

BYLAWS
SOUTHEAST CHAPTER OF
THE ASSOCIATION FOR COMMUTER TRANSPORTATION

ARTICLE I - NAME

The name of this organization is the Southeast Chapter of the Association for Commuter Transportation or SEACT, a chapter of the National Association for Commuter Transportation (ACT).

ARTICLE II - PURPOSE

The organization promotes efficient use of alternative transportation resources as commute options within urban and non-urban areas. Furthermore, SEACT works with local, state, and regional entities to better their understanding of commute alternatives and to foster transportation opportunities.

ARTICLE III - TERRITORY

The boundary of SEACT includes the following states: Alabama, Georgia, Florida, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee and the Commonwealth of Puerto Rico.

ARTICLE IV - MEMBERSHIP

The classes of membership established by ACT also provides for SEACT affiliation.

ARTICLE V - MEETINGS

1. A minimum of one (1) general membership meeting shall be conducted annually at such date, time, and place established by majority vote of the SEACT Board of Directors.
2. SEACT may sponsor regional conferences or symposiums at the discretion of the SEACT Board of Directors.
3. Special meetings may be held at such times as designated by a majority of the SEACT Board of Directors or upon written petition by at least one-third (1/3) of SEACT members.
4. Notice of each special SEACT meeting shall be mailed, e-mailed or both to all Chapter members at least ten (10) days prior to the meeting date. No business shall be conducted at a special meeting except those matters specifically set forth in the meeting notice. Inadvertent failure, defect or omission in giving such notice shall not invalidate any act or proceeding of an otherwise duly constituted meeting.
5. A quorum shall be defined as one-third (1/3) of membership in good standing as of

January 1.

6. All SEACT meetings shall be conducted in accordance with the latest published version of Robert's Rules of Order.

ARTICLE VI - VOTING

1. Any SEACT member in good standing shall be eligible to cast one vote.

2. Any SEACT member whose dues remain unpaid ninety (90) days after becoming due and payable, or who has otherwise been deemed not in good standing by a majority of either the ACT or SEACT Board of Directors shall be denied the privilege of voting until dues become current or the privilege is reinstated by the SEACT Board of Directors.

ARTICLE VII - BOARD OF DIRECTORS AND OFFICERS

1. The SEACT Board of Directors shall be the following officers: President, Vice President, Secretary, Treasurer and Immediate Past President.

2. The officers shall be members in good standing with ACT.

3. Each officer shall be elected to a term of two years, from January 1 of each even numbered year, through December 31 of each odd numbered year.

4. If an office is vacant, the President may appoint a replacement to fill the unexpired term and confirmed by a majority vote of the Board of Directors.

5. If an officer cannot fulfill his/her duties as described in Articles XI through XIV, the President shall appoint a replacement confirmed by a majority vote of the Board of Directors.

6. Because SEACT membership encompasses several states and to effectively spread Board/Officer representation throughout the Chapter, two officers shall not be elected from the same organization working from the same physical address.

7. The SEACT Board of Directors is responsible to conduct SEACT business and has the authority to govern SEACT activities in accordance with its aims and purposes.

8. The SEACT Board of Directors shall convene at least four (4) times annually at such times and places set by the Board of Directors. Directors may participate in the Board meeting using communication by which all Directors participating may simultaneously hear each other during the meeting and are considered present.

ARTICLE VIII - COMMITTEES

1. The Board of Directors may create committees as needed. The chairman of the created committee must be a SEACT member in good standing. Committee members may be

SEACT members or nonmembers. The chairman and committee members shall serve at the pleasure of the Board of Directors.

2. Committees created by the SEACT Board of Directors shall expire upon completing assigned tasks or as board members' term expires.

3. Committee Chairs shall be appointed by the President a majority vote of the SEACT Board of Directors concurring.

4. There shall be two (2) standing committees. They are:

Regional Conference Committee - This committee, appointed by the President with the Board of Directors concurring, shall develop the conference program, publicize the conference, negotiate site selection, and perform other conference-related tasks subject to approval by a majority of the SEACT Board of Directors. The term of this Committee shall be one year and ends at the close of the annual Regional Conference.

Communications Committee - This committee, appointed by the President with concurrence of the Board of Directors, will act as a clearinghouse for professional and technical information as it relates to SEACT's mission. Terms for this committee shall be concurrent with the Board of Directors' term.

ARTICLE IX - COMPENSATION

No SEACT member shall receive compensation directly or indirectly for services performed for or on behalf of SEACT. However, with prior written approval by the SEACT Board of Directors, SEACT may reimburse reasonable travel expenses and/or meeting registration fees to officers and members in order to administer SEACT-related business.

ARTICLE X - CONDUCT OF ELECTIONS

1. Nominations shall be solicited from SEACT membership by August 1 of each odd numbered year. Any member in good standing may nominate another SEACT member in good standing, who is willing to serve subject to eligibility as defined in Articles VII and VIII.

2. Members may run for only one position.

3. Elections by electronic secret ballot will be conducted and completed by September 15 in each odd numbered year.

4. Because the geography of SEACT encompasses several states and to effectively spread Board and Officer representation two officers shall not be elected from the same organization working from the same physical address.

ARTICLE XI - PRESIDENT

1. The President is SEACT's Chief Executive Officer. S/he shall preside at all meetings, establish committees as necessary (and approved by the Board of Directors), appoint members to the Board of Directors, in accordance with Article VIII, and represent SEACT adopted policy positions. The President shall approve all expenditures and carry out the organization's aims and objectives.
2. The President shall present an annual work plan and operating budget at a date and time set by the SEACT Board of Directors for approval by majority vote.
3. If the President is absent or disabled, the Vice President, Secretary and Treasurer, in such order of succession, shall assume the duties and powers of the President.

ARTICLE XII - VICE PRESIDENT

The Vice President shall coordinate with the President to carry out SEACT purposes and the programs established by its members. In the President's absence, the Vice President shall preside over the Board of Directors and general membership meetings.

ARTICLE XIII - SECRETARY

1. The Secretary shall keep an accurate record of all acts and proceedings of SEACT, shall maintain proper membership records, and give notices to members and officers, whenever required or directed to do so, and shall, in general perform the duties usually required of the office of Secretary.
2. The Secretary shall serve as parliamentarian and keep complete and accurate minutes of each Chapter meeting. Copies of minutes shall be forwarded to ACT within one calendar month.
3. The Secretary may send out electronic Board meeting notices as instructed by the President in accordance with the Bylaws.

ARTICLE XIV - TREASURER

1. The Treasurer shall receive and safely keep all money belonging to the organization and shall disburse same under the direction of the Board of Directors. S/he shall keep a proper and accurate account of receipts, disbursements and finances, and shall present an annual report to the Board of Directors and general membership at such date, time, and place established by majority vote of the SEACT Board of Directors. Copies of all financial reports shall be filed within the timelines established by ACT in such form as it may require.
2. The Treasurer shall receive all monies, checks, drafts, debit/credit cards or other forms of electronic payments on behalf of SEACT and shall endorse same for deposit in a bank account designated by the SEACT Board of Directors.

ARTICLE XV - SPECIAL ASSESSMENTS / FEES

A special assessment or fee for identified services may be enacted, subject to approval by a majority of the SEACT membership present at a scheduled general membership meeting.

Fees for conferences, symposiums, workshops, webinars or publications may be established by majority vote of the Board of Directors.

ARTICLE XVI - LIMIT AND AUTHORITY

Neither SEACT nor any member thereof shall have the power or authority to act on behalf of or commit or obligate the Association for Commuter Transportation (ACT) in any manner or for any reason unless given express prior written authority by the ACT Board of Directors.

ARTICLE XVII - AMENDMENTS

These Bylaws may be amended, modified or repealed, in whole or in part, by a majority vote of the membership. Any proposed changes to the Bylaws must be approved by the SEACT Board of Directors, reviewed by ACT, submitted in writing electronically or by mail to the membership fourteen (14) days in advance of voting. Voting can be administered using an electronic voting system.

ARTICLE XVIII - SOURCE OF AUTHORITY

SEACT shall be constituted and function by authority of the Board of Directors of the Association for Commuter Transportation (ACT), and shall derive its powers, responsibility and authority exclusively from ACT subject to applicable provisions of law.

ARTICLE XIX - SEPARABILITY

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

Reviewed by Association for Commuter Transportation

_____ Date _____

Signature

Adopted by the SEACT Membership

Effective Date August 23, 2013

SEACT Secretary Marci Larson

SEACT President Diane Thorne