go to one (1) or more regularly organized and qualified charitable, educational, scientific or philanthropic organizations to be selected by the Board of Directors.

Superseding Constitution and Bylaws
Adopted April 19, 1997

Amended, Ratified and Adopted by
State Board of Directors
April 21, 2001

Amended, Ratified and Adopted by
State Board of Directors
September 27, 2007