



BY-LAWS

Updated and Approved March 15, 2007

Article I – Name

The name of this organization shall be **The Patriot Chapter** of the Association for Commuter Transportation, Inc.

Article II – Purpose

This organization (hereinafter referred to as “Chapter”) has been formed to carry out on a local/regional basis all of the aims and purposes of the Association for Commuter Transportation, Inc. (hereinafter referred to as “ACT”).

Article III – Territory

The Chapter shall encompass the following geographical territory: the states of **Massachusetts, New Hampshire, Rhode Island, Vermont, Maine and Connecticut.**

Article IV – Membership

Any ACT member in good standing whose principal place of business is located within the territory shall automatically become a member of the Chapter. All questions relating to eligibility and status of membership shall be subject to review by ACT.

Article V – Meetings

1. The Chapter shall hold at least three general membership meetings each year.
2. Special meetings may be called by a majority of the Board of Directors, or upon written petition of at least one-third of the members in the Chapter.
3. Notice of meetings shall be given to all members in the Chapter by mail, email, or fax at least ten (10) days prior to the date of such meeting. No business shall be conducted in a meeting except those matters specifically set forth in the meeting notice.
4. A quorum shall consist of 25 percent of the members in the Chapter.

Article VI – Voting

1. Only ACT members in good standing shall be eligible to vote. Each member shall have one vote.
2. A member whose ACT dues are not paid within ninety days after the first of the year shall be denied the privilege of voting until notification of dues payment is received by the chapter.

Article VII – Officers

1. Elected chapter officers shall consist of: President, Vice President, Secretary and Treasurer. The immediate Past President will serve as a non-voting, ex-officio member of the chapter board.
2. Each officer shall be an ACT member and shall be elected to serve for a term of two years. An officer is limited to serving no more than two consecutive, elected terms, in the same position.
3. Elections shall be held at least two-months prior to the ACT International Conference, with newly elected officers assuming office during the chapter meeting held during the conference.
4. In the event an office shall be or become vacant; the President may appoint a member, with the consent of the Chapter Board of Directors, to fill the unexpired term.

Article VIII – Chapter Board of Directors

1. The Chapter Board of Directors shall consist of the Chapter officers and the chairpersons of the permanent committees enumerated in Article IX hereof.
2. The Chapter Board of Directors shall be responsible for the conduct of the affairs of the Chapter and shall have the authority to govern the activities of the Chapter in accordance with its aims and purposes, subject to the authority and control of the ACT Board of Directors.
3. The Chapter Board of Directors shall convene at least two times each year. Each member of the Chapter Board of Directors shall have only one vote at meetings of the Board. A majority of Board members, including the Chapter President and Vice President, shall constitute a quorum for the transaction of business at a Board meeting.

Article IX – Committee

1. The following shall be permanent committees of the Chapter: Membership and Program. The chairperson of each of the above mentioned committees shall be a member of the Chapter Board of Directors pursuant to Article VIII.
2. The chairperson of each permanent committee shall be appointed bi-annually by the Chapter President with the approval of the Chapter Board of Directors. The members of each committee shall be appointed bi-annually by the Chapter President with the advice of the committee chairperson.

Article X – Compensation

No members of the chapter shall receive, directly or indirectly, any compensation for services performed for or on behalf of the Chapter.

Article XI – Conduct of Elections

1. By April 1st of an election year, the Chapter shall, with the approval of the Chapter Board of Directors, appoint a nominating committee of at least two persons for the purpose of placing in nomination the names of at least one member for each elective office to be filled for the ensuing term. The nominating committee shall report their nominees to the Chapter President at least three months prior to the ACT International Conference. Any member shall have the right to place in nomination for any elective office the name of a member who has indicated willingness to serve in such elective office.
2. Ballots shall be provided via email, online, and/or mail to each member at least two months prior to the ACT International Conference. Members shall have three weeks to select their nominees and return their ballot to the nominating committee. Newly elected officers will be notified of their election within 10 days of the close of the vote.
3. The nominee receiving the highest number of votes cast shall be elected. There shall be no cumulative voting.

Article XII – President

1. The President shall have the authority of chief executive of the Chapter. The President shall preside at all meetings and shall appoint and be a member of all committees and shall have the power to convene such committees.
2. In the absence of the President, the Vice President, the Secretary, and the Treasurer, in such order of succession, shall assume the duties and powers of the President.

Article XIII – Vice President

In the absence or disability of the President the Vice-President shall assume all of the powers and duties of the President.

Article XIV – Secretary

1. The Secretary shall keep an accurate record of all acts and proceedings of the organization, shall maintain a proper record of the membership of the organization, shall maintain and be custodian of books and records of the organization, shall give all notices to members and officers, whenever required or directed to do so, shall act as purchasing agent for the organization within the authority granted him/her by the Chapter Board of Directors and shall in general perform all of the duties usually pertaining to the office of the Secretary.
2. The Secretary shall keep complete and accurate minutes of each Chapter meeting and shall prepare the same in form and substance as designated from time to time by ACT. Copies of all such minutes shall be promptly forwarded to the National Office of ACT or to such other place designated by the ACT Board of Directors.

Article XV – Treasurer

The Treasurer shall receive and safely keep all money belonging to the organization and shall disburse same under the direction of the Chapter Board of Directors. He/She shall keep a proper and accurate account of the receipts, disbursements and finances, and shall present reports thereof at the annual meeting and at such other times and places as the President of the Chapter or the Board of Directors of ACT shall determine. Copies of all financial reports shall be filed promptly with ACT in such form as ACT may require. The Treasurer shall receive all money, checks, and drafts paid on behalf of the organization and shall forthwith endorse same for deposit and deposit same in a bank designated by the Board of Directors to the credit of the Chapter. The Treasurer shall present at the first Board of Directors meeting following his/her election an expense budget for the ensuing year.

Article XVI – Fees and Due

Fees, dues or assessments, if any, will be established by the Chapter, with the approval of the ACT Board of Directors.

Article XVII – Limit and Authority

Neither the Chapter nor any member thereof shall have the power or authority to act on behalf of or commit or obligate ACT in any matter or for any reason unless given express prior written authority by ACT.

Article XVIII – Amendment

This Code of Regulations may be amended, modified or repealed in whole or in part, upon approval of the Chapter Board of Directors and written approval of the majority of the Members of the Chapter, together with the written approval of the Board of Directors of ACT.

Article XIX – Source of Authority

The Chapter shall be constituted and function by authority of the Board of Directors of ACT, and it shall derive all of its powers, responsibility and authority exclusively from ACT, subject to applicable provisions of law.

Article XX – Separability

If any hereof shall be invalid, ineffective or in conflict with the law of any state of jurisdiction, such provisions shall be deemed separable from the remaining provisions hereof and such remaining provisions shall not be affected thereby and shall continue in full force and effect.

Article XXI – Suspension or Revocation of Chapter

The Board of Directors of ACT shall have the authority to cause the Chapter to be suspended or its authority revoked for any circumstances which in its opinion may be justifies in the overall best interest of ACT. Appeal of such judgment shall be in accordance with the by-laws of the Association of Commuter Transportation.