

BYLAWS
of the
**SOUTHERN COLORADO BRANCH
OF THE
AMERICAN SOCIETY OF CIVIL ENGINEERS**

(Proposed Amendments on September 22, 2005)

ARTICLE I. NAME AND OBJECTIVE

Section 1. The name of this organization shall be Southern Colorado Branch, Colorado Section, American Society of Civil Engineers.

Section 2. The objective of the Southern Colorado Branch shall be the advancement of the science and profession of civil engineering through education in a manner consistent with the objective of the American Society of Civil Engineers.

Section 3. The actions of the Southern Colorado Branch shall be consistent with the provisions as set forth in the Constitution and Bylaws of the Colorado Section.

ARTICLE II. AREA AND MEMBERSHIP

Section 1. The area of the Southern Colorado Branch shall be all or part of the Counties of El Paso, Pueblo, Teller, Fremont, Custer, Huerfano, Las Animas, Lincoln, Cheyenne, Crowley, Otero, Kiowa, Bent, Prowers, and Baca in the Colorado Section.

Section 2. All members of the American Society of Civil Engineers of all grades, who subscribe to the Bylaws of the Southern Colorado Branch and who have satisfied current dues requirements of the Section and Branch, and who are residents in the Branch area, shall be Subscribing Members of the Branch. All other members of the American Society of Civil Engineers of all grades, whose addresses are within the boundaries of the Branch, as defined by the Society, shall be Assigned Members of the Branch.

ARTICLE III. DUES AND FINANCES

Section 1. The Southern Colorado Branch activities shall be financed by Southern Colorado Branch annual dues and an annual allocation of monies from the Colorado Section based on a budget proposed by the Southern Colorado Branch and approved by the Colorado Section.

Section 2. The Society's dues year is from January 1 through December 31.

Section 3. The fiscal year of the Society shall be from October 1 through September 30.

Section 4. There shall be no entrance fee into the Southern Colorado Branch of the Colorado Section.

Section 5. The annual dues of each Southern Colorado Branch member, in addition to Society and Colorado Section annual dues shall be not less than 0¢, nor more than \$20 per year. The Board of Directors of the Southern Colorado Branch may authorize an increase in the annual dues to the Southern Colorado Branch, by a majority vote of the in good standing members of the Southern Colorado Branch, in attendance at a regularly scheduled meeting. If a dues increase is proposed, it must be proposed in writing to the Southern Colorado Branch members in writing at least 20 days in advance of the regularly scheduled meeting in which a vote would be cast.

ARTICLE IV. OFFICERS

Section 1. The elected officers of the Southern Colorado Branch shall be a President, a Vice-President, a Secretary, and a Treasurer. A Board of Directors, in which the government of the Branch shall be vested, shall constitute the above elected officers, the latest resident Past-President, and all active Committee Chair persons. Committee Chairs will not be elected positions, but are appointed by the individual committee members.

Section 2. All officers shall be elected for terms of one year, which terms shall begin at the close of the Society fiscal year and continue until their successors are elected and assume the offices. If a special election is required to fill position vacancies, the term of the new incoming officers shall be set by the current Board of Directors.

Section 3. Only Subscribing Members of the Branch shall be eligible for election to office.

Section 4. A vacancy in the office of President shall be filled by the Vice-President. Other vacancies shall be filled for the unexpired term by appointment by the Board of Directors.

Section 5. The duties of officers shall be those usual for such officers.

Section 6. The Board of Directors shall oversee the preparation of the Annual Report which shall be submitted to the Section in accordance with published requirements.

Section 7. At meetings of the Board of Directors, four (4) members shall constitute a quorum.

ARTICLE V. NOMINATION OF ELECTION OF OFFICERS

Section 1. The Nominating Committee shall consist of not less than two (2) members, including the most recent active Past-President (if available to participate) of the Southern Colorado Branch. The Nominating Committee shall be appointed by the Board of Directors prior to the Branch meeting at which the candidates will be announced.

Section 2. The Nominating Committee shall choose one or more candidates for election to each office and obtain the consent of each nominee to serve if elected. The Nominating Committee shall announce the candidates for office at Branch meeting held prior to the election. Each candidate is then offered the floor to present their case for their nomination. Each candidate shall be allowed 5 minutes of time to present their Case.

Section 3. The Secretary shall send either an electronic or letter ballot, containing the list of official nominees and a space for a write-in vote for another candidate for each office, to each Subscribing Member of the Branch at least 20 days previous to the Annual Meeting.

Section 4. Ballots returned to the Secretary up to the time of counting shall be opened and counted by three tellers appointed by the President. For each office the candidate receiving the highest number of votes cast shall be declared elected.

Section 5. During special circumstances, as determined by the Board of Directors, an oral vote for officers can be completed at a regularly scheduled meeting, with the stipulation that the call to vote is announced in the meeting notice at least 10 days prior to the meeting.

ARTICLE VI. MEETINGS

Section 1. The Annual Meeting shall be held on such date and at such place as the Board of Directors designate. Other meetings shall be called at the discretion of the Board of Directors; or by the President upon the written request of at least ten Subscribing Members of the Branch.

Section 2. In addition to the Annual Meeting, at least five (5) other meetings shall be held each year at regular intervals.

Section 3. The Board of Directors shall hold at least six (6) Board of Directors Meetings each year at regular intervals.

Section 4. At all meetings, except for the Board of Directors Meeting, ten (10) Subscribing Members of the Branch shall constitute a quorum.

Section 5. Notice of call for a Branch meeting shall be communicated, electronically or by mail, to all subscribing members of the Branch not less than ten (10) days in advance of the meeting date.

Section 6. All business meetings of the Branch and of the Branch Board of Directors shall be governed by Robert's Rules of Order, Newly Revised, except as provided in these bylaws.

ARTICLE VII. COMMITTEES

Section 1. The Board of Directors each year may appoint the following committees: Programs, Membership, Student Programs, Scholarship, Special Events, Nominating, and Young Members. The Board of Directors may also eliminate or combine committees, as necessary for efficiencies and/or the welfare of the Branch.

Section 2. The Board of Directors shall appoint such other committees as are from time to time deemed necessary.

ARTICLE VIII. AMENDMENTS

Section 1. Bylaws may be adopted or amended only by the following procedure:

(a) The proposed Bylaw shall be distributed to the subscribing membership of the Branch who shall be given the opportunity to vote.

(b) Proposed amendment to the Bylaws may be distributed to the Subscribing Membership of the Branch to be voted upon or voted upon by those Subscribing Members of the Branch in attendance at a regular or called meeting if the intent of the proposed amendment was made known to the Subscribing Members along with the meeting notice.

(c) To become effective it shall receive an affirmative vote of not less than a majority of the Subscribing Members of the Branch voting, and the approval of the Executive Committee of the Colorado Section.

ARTICLE IX. MISCELLANEOUS PROVISIONS

Section 1. No part of the net earnings of the Branch shall inure to the benefit of any private shareholder or individual and no substantial part of the activities of the Branch shall be carrying on propaganda, or otherwise attempting to influence legislation and the Branch shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Section 2. Upon dissolution of the Branch, the assets remaining after the payment of the debts of the Branch shall be distributed to such corporation, community chest, fund, or foundation, organized and operated exclusively for religious, charitable, scientific, testing for public safety, literary or educational purposes, or for the prevention of cruelty to children or animals, which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code, as they now exist or as they may hereafter be amended, as the Board of Directors shall have designated and in the absence of such designation they shall be conveyed to the American Society of Civil Engineers.