

## Section By-Laws

### AACE International Rocky Mountain Section By-Laws

Last Revised- July 1, 2013

#### **ARTICLE I – DEFINITIONS**

• **Section 1.** Jurisdiction. The geographical area served by this Section shall be the State of Colorado, and those portions of Wyoming and Montana which may be properly served by the Section Board of Directors headquartered in Denver.

• **Section 2.** The ARTICLES which constitute this document shall be the BY-LAWS and will hereafter be referred to as the "By-Laws."

AACE INTERNATIONAL, INC., hereinafter referred to as "AACE" or "the Association." AACE stands for the Association for the Advancement of Cost Engineering International.

The Rocky Mountain Section will hereafter be referred to as the "Section" or "RMS."

The Board of Directors for the Section will hereafter be referred to as the "Board."

Anyone holding membership in the AACE in the class MEMBER will hereafter be referred to as a member.

Anyone holding membership in the AACE in the class ASSOCIATE will hereafter be referred to as an associate.

Anyone holding membership in the AACE in the class STUDENT will hereafter be referred to as a student.

A year, as used in ARTICLE IV, Terms of Office, shall be the elapsed time from the meeting prior to the AACE Annual Meeting to the meeting prior to the AACE Annual Meeting of the following year.

#### **ARTICLE II – MEMBERSHIP**

• **Section 1.** Membership in the Section is governed by Article III-MEMBERSHIP of the AACE Constitution.

• **Section 2.** Members in good standing with AACE are eligible for Membership in the Section through voluntary election or by either living within or having a principal place of business within the geographical limits of the Section as defined in ARTICLE I, Section 1 of these By-Laws.

• **Section 3.** The classes of membership shall be as follows:

Member  
Associate  
Student

Members and Associates are entitled to all privileges defined in these By-Laws. Students are entitled to all privileges defined in these By-Laws, except those of voting and of holding elective office.

## **ARTICLE III – OFFICERS AND BOARD OF DIRECTORS**

- **Section 1.** The Officers of the Section shall be the following:
  - President
  - Vice President
  - Secretary
  - Treasurer
- **Section 2.** The government and management of the Section is vested in the Board, except as otherwise provided for in the By-Laws.
- **Section 3.** The Board shall consist of the following:
  - Officers (5)
    - President
    - Vice President
    - Secretary
    - Treasurer
    - 1<sup>st</sup>-Past President
  - Directors (Maximum of 3)
- **Section 4.** All Officers and Board Members shall be members of the Section and must hold membership in the AACE in any class as defined in the AACE Constitution, ARTICLE III, Section 1, except Student Member. Officers and Board Members shall be elected by Members and Associates. To be eligible for election, a member must either live within, or have his or her principal place of business within, the geographical limits of the Section as defined in ARTICLE I, Section 1, of these By-Laws.
- **Section 5.** A quorum of the Board shall consist of any four Board Members.
- **Section 6.** Vacancies occurring in any office or among Directors shall be filled by vote of the Board for the unexpired portion of the term, except in the case of President, in which instance the Vice President will succeed.

## **ARTICLE IV – TERMS OF OFFICE**

- **Section 1.** An officer shall serve a term of one year, but maybe reelected to the same office for one additional term.
- **Section 2.** Directors shall serve terms as follows:

1<sup>st</sup>-Past President – two (2) years.

Directors – two (2) years each (alternate terms – one (1) new Director to be elected each year).

Three directors will be chosen at the first election, one to serve one year, the other two to serve two years. At the beginning of the second year, the first past president will become the third director, to serve two years. At the beginning of the third year, the first and second past presidents will be directors, and one additional director must be elected. Every year thereafter, one new director must be elected, to serve for a term of one year.

- **Section 3.** Officers and Directors shall be installed in office at the meeting prior to the AACE Annual Meeting.

## **ARTICLE V – DUTIES OF OFFICERS AND DIRECTORS**

- **Section 1.** In addition to the duties prescribed herein, the President, and in the case of the President's absence, the Vice President, shall preside at all meetings of the Section and perform such other duties as customarily pertain to the offices of President and Vice President. If the President and Vice President are both absent a Director shall preside at the meeting. The President shall ensure that all required submittals due AACE are met in a timely manner during the term. In

addition, the 1<sup>st</sup>-Past President shall inform the AACE Executive Director of the full names and addresses of the new officers no later than June 1 of each year.

- **Section 2.** In addition to the duties prescribed herein, the Secretary shall keep such minutes of the proceedings of the Board as may be required, shall keep the minutes of the Section meetings, and shall keep a roll of the members. The Secretary shall also coordinate with the Webmaster to keep the Section website current.
- **Section 3.** The Treasurer shall receive and have charge of the funds of the Section and shall disburse the same only upon the authority of the President or the Secretary of the Section. The Treasurer shall report annually in writing to the membership or more often if required. The accounts shall be audited by an Auditing Committee at least once a year.
- **Section 4.** In addition to its other duties prescribed herein, the Board shall meet, either in person or through conference call, at least twice a year on the call of the President or any three Members of the Board. It shall have power to make such regulations, not inconsistent with the By-Laws, as shall be necessary for the protection of the property of the Section and for the preservation of good order in the conduct of its affairs. It shall also be the duty of the said Board to present business for the action of the Section. If the President and Vice President are both absent from a regular meeting of the Section, a Director shall preside at that meeting.

## **ARTICLE VI – COMMITTEES**

- **Section 1.** Standing committees are appointed by the Board no later than the meeting following the installation of Officers and shall serve terms of one year.
- **Section 2.** The committees shall devise their own rules of procedure subject to the approval of the Board.
- **Section 3.** The following Standing Committees are recommended:
  - Nominating
  - Membership
  - Publicity
  - Program

The Vice President of the Section shall be the Chairman of the Program Committee. The 1<sup>st</sup>-Past President shall be the Chairman of the Nominating Committee. The President shall be an ex-officio member of all committees.

- **Section 4.** Special committees may be appointed by the Board as required, and shall serve terms as required to accomplish their purposes, but, in no event shall the term be longer than one year.

## **ARTICLE VII – MEETINGS**

- **Section 1.** Nine monthly meetings of the Section shall be held per year.
- **Section 2.** Meetings shall generally be held on the third Thursday evening of the month.
- **Section 3.** Programs may be scheduled for any of the meetings, but, in addition, the May meeting will be the meeting at which election results are announced.
- **Section 4.** Procedural questions requiring rulings not specifically provided for in the Constitution and By-Laws shall be decided in accordance with [Robert's Rules of Order Revised](#).
- **Section 5.** The order of business at every business meeting of the Section shall be as follows:
  - a. Reading of the minutes of the preceding meeting.
  - b. Reports by members of the Board.
  - c. Committee Reports.
  - d. Other business.
  - e. Program

This order may be changed for any meeting by a voice vote of the majority of the members present at that meeting.

- **Section 6.** The time and location of each meeting shall be the responsibility of the Program Committee. The Secretary shall be responsible for notifying each member, in writing, at least one (1) week prior to the date of the meeting. Other publicity shall be the responsibility of the Publicity

Committee under the direction of the Secretary.

## **ARTICLE VIII – FINANCIAL**

- **Section 1.** Each member shall pay annual dues to AACE through the member registration.
- **Section 2.** The fiscal year of the Section shall extend from June 1 to May 31. A financial report shall be given by the Treasurer at the first scheduled meeting of each fiscal year.
- **Section 3.** Officers and Directors shall have no power to make the Section liable for any debts amounting to more than half of the uncommitted cash in the Treasury.

## **ARTICLE IX – ELECTIONS**

- **Section 1.** Election of Officers and Directors shall be by online ballot prior to the April meeting.
- **Section 2.** It shall be the purpose of the nominating committee to select at least one candidate for each office and directorship to become vacant. The committee must obtain the agreement of each individual to serve if elected.  
The nominating committee shall report to the February meeting its proposed selection of candidates, accompanied by a brief biographical sketch for each candidate.
- **Section 3.** At the February meeting, any member, not already proposed by the nominating committee, may be proposed for nomination from the floor by at least five members in good standing, such proposal to be written and signed by each of the five members.
- **Section 4.** The Secretary shall have a ballot prepared with all of the nominees' names appearing under the particular offices. The nominees' name(s) proposed by the nominating committee shall appear first regardless of alphabetical order. The ballot shall clearly instruct the voters as to the appropriate marking to be used and the number of people that may be voted for in each office or directorship. Enclosed with each ballot shall be a short biographical sketch of each candidate. This electronic ballot kit shall be mailed to each member and associate in good standing no later than the March meeting.  
Upon receipt of each ballot, the Secretary shall check the signature against the roll of Members and Associates in the Section;; date it; initial it, and lay it aside for the May meeting.
- **Section 5.** The President may appoint a special committee of tellers for the May meeting, when the ballots have been recorded, the votes shall be tabulated and the tabulation turned over to the Secretary. The Secretary shall audit the tabulation against the record of the number of ballots received, and announce the results.
- **Section 6.** Any Officer or Director may be removed from office, with or without cause, by a two-thirds vote of all members and associates eligible to vote under the Constitution and By-Laws.
- **Section 7.** If meetings are not held during any of the above stipulated months the schedule for voting will be modified to reflect the change. However, the officers and directors will be installed at the meeting preceding the AACE Convention.

## **ARTICLE X – AMENDMENTS**

- **Section 1.** Proposals to amend the By-Laws must be signed by at least ten members of the Section and must be submitted in writing to the Board.
- **Section 2.** The Board shall consider these proposals and notify the proposers of the Board's opinion within sixty days.
- **Section 3.** These By-Laws may be amended at any meeting of the Section provided official notice of the proposed amendment shall have been mailed to each member with notice of the meeting at least one month in advance thereof. A two-thirds vote of those present shall be necessary to amend these By-Laws.
- **Section 4.** Any particular Section of the By-Laws may be suspended for the duration of that meeting by unanimous consent of the members present at any meeting for a single stated purpose.
- **Section 5.** Amendments to these By-Laws shall become effective at the next regular meeting.
- **Section 6.** The AACE Board shall be notified of approved amendments to these By-Laws.