

BY LAWS

ARTICLE I DUES

1. Membership dues shall be fixed amounts determined by the Board of Directors.
2. Membership dues shall be due and payable annually on the first day of January of each calendar year.
3. There shall be no initiation fees. Applicants for Membership shall pay the appropriate dues, as applicable, with their application for membership.
4. Any Member County or Member whose membership dues become two months in arrears following the annual due date for payment shall automatically lose voting privileges.
5. Individual members whose membership dues become four months in arrears following the annual due date for payment shall automatically be removed from the membership directory of members in good standing.

ARTICLE II-MANAGEMENT

1. The Board of Directors shall manage the affairs of the Association in conformity with the Constitution under which the Association is organized. It shall direct the care of funds of the Association, make appropriations for specific purposes; act upon applications for membership as heretofore provided, take measures to advance the interests of the Association, and generally direct its business. The Board of Directors shall make a report at each General Meeting and at the Annual Meeting, transmitting the report to the Secretary and Treasurer.
2. The President shall supervise the affairs of the Association and the Board of Directors. He shall preside at the meetings of the Association and the Board of Directors and shall be an ex-officio member of all committees.
3. The First Vice President shall preside at meetings in the absence of the President and discharge the President's

duties in case of absence or disability of the President.

4. The Secretary shall attend all meetings of the Association and duly record the proceedings thereof, conduct the correspondence of the Association and keep full record of the same.
5. The Treasurer shall receive all monies and deposit the same in the name of the Association. The Treasurer shall pay all bills, as prescribed by the Board of Directors. The Treasurer shall prepare reports for approval at meetings of the Board of Directors and shall prepare a report for each General Meeting and for the Annual Meeting. The reports shall describe the financial condition of the Association.

ARTICLE III-COMMITTEES

1. The President may appoint chairmen of the following committees to perform the duties defined in Section 3 of this Article:
 - (a) Program and Conference Committee
 - (b) Legislative Committee
 - (c) Membership Committee
 - (d) Budget Committee
 - (e) Associate Member Advisory Committee
 - (f) Scholarship Committee
 - (g) Education Committee
 - (h) Awards Committee
2. The President may also appoint special committees, which shall perform such duties as may be assigned them.
3. The purpose, duties, and committee structure of the standing committees defined in Section 1 of this Article shall be:

a. PROGRAM AND CONFERENCE COMMITTEE

Purpose

The Program and Conference Committee shall have the primary purpose of encouraging participation in, and assuring continuity of Spring and Fall Conference programs, MACO programs, seminars and legislative concerns. Subject to

approval of the Board of Directors, the committee shall be responsible for arrangements for conference banquets, entertainment and accommodations.

Membership

The Program and Conference Committee Co-Chairmen shall be the First and Second Vice Presidents of the Association. Other members shall be recommended to the Board of Directors for approval by the Co-Chairmen.

Term

All members of the Program and Conference Committee shall serve a one-year term and may be reappointed.

Duties

The Program and Conference Committee shall . . .

1. Make a recommendation to the Board of Directors for approval for the location and Conference Chairman for the Spring and Fall Conferences. The Committee shall consult with the voting member of the hosting county before recommending a Conference Chairman candidate.

2. Upon the approval of the Board of Directors, make contractual arrangements for Spring and Fall Conference meetings, banquets, and accommodations for the current year, as well as up to four years following the Committee's term.

3. Make all arrangements for the CEAM affiliate program in the MACO winter and summer conferences.

4. Prepare proposed conference schedules, meeting topics, and budgets for the Board of Director's approval.

5. Coordinate with the Board of Directors, the Legislative Committee, the Education Committee and the Associate Member Advisory Committee to encourage continuity of program topics, seminar themes, and legislative concerns to assure quality presentations to Association Members and coverage of pertinent topics.

6. Be responsible for all other conference activities and coordination.

7. Assist with preparing a final accounting of conference attendance, income and expenses following each conference.

8. The Chairman shall maintain a Program and Conference Committee notebook which shall contain documentation of Committee business of current and preceding years and shall include copies of all contractual agreements for past, current and planned conferences. The notebook shall be passed to the succeeding Committee Chairman at the end of each term.

9. Prepare and present reports at the Spring Conference Annual Meeting and at each General Meeting.

b. LEGISLATIVE COMMITTEE

Purpose

The Legislative Committee shall have the primary purpose of assuring that the Board of Directors and CEAM Members are adequately informed of all legislation which might directly or indirectly affect the CEAM membership.

Membership

The President shall appoint a Legislative Committee Chairman who will recommend Committee membership for Board approval. There shall be no restriction to the size of the Committee but it shall not have more Associate Members than Members.

Term

All members of the Legislative Committee shall serve a one (1) year term and may be reappointed.

Duties

The Legislative Committee shall. . .

1. Make the Board of Directors aware of the content and status

of all legislation which might directly or indirectly affect the CEAM membership.

2. Obtain a Board of Directors position on all legislation as required.

3. Prepare and submit written testimony on legislation reflecting the position of the Board of Directors as necessary.

4. Monitor all MACO Legislative Committee meetings.

5. Prepare a summary of action on all legislation reviewed by the Board of Directors to be presented at the Spring Conference Annual Meeting by the Legislative Committee Chairman.

c. MEMBERSHIP COMMITTEE

Purpose

The Membership Committee shall be responsible for membership renewals, new member applications, and shall encourage participation by Member Counties.

Membership

The President shall appoint a chairman who shall recommend Committee members for approval by the Board of Directors.

Term

All members of the Membership Committee shall serve a one (1) year term and may be reappointed.

Duties

The Membership Committee shall . . .

1. In support of the Committee, the Treasurer shall mail membership renewal information to the entire membership not less than sixty (60) days preceding the due date for payment.

2. The Treasurer shall receive and record membership renewals.

3. In support of the Committee, the Secretary shall receive, review and make recommendations to the Board of Directors on all new membership applications. The Secretary shall forward the names of the approved new members to the Membership Committee Chairman.

4. The Secretary shall forward new membership dues to the Treasurer for deposit in the name of the Association.

5. The Committee Chairman shall prepare and present reports at the General Meeting and at the Annual Meeting.

d. BUDGET COMMITTEE

Purpose

The Budget Committee shall have the primary purpose of preparing an annual budget for the review and endorsement of the Board of Directors and for ratification at the Spring Conference Annual Meeting. The Budget Committee shall also advise the Board of Directors on financial matters at the request of the Board.

Membership

The President shall appoint a Chairman who shall recommend Committee members for approval by the Board of Directors. The Treasurer shall serve as a standing member of the Committee and may serve as Chairman.

Term

All members of the Budget Committee shall serve a one (1) year term and may be reappointed.

Duties

The Budget Committee shall . . .

1. Solicit necessary budget data from all committee chairmen

and the Board of Directors by March 1st for the preparation of the following year's budget.

2. Present a budget to the Board of Directors in a format approved by the Board by April 1st for Board endorsement.

3. Advise the Board of Directors on financial matters at the request of the Board.

4. The Budget Committee Chairman shall present a budget, endorsed by the Board, for the next fiscal year, at the Spring Conference Annual Meeting for ratification by the majority of the voting Members present.

e. ASSOCIATE MEMBER ADVISORY COMMITTEE

Purpose

The Associate Member Advisory Committee shall have the primary purpose of assuring that the Associate Membership make a beneficial contribution to the Association and that Associate Membership is as rewarding as Membership.

Membership

The Associate Member Advisory Committee Chairman shall be appointed by the President from the current Associate Member Directors. The Committee shall consist of the current Associate Member Directors, as well as three other Associate Members, who shall be recommended by the Chairman for approval by the Board of Directors.

Term

All members of the Associate Member Advisory Committee shall serve a one (1) year term and may be reappointed.

Duties

The Associate Member Advisory Committee shall . .

1. Assume responsibility for making all arrangements for Associate member sponsored social events in conjunction with the Spring and Fall Conferences. Arrangement activities should include but are not limited to:

a. Establishing procedures for setting and receiving sponsorship donations.

b. Establishing a budget for Committee activities.

c. Participating in the Program and Conference Committee planning to assure proper coordination.

d. Preparing displays identifying sponsors for use at the Spring and Fall Conferences.

e. Organizing exhibition areas, or equipment show if included in a conference format.

2. Provide one, or more representatives to serve on the Program and Conference Committee to assure that Associate Member needs and interests are properly addressed.

3. Make a recommendation to the Nominating Committee for the next Associate Member Director.

4. Prepare and present reports at each General Meeting and at the Annual Meeting.

f. SCHOLARSHIP COMMITTEE

Purpose

The Scholarship Committee shall administer the County Engineers Association of Maryland's Roger Willard Scholarship Foundation in accordance with the Trust Agreement dated March 31, 1983, or as amended.

Membership

The Scholarship Committee shall consist of a Chairman and at least four other members. The President shall appoint the Chairman. The Chairman will make recommendations for the

remaining members to the Board of Directors for approval. The Chairman and members of the Scholarship Committee shall serve as Trustees of the County Engineers Association of Maryland Roger Willard Scholarship Foundation in accordance with the Trust Agreement.

Term

The members of the Scholarship Committee shall serve at the pleasure of the Board of Directors for a two year term and may be reappointed. The Chairman shall serve a one year term and may be reappointed.

Duties

1. Be responsible for the administration of the trust and trust funds in accordance with the Trust Agreement dated March 31, 1983, or as amended.
2. Be responsible for coordination with accredited public State of Maryland Universities relative to the number of scholarships and qualifications of recipients.
3. Be responsible for overseeing all fund raising activities.
4. Prepare and present a report of its activities to the Board of Directors quarterly. As a minimum, this report shall include financial statements, fund raising results, amounts of scholarships, and information on recipients and their qualifications.
5. Present a summary report to the general membership at the Annual and General Meetings.

g. EDUCATION COMMITTEE

Purpose

The Education Committee shall administer educational programs approved by the Board of Directors for the benefit of Member Counties, Members, and Associate Members.

Membership

The President shall appoint a Chairman who shall recommend membership of the Committee for approval by the Board of Directors.

Term

All members of the Education Committee shall serve a one (1) year term and may be reappointed.

Duties

The Education Committee shall....

1. Identify and investigate educational and training programs which merit Association sponsorship or support. Recommend Association participation to the Board of Directors for approval.
2. Coordinate with other organizations in the development and presentation of educational and training programs, such as the University of Maryland Technology Transfer Center.
3. Prepare and present reports at each General Meeting and at the Annual Meeting.

h. AWARDS COMMITTEE

Purpose

The Awards Committee shall administer awards programs authorized by the Board of Directors.

Membership

The President shall appoint a Chairman who shall recommend membership of the committee for approval by the Board of Directors.

Term

All members of the Awards Committee shall serve a one (1) year term and may be reappointed.

Duties

The Awards Committee shall....

1. Establish qualifications for award recipients and develop criteria for award categories.
2. Identify and recommend for approval by the Board of Directors persons eligible for Association Awards including Life and Honorary Membership.
3. Acquire or prepare award certificates or other means of recognition for award recipients.
4. Prepare and present reports at each General Meeting and at the Annual Meeting.

ARTICLE IV-MEETINGS

1. The Annual Meeting shall, unless otherwise be determined by the Board of Directors, be held in conjunction with the Association's Spring Conference.
 - . One General Meeting shall, unless otherwise decided by the Board of Directors, be held in conjunction with the Association's Fall Conference. If a general meeting is not held at the Fall Conference then the Board of Directors shall schedule a general meeting at which all business normally conducted at the Fall Conference general meeting can be conducted.

2. The order of business at the Annual and general meetings of the Association, unless otherwise specified by the Board of Directors shall be as follows:

- (a) Roll Call of Counties
- (b) Minutes
- (c) Report of the Board of Directors
- (d) Report of Treasurer
- (e) Adoption of annual budget (Annual Meeting only)

- (f) Report of Nominating Committee
- (g) Report of Committees
- (h) Announcements and report of Secretary
- (i) Unfinished business
- (j) New business
- (k) Adjournment

ARTICLE V-ANNUAL BUDGET

The Annual Budget for the following fiscal year shall be adopted by a majority of the voting Members present at the Spring Conference Annual Meeting. The budget shall be for the Association's fiscal year running from July 1 to June 30. The budget shall be presented to the Board of Directors by the Chairman of the Budget Committee no later than April 1 for endorsement by the Board.

ARTICLE VI - MISCELLANEOUS

The Board of Directors may appoint an Historian who shall maintain the history, photographs and significant memorabilia of the Association in a form which can be accessed and enjoyed by the Members and Associate Members and which will serve as a permanent record of the Association's activities. The Historian shall serve until he is replaced by the Board of Directors.