

EL PASO BRANCH OF THE TEXAS SECTION  
OF THE  
AMERICAN SOCIETY OF CIVIL ENGINEERS

CONSTITUTION  
(As Amended February 21, 1997)

Article I NAME

The name of this organization shall be "The El Paso Branch of the Texas Section of the American Society of Civil Engineers."

Article II OBJECTIVES

The objectives of this organization shall be the advancement of the science and profession of engineering; the promotion of the general welfare of the members of the American Society of Civil Engineers and the Texas Section thereof; and the cultivation of friendly relations among the members of the Texas Section through acquaintance by means of meetings at regular periods.

Article III MEMBERSHIP

Section 1. Membership in the El Paso Branch shall be restricted to Assigned Members of the Texas Section of the American Society of Civil Engineers, who may or may not be Subscribing Members of the Texas Section. An eligible voter shall be a member whose current dues to the El Paso Branch are paid.

Section 2. The jurisdictional area of this Branch shall be as designated by the Board of Directors of the Texas Section.

Article IV DUES

Annual dues shall be as provided in the By-Laws of this Branch.

Article V OFFICERS AND BOARD OF DIRECTORS

Section 1. The officers of this Branch shall be a President, a President-Elect, a Texas Section Director, a Secretary, and a Treasurer, who shall have the usual powers and shall discharge the usual duties of their respective offices in the administration of the affairs of this Branch. The President-Elect shall succeed to the office of the President. The other officers shall be elected at the regular meeting in April of each year by a majority vote of the eligible voters present and shall serve for one year or until their successors are duly elected and qualified, except that the Texas Section Director shall serve a two-year term. The Texas Section Director shall be elected in odd-numbered years with his term of office beginning at the close of the Texas Section's annual (fall) meeting following his election. The other officers shall assume the duties of their offices at the July meeting subsequent to their election. A member shall not be eligible to hold more than one office at one time.

Section 2. Directors: There shall be four (4) Branch Directors each serving two-year terms, with two (2) Directors being elected each year at the regular meeting in April. The retiring Directors' terms of office shall expire the day prior to the assumption of office by the duly elected Officers and Directors of the Branch.

Section 3. Board of Directors: A Board of Directors shall counsel and advise the officers in the administration of the Branch. The Board of Directors shall consist of: the elected Branch Officers, the most recent resident Past-President of the Branch, and four (4) Directors.

Section 4. Vacancy: A vacancy in the office of the President shall be filled by the President-Elect for the unexpired term. A vacancy in the office of President-Elect, Texas Section Director, Branch Director, Secretary, or Treasurer, shall be filled for the unexpired term at the next regular meeting by a majority vote of the eligible voters present. All members shall be notified prior to such meeting of the action to be taken.

#### Article VI MEETINGS

Section 1. The regular meeting dates and places shall be established by the Board of Directors. Special meetings may be called by the Board of Directors by notifying all members prior to such meetings. Specific action to be taken shall be included in the notification of such meeting.

Section 2. The presence of ten (10) members who are eligible voters, one of whom is an officer, shall constitute a quorum for any meeting.

#### Article VII COMMITTEES

The President shall appoint, with the approval of the Board of Directors, standing committees concerned with matters which are of continuing interest to the Branch. Other committees, as deemed necessary, may be appointed by the President.

#### Article VIII AMENDMENTS

An amendment to this Constitution must be first approved by a majority of the eligible voters present at a regular meeting of the Branch, and then be submitted to all members of the Branch by letter ballot and receive a two-thirds affirmative vote of the letter ballots returned within thirty (30) days, and provided further that such amendment shall subsequently receive the approval of the Board of Directors of the Texas Section of the American Society of Civil Engineers.

#### Article IX BY-LAWS

By-Laws shall be adopted consistent with this Constitution for the guidance of the officers and members of the Branch.

#### Article X DISSOLUTION

Upon dissolution of the Branch, the assets remaining after the payment of debts of the Branch shall be distributed to the Texas Section for its exclusive use in carrying out its objectives and purposes.

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BY-LAWS  
(As Amended October 11, 1990)

Article I DUES

Section 1. The amount of annual dues shall be established by the current By-Laws of the Texas Section as being that portion of the Texas Section dues considered as Branch dues.

Section 2. Annual dues are for the fiscal year October 1 to September 30, and shall be paid in advance to the Section for combined dues or to the Branch for separate dues.

Section 3. The amount of dues to be paid by the new member at the beginning of his membership shall be prorated on a quarterly basis according to the number of quarters remaining in the membership year, including all of the quarter in which membership begins.

Article II NOMINATION AND ELECTION OF OFFICERS

Section 1. On or before the date of the last meeting prior to the regular meeting in April, the President shall appoint a nominating committee of not less than three (3) members, none of whom are officers, to nominate not more than one (1) candidate for each office to be filled. The committee shall obtain the consent of the nominee to serve if elected. Any members eligible to vote may make other nominations from the floor.

Section 2. The officers and directors shall be elected at the regular meeting in April by the majority vote of the eligible voters present. A tie vote shall be recast until the tie is broken.

Section 3. No member shall vote or hold office who is more than twelve (12) months in arrears in payment of dues to the Branch.

Section 4. The names of all officers and directors shall be certified to the Executive Secretary of the Texas Section, by the retiring President, immediately after the election.

Article III COMMITTEES

The President shall appoint committees as deemed necessary.

Article IV DUTIES OF OFFICERS

Section 1. The President shall:  
a. Preside at Board and Branch meetings.  
b. Appoint Chairmen and/or Members to all standing and special committees.  
c. Perform the usual duties of the office of President in the administration of the affairs of the Branch.

Section 2. The President-Elect shall:  
a. Be Program Chairman for the regular Branch meetings.  
b. Be authorized to conduct the financial business of the Branch in the absence of the Treasurer.  
c. Have all the powers and perform all the duties of the President in the absence of the latter.  
d. Shall succeed to the office of the President.

Section 3. The Secretary shall:

- a. Maintain written minutes of all Board and Branch meetings. Distribute copies of these minutes to all members of the Board of Directors. The minutes of the regular meetings shall be read at the next regular meeting.
- b. Be responsible for the member notification of forthcoming Branch and Board meetings.
- c. Perform the usual duties of the office of Secretary in the administration of the affairs of the Branch.

Section 4. The Treasurer shall:

- a. Maintain the financial accountabilities of the Branch activities by depositing receipts and payments of authorized expenditures. Maintain vouchers and records of all financial transactions suitable for periodic audit. Present the Treasurer's report at all Board and Branch meetings.
- b. Be authorized to conduct the financial business with the banking institution handling the Branch accounts. Be responsible for arrangements to have the President-Elect's signature also certified in the event of an emergency.
- c. Perform the usual duties of the office of Treasurer for the financial affairs of the Branch.

Article V AMENDMENTS

An amendment to these By-Laws must first be presented at a regular meeting of the Branch for discussion and presented for adoption at the subsequent business meeting of the Branch. Adoption of such amendment shall be only by affirmative vote of not less than two-thirds of the eligible voters present.

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Ratification of Latest Constitutional Amendments:

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|-------------------------------------|-----------------------------|
| El Paso Branch Board of Directors   | <u>November 6, 1996</u>     |
| El Paso Branch Membership Meeting   | <u>November 20, 1996</u>    |
| Letter Ballot Mailed to Membership  | <u>January 10, 1997</u>     |
| Tellers Report with more than a 2/3 |                             |
| Favorable Vote at Meeting on        | <u>February 21, 1997</u>    |
| Texas Section Board of Directors    | <u>April 6, 1997 (Est.)</u> |

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Ratification of Latest By-Laws Amendments:

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|--------------------------------------|-------------------------|
| El Paso Branch Board of Directors    | <u>April 4, 1990</u>    |
| El Paso Branch Membership Discussion | <u>April 18, 1990</u>   |
| El Paso Branch Membership Approval   | <u>June 20, 1990</u>    |
| Texas Section Board of Directors     | <u>October 11, 1990</u> |