

## **BYLAWS**

### **SOUTHWESTERN ASSOCIATION OF TECHNICAL ACCIDENT INVESTIGATORS**

#### **ARTICLE I**

##### **Name**

##### **Section 1**

The name of this organization shall be the Southwestern Association of Technical Accident Investigators, Incorporated.

#### **ARTICLE II**

##### **Section 1**

The general purposes of the Association shall be to encourage and promulgate the development of professional technical accident investigation and highway safety; to promote research and development of programs leading to better technical accident investigations; to promote the development and dissemination of new knowledge in the field of traffic safety and accident investigation.

##### **Section 2**

Notwithstanding any provisions of these bylaws which might be susceptible to a contrary interpretation, the Association shall be organized and operated for scientific and education purposes.

#### **ARTICLE III**

##### **Membership**

##### **Section 1 - Membership**

Membership in the Association shall be open to persons engaged in the practice of technical accident investigation and to those whose interests and professional activities correspond with the purposes of the Association. Applications for membership and approval thereof shall be in accordance with procedures established by the Membership and Credentials Committee and with approval of the Board of Directors. Membership in the Association shall be a privilege and subject to termination at any time as provided in Article III, sections 3 and 4.

## **Section 2 - Classes of Membership**

The membership of the Association shall be divided into voting and non-voting members.

### **A. Voting Membership**

1. Regular Membership: Regular membership shall be limited to those persons whom upon application have shown an interest in the area of accident investigation and are actively pursuing that endeavor or a related field including but not limited to peace officers, attorneys, investigators, engineers and students.
2. Sustaining Membership: A corporation, company, foundation, or other business group, having a legitimate and concerned interest in technical accident investigation and traffic safety, to the satisfaction of the Membership and Credentials Committee, and wishing to support the activities of the Association may become a sustaining member paying annual dues as determined by the Association. Each sustaining member shall designate one person to act as a representative to receive all Association publications and membership mailings, this representative shall have all rights and privileges of the Association.

### **B. Non-Voting Membership**

1. Emeritus: Emeritus membership may be granted at the discretion of the Board of Directors to certain senior members of the Association. Emeritus members shall have all the privileges of the organization, save voting privileges, and shall not be required to pay annual dues.
2. Honorary: Honorary membership may be granted to individuals who have distinguished themselves by outstanding achievements and contributions to the field of technical accident investigation and traffic safety, who have shown dedication to the purposes for which this Association exists and who, through efforts and contributions, would enhance the aims and objectives of this Association. Candidates for this honor shall be specifically proposed by the Board of Directors to the membership for election at an annual meeting of the Association. Honorary members shall have all privileges of the organization, save voting privileges, and shall not be required to pay annual dues.

## **Section 3 – Resignation**

Any member may resign by directing a letter of resignation to the Secretary. The resignation shall be effective upon acceptance by the Board of Directors.

## **Section 4 - Suspension**

Any member may be suspended by the Board of Directors for infraction of the Association rules or any other cause if a majority of the Directors should deem such suspension in the best interest of the Association. Upon such suspension, the member shall be immediately informed in writing, and shall be given the right to a hearing on the matter before the Board of Directors.

### **Section 5 - Reinstatement**

On written request by a former member and filed with the Secretary, the Board of Directors, by the affirmative vote of two-thirds of the Board, may reinstate such former member to membership on such terms, as the Board of Directors may deem appropriate.

### **Section 6 - Transfer of Membership**

Membership in this corporation is not transferable or assignable.

## **ARTICLE IV**

### **Officers**

#### **Section 1 - Officers**

The Officers of the Association shall be a President, Vice-President, Secretary and Treasurer.

#### **Section 2 - Elections**

- A. The Vice President shall be a present or former member of the Directors and shall be the President-elect. He shall succeed to the presidency at the next general election. The Secretary and Treasurer shall be elected from the membership of the Association in good standing.
- B. A slate of nominees shall be submitted to the Board of Directors by the membership. The Officers shall be elected by the Board for a period of one year or until a successor is elected and qualified. The election shall take place at the Board meeting prior to the annual meeting.

#### **Section 3 - Duties**

- A. **President:** The President shall preside at all meetings of the Association and shall perform all duties usually assigned to that position. The President shall be the Executive Officer of the Association. The President shall appoint, with the approval of the Board, the membership and Chairman of the standing committees and will be an ex officio member of all committees.
- B. **Vice President:** The Vice President shall assume the duties of the President in his absence and perform other duties as directed by the President.
- C. **Secretary:** The Secretary shall attend all meetings of the Board of Directors and membership and record minutes of the meetings. He shall keep an up-to-date roll of members and perform other duties as directed by the President.
- D. **Treasurer:** The Treasurer shall have custody of all monies, debts and obligations belonging to the Association. The Treasurer shall give a report of the financial status of the Association at the annual meeting and, if so requested, at any meeting of the Directors. The Treasurer shall perform other duties as directed by the President.

#### **Section 4 - Vacancies**

Any vacancy occurring in any office shall be filled by the Board of Directors for the unexpired portion of the term.

#### **Section 5 - Removal**

The Board of Directors may remove any Officer elected or appointed by the Board with cause by a vote of two-thirds of the Board of Directors.

### **ARTICLE V**

#### **Board of Directors**

#### **Section 1**

The affairs of the Association shall be managed by the Board of Directors. The Board shall be subject to the orders of the Association and none of its acts shall conflict with actions taken by the Association.

#### **Section 2 - Number, Tenure and Qualifications**

The number of Directors, which shall constitute the whole Board, shall be five. Directors shall serve for a period of three (3) years. Directors shall be elected at the annual meeting of the members and shall assume office immediately upon election. The term of officers shall be until the next annual meeting of the members of the year in which the Director's terms expires and the election and qualification of his successor, or until removed. Directors may serve no more than two (2) successive terms.

#### **Section 3 – Ex Officio Members**

Officers, the President, Vice President and the immediate past president, if they are not then duly elected members of the Board and the corporation's attorney as selected by the Board shall serve as ex officio members of the Board without vote.

#### **Section 4 - Removal**

The members may at any time at a meeting called expressly for that purpose, remove any of the Board of Directors with cause by a vote of two-thirds of the voting membership.

#### **Section 5**

Regular meetings of the Board shall be held at the annual meeting and at the call of the Chairman or President or the majority of the Board. Any meeting of the Board other than that at the annual meeting must be preceded by notice or attempted notice by the Chairman to all members of the Board. A majority of the Board shall constitute a quorum for the transaction of business.

## **Section 6 - Decisions of the Board**

The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board.

## **Section 7 - Nominations for Election to the Board**

The Nominations and Awards Committee shall annually prepare a slate of nominees for election to the positions of the Board expiring at the next annual meeting. The nominations shall be submitted to the current Board no earlier than 120 days and no later than 90 days prior to the date of the annual meeting. The slate shall be presented to the voting membership by mail ballot. Any five (5) voting members in good standing may nominate a candidate for Director. Such nominations must be made in writing, signed by the members making the nomination, and delivered to the Chairman of the Nominations and Awards Committee not less than 60 days prior to the date of the annual meeting.

## **Section 8 - Election to the Board of Directors**

The Nominations and Awards Committee shall prepare a mail ballot, which shall be mailed to all voting members in good standing not less than thirty (30) days prior to the date of the annual meeting. The ballot shall be returned to the Secretary or his designate not less than five (5) days prior to the date of the annual meeting, except all voting members in good standing may exercise the option of voting at the annual meeting instead of by mail ballot. Election results shall be announced at the annual meeting and all members advised by the next general mailing.

## **Section 9 - Vacancies**

Any vacancy occurring in the Board of Directors and any Directorship to be filled by reason of an increase in the number of Directors shall be filled by the Board of Directors. A director appointed to fill a vacancy shall serve for the unexpired term of his predecessor in office except that each such appointment shall be subject to the approval of a majority of the members at the next annual meeting.

## **Section 10 - Chairman and Vice-Chairman of the Board of Directors**

Immediately following the annual meeting, the Board of Directors shall meet and elect a Chairman of the Board of Directors who will chair the meetings and activities of the Board. At the same meeting, the Board of Directors shall elect a Vice-Chairman of the Board who will substitute for the Chairman during the Chairman's absence.

# **ARTICLE VI**

## **Meetings**

### **Section 1 - Annual Meeting**

The annual meeting of the Association shall be held each year for the announcement of the elections of officers and directors, the reports of officers and committees, and for such business as lawfully may come before the meeting.

## **Section 2 - Special Meetings**

Special meetings of the members may be called by the Board of Directors as needed. The Board of Directors or President shall call a special meeting at the written request of the voting membership.

## **Section 3 - Notice of Meetings**

A written or printed notice stating the place, day, hour and purpose of any meeting of the members, including special meetings, shall be given by the Secretary, not less than fifteen (15) days before such a meeting to each member by mailing postpaid to the address appearing on the records of the Association.

## **Section 4 - Place of Meetings**

The Board of Directors shall designate the place of meetings.

## **Section 5 – Quorum**

At all meetings of the members, ten percent (10%) of the voting membership shall constitute a quorum.

## **Section 6 - Voting**

All action, except the election of Directors and amendments to the bylaws, shall be by a majority of those present and voting. Except as may herein after be provided, voting by proxy shall not be allowed except with approval of the majority of the Officers and Directors in accordance with the rules provided and after notice to all members.

# **ARTICLE VII**

## **Committees**

### **Section 1 - Appointment**

The President, with approval of the Board, shall appoint such committee as are desirable and appropriate to the goals of the Association, and shall outline the duties and responsibilities of each committee. The President shall nominate the chairman of such committees, with the approval of the Board, and all committee members upon the recommendation of the chairman. All reports and action taken by a committee must be approved by a majority of the committee membership. Members shall serve on a committee for a period of one year except as provided in Article VII, Section 4.

### **Section 2 - Reports**

A majority report on action taken by a committee must be filed with the Board of Directors within ten (10) days of such action. A minority report may be filed within ten (10) days of action by the committee.

### **Section 3 - Standing Committees**

In addition, the following standing committees shall be established:

- A. Bylaws
- B. Education
- C. Membership and Credentials
- D. Nominations and Awards
- E. Publications
- F. Resolutions and Grievance

### **Section 4 - Membership Committee**

The Membership Committee shall consist of no fewer than three, no more than five members. Of the committee members first appointed one shall serve for one year, two to four shall serve for two years. At the expiration of the terms, members shall be appointed to one year terms.

### **Section 5 - Ex Officio Members**

The Chairman of the Board of Directors or Vice-Chairman in his absence and President or Vice-President in his absence, shall be ex officio members of all committees.

## **ARTICLE VIII**

### **Financial**

#### **Section 1 – Dues**

Dues shall be payable on July 1 of each year in the amount determined by the Association for all individual and associate members. No refunds of membership dues shall be granted except as hereinafter provided.

#### **Section 2 - Delinquency**

Membership will automatically be terminated for non-payment of dues at the end of 60 days after payment is due for the current year.

#### **Section 3 – Budget**

An annual budget report shall be prepared under the direction of the Treasurer. Budget reports shall be available at the annual meeting and at Board meetings.

#### **Section 4 - Fiscal Year**

The fiscal year of the Association shall be July 1 to June 30.

### **Section 5 – Indebtedness**

Any member becoming indebted to the Association and being more than 90 days delinquent in such indebtedness, shall have had the amount of his indebtedness called to his attention in writing. If such indebtedness is not liquidated at the end of this time, then expulsion proceedings may be brought against the member.

### **Section 6 - Contracts**

The Board of Directors may authorize any officer or officers or agent or agents of the corporation, in addition to the officers so authorized by these bylaws to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation and such authority may be general or may be confined to specific instances.

### **Section 7 - Checks, Drafts or Orders**

All checks, drafts or orders for the payment of money, notes or other evidence of indebtedness issued in the name of the corporation shall be signed by such officer or officers or agent or agents of the corporation and in such manner as shall from time to time be determined by the Board of Directors, in the absence of such a determination such instrument shall be signed by the Treasurer and countersigned by the President or in his absence, the Vice-President of the corporation.

### **Section 8 - Deposits**

All funds of the corporation shall be deposited from time to time to the credit of the corporation in depositories as the Board of Directors may select.

### **Section 9 - Audit**

The financial books and records of the Corporation shall be audited annually during the month of January by an auditor approved by the Board of Directors. The Treasurer shall report the results of the audit to the membership at the first general meeting held subsequent to the completion of the audit. The Board of Directors shall designate a certified public accountant or certified public accounting firm to conduct the audit in place of the auditor.

## **ARTICLE IX**

### **Resolutions**

#### **Section 1 – Requirements**

Any resolution proposed by a member shall be submitted in writing to the Secretary not less than 60 days prior to the annual meeting. A copy of the proposed resolution shall be distributed to the membership with the notice of the annual meeting. A two-thirds vote of the Board of Directors may allow this requirement to be waived and the resolution presented directly to the Board as in section 2.



## **Section 2 - Consideration**

At any meeting of the Board of Directors, all duly submitted resolutions shall be read and referred by the President of the Resolutions Committee for its consideration. At the annual meeting, the Chairman of the Resolutions Committee shall present a report and move adoption. Any resolution adopted as prescribed above shall require the Secretary to cause a written report to be sent to the membership as soon as practicable describing the implementation undertaken.

## **Section 3 - Interval Resolutions**

In the interval between annual meetings, a resolution may be proposed in writing to the Secretary by any five members. It may then be considered by the Board of Directors at its next meeting, or by means such as mail and telephone communication. Approval by a majority of the Board shall cause the resolution to be submitted to the membership by mail ballot. Thirty days shall be allowed for the ballots to be returned. As soon as practicable, a report shall be given the membership with the outcome of the balloting, and if adopted, the implementation undertaken.

## **ARTICLE XI**

### **Parliamentary Authority**

#### **Section 1**

The rules contained in the current edition of Roberts Rules of Order shall govern the Association in all cases to which they are applicable and in which they do not conflict with these bylaws.

## **ARTICLE XII**

### **Amendments**

#### **Section 1 - Amendments of Bylaws**

The Officers or Directors of the Association or any 20 active members in good standing, by written petition directed to the Secretary, may propose an amendment to the bylaws. When such a proposal is made, a copy thereof shall be mailed to all members in good standing. Balloting shall be held at the next regularly scheduled meeting of the Association, except that all voting members in good standing may exercise the option of voting by mail ballot. Such a mail ballot must be returned to the Secretary not less than five days before the scheduled meeting in order to be valid.

Submission of the proposed amendments to the membership must be made not less than 30 days prior to the meeting at which voting will take place. If two-thirds of the voting members vote in favor of the amendment, the amendment shall thereby be approved and adopted. The Officers, at their discretion may devise and use a secret ballot which is satisfactory to a majority of the Officers and Directors~ The result of such balloting shall be announced to the membership in the next general mailing.

Effective	7/26/85
As Amended	7/18/86
As Amended	8/10/87
As Amended	7/24/88
As Amended	3/22/91