

**CONSTITUTION AND BYLAWS  
OF THE  
SOUTHEASTERN ASSOCIATION OF STATE  
HIGHWAY AND TRANSPORTATION OFFICIALS  
(SASHTO)**

September 2003  
Charleston, West Virginia

Amended August 8, 2006  
Atlanta, Georgia

Amended August 7, 2007  
Huntsville, Alabama

# **CONSTITUTION AND BYLAWS OF THE SOUTHEASTERN ASSOCIATION OF STATE HIGHWAY AND TRANSPORTATION OFFICIALS (SASHTO)**

## **CONSTITUTION**

### **Article I – Name**

The organization shall be called the Southeastern Association of State Highway and Transportation Officials.

### **Article II – Purpose**

The purpose for which the Association is organized and for which it shall be perpetuated is to encourage a balanced transportation system within member states; to study the various materials, methods of construction and maintenance and to discuss common problems experienced with transportation facilities; to exchange ideas and evaluate programs within the aviation, highway, rail, transit and water modes of transportation; to cooperate in every way possible with the U.S. Department of Transportation, the Federal Highway Administration, the Federal Aviation Administration, the Federal Railroad Administration and the Federal Transit Administration in the consideration of transportation problems; and to support legislation for the purpose of protecting capital investments in current transportation systems and for improving transportation programs.

### **Article III – Membership**

Membership in this Association shall be Honorary Members, Members and Associate Members.

#### **Honorary Members**

Honorary Members shall be persons who have rendered acknowledged eminent service and have made valuable and outstanding contributions to transportation and who have been selected by the unanimous vote of the Board of Directors.

#### **Members**

Members shall be the Transportation Secretaries, Commissioners, Directors and other chief directing officials actively engaged in the administrative work of the various transportation departments of the member states and the local and regional representatives of the U.S. Department of Transportation, Federal Highway Administration, Federal Aviation Administration, Federal Railroad Administration and Federal Transit Administration in member

states. The member states are Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, the Commonwealth of Puerto Rico, South Carolina, Tennessee, Virginia and West Virginia. Each member state shall have one vote.

### **Associate Members**

Associate Members of this Association shall be composed of former state transportation officials, professors of transportation engineering in accredited universities of the Southeastern States and former Officials of Departments of Transportation in the Southeastern States. Associate Members shall be entitled to participate in discussion, but shall not have the privilege of voting upon any subject.

### **Article IV -- Officers**

The officers of this Association shall be selected from the members. The officers shall be President, Vice President, Secretary-Treasurer and a Board of Directors. The Board of Directors shall be composed of one representative from each member state and one representative from the Southern Resource Center in Atlanta, Georgia. The director of each state shall be appointed by the executive head of the member department. The President and Vice President shall be elected by ballot at the annual meeting of the Association to hold offices for one year or until their successors are duly elected. The Secretary-Treasurer shall be appointed by the President. Any vacancy in the offices of President or Vice President shall be filled for the unexpired term by the Board of Directors. Vacancies on the Board of Directors shall be filled by the executive heads of the member departments. The President, Vice President, Secretary-Treasurer and immediate past President shall be ex-officio members of the Board of Directors.

### **President**

The President shall preside at all meetings, and in the President's absence the office shall be filled by the Vice President. In the absence of both President and Vice President, the members shall elect a President pro tem. The President shall call all meetings not especially provided for and shall appoint all committees not otherwise elected.

### **Secretary-Treasurer**

The Secretary-Treasurer shall keep a record of all accounts and transactions, issue all notices of meetings, have charge of all finances, and perform any other duties that the President or Board of Directors may direct. At the conclusion of his/her term, the Secretary-Treasurer will provide a financial accounting to the Board of Directors.

### **Board of Directors**

The Board of Directors shall have charge of the executive work of the Association and of any matters, including legislative, referred to it by the Association. All legislative matters upon which a vote is to be taken shall be submitted to each member department. A majority vote of the Board of Directors, either by personal vote in assembly or by letter ballot, filed with the Secretary-Treasurer, shall constitute official action of the Association.

## **Committees and Task Forces**

The Board of Directors shall designate such committees and task forces as needed. Each member state and the U.S. Department of Transportation shall be entitled to at least one representative on each committee. Task forces may be appointed by the President at any time. The Secretary-Treasurer shall maintain a list of the membership of all committees and task forces.

Upon assuming office, the President shall appoint a Chairperson of the Resolutions Committee, with two other members being named by the President. The Secretary-Treasurer shall serve as Chairperson of the Nominating Committee, with two other members being named by the President.

## **Article V – Annual Meetings**

The annual meeting of the Association shall be held each year at such time and place as may be designated by the Board of Directors. Special meetings shall also be called upon the written petition or oral vote of a majority of the member departments.

## **Article VI – Quorum for Board of Directors**

The authorized representatives of the member states, which are qualified under the provisions of Article III and present in person, shall constitute a quorum for the Board of Directors to transact any or all business, and the affirmative vote of said majority shall be considered the action of the Association and binding on the officers and committees thereof.

Actions may also be taken by letter ballot when initiated by the President with the concurrence of all member states.

## **Article VII – Administrative Expenses**

The administrative expenses of the Association shall be defrayed by the assessment of annual dues to be paid at the beginning of each calendar year by each member department. The amount of this assessment shall be set by the Board of Directors at the annual meeting. Each member state shall be billed for this assessment by the Secretary-Treasurer, who shall be responsible for collection.

## **Article VIII – Amendments**

This constitution may be amended by a majority vote of the members, voting as prescribed in Article III and Article IV by letter ballot or at an annual meeting after 30 days' notice of the proposed change.

## **Article IX – Persons Eligible for Attendance at Meetings**

Officials and employees of the state departments of transportation and the U.S. DOT may attend all general and group meetings of the Association. All general meetings of the Association are open to federal, state, and local government officials and employees; private sector attendees; representatives of national, commercial or other organizations; and the general public.

## **BYLAWS**

1. Committees and task forces shall be those which are designated ad hoc by the Board of Directors as deemed necessary. Active committees and task groups shall submit a report to the Board of Directors at each annual meeting.
2. Unless otherwise indicated by the Board of Directors, the time and place of the Annual Meeting shall be at the discretion of the host state; however, the host state will coordinate with AASHTO staff as necessary to avoid conflict with the Annual AASHTO meeting date. Member states will serve in the following order: Arkansas, Kentucky, South Carolina, Louisiana, North Carolina, Tennessee, West Virginia, Virginia, Puerto Rico, Georgia, Alabama, Florida, and Mississippi.
3. Unless otherwise indicated by the Board of Directors, the format of the annual meeting shall be left to the discretion of the host state.
4. A summary of the Board of Directors meeting shall be provided by the Secretary-Treasurer to each member of the Board of Directors. This summary shall include the financial report, the election of officers, resolutions, committee reports, and other actions and business conducted at the Board of Directors meeting.
5. The amount of the registration fee for the annual meeting shall be left to the discretion of the host state.
6. The President and Vice President of SASHTO or their designees are authorized to enter into contractual agreements on behalf of SASHTO for the purpose of conducting the Annual SASHTO Meeting.
7. The hosting State will distribute funds generated by the annual SASHTO Conference in the following order and priority:
  - 1<sup>st</sup>. Payment of all conference fees and expenses.
  - 2<sup>nd</sup>. Distribution of seed money to the next host state in the amount of \$150,000.00.
  - 3<sup>rd</sup>. \$15,000.00 to the SASHTO Vice President State.
  - 4<sup>th</sup>. Distribution of scholarship funds in the amount of \$15,000 on behalf of each member state for a total of \$195,000.00 to be distributed in a manner selected by each member state. In the event that the maximum amount of \$195,000.00 is not

available, the scholarship amount will be reduced to the available total divided equally among the member states.

- 5<sup>th</sup>. Distribution of any remaining funds to the host state to be used to promote the field of Civil Engineering within the state.
8. The President and Vice President are authorized to appoint a person in each state to open a checking and/or savings account in SASHTO's name with Tax Identification Number 562251366.
9. SASHTO will follow these guidelines for all conferences beginning in calendar 2008.
10. The presiding host state shall be responsible for preparing an amended version of the Constitution and Bylaws to reflect any revisions adopted by the Board during the annual meeting.

### **Precedent & Customs**

1. The President is normally the head of the department of transportation in the host state.
2. The Vice President is normally the chief administrative officer of the department of transportation in the state next to serve as host state.
3. The cost of the Family Night Dinner is normally included in the delegate registration fee for delegates and in the spouse/guests registration fee, although this may vary depending on desires of the host state.
4. The Association normally hosts a luncheon for the Board of Directors and invited federal officials.

### **Annual Meeting Procedure**

1. Hospitality rooms, social hours and other social functions shall be conducted in the best taste and with the decorum befitting a convention of public employees. Except for the official SASHTO Hospitality Rooms managed by the host state, none shall be held before 5:00 p.m. or extend after 10:00 p.m. or during the hours of the Family Night Dinner or the Opening Night Delegate Reception. Invitations to rooms preferably should be by personal contacts or invitations directed to the delegates.
2. The host state shall have the option of having a Family Night Dinner and an Opening Night Delegate Reception on separate nights or of combining the two functions. All persons who are duly registered at the convention shall be eligible to attend both functions and the combined function as applicable.