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(Amended April 28, 1992)
(Amended May 16, 1995)

**National Capital Chapter
American Concrete Institute
BY-LAWS**

ARTICLE I - Purpose

Section 1. The purpose of this Chapter is to further the chartered objectives for which the ACI was organized; and to further engineering and technical education, and scientific investigation and research by organizing the efforts of its members for a nonprofit, public service in gathering, correlating, and disseminating information for the improvement of the design, construction, manufacture, use, maintenance and restoration of concrete and related materials. This Chapter is accordingly organized and shall be operated exclusively for educational and scientific purposes.

ARTICLE II - Members

Section 1. This Chapter shall consist of Honorary Members, Distinguished Chapter Members, Contributing Members, Organizational Members, Members, and Student Members.

Section 2. Honorary Members of the American Concrete Institute shall be Honorary Members of the Chapter if their permanent address of record at the Institute Headquarters is in the area of the Chapter. Distinguished Chapter Members shall be individuals selected in accordance with Article IV of these Bylaws.

Honorary and Distinguished Chapter Members shall have the same rights and privileges as a Member but shall not be subject to Chapter dues.

A Contributing or Organizational Member shall be a person, firm, corporation, society, agency of the government, or other organization electing to give greater support to the Chapter through the payment of larger dues. A Contributing or Organizational Member, other than a person, may name a representative who shall enjoy all rights and privileges of a Member of the Chapter.

A Student Member shall be a person less than 28 years of age and a registered student at an educational institution. Student Members shall have all rights and privileges of a Member except that he cannot hold office nor vote on amendments to the Bylaws.

Section 3. A Member shall be a person. He shall have all the rights, privileges, and obligations set forth in the Chapter Bylaws. To hold office in the chapter, a Member must also be a Member of the American Concrete Institute.

Section 4. Members of the Chapter whose permanent address of record at Institute Headquarters is in Washington, DC; Alexandria, VA; Montgomery and Prince Georges Counties in Maryland; or Arlington, Fairfax, Loudoun and Prince William Counties in Virginia, may hold office in the Chapter.

Section 5. Applications for and resignations from membership and requests for change of representatives of Contributing or Organizational Members shall be presented in writing to the Secretary.

ARTICLE III - Officers

Section 1. The Chapter officers shall be the President, Vice-President, Secretary, Treasurer and six Directors.

Section 2. The President, Vice-President, Secretary, Treasurer, three most recent available Past Presidents, and the six Directors shall constitute the Board of Direction of the Chapter.

Section 3. At least 40 days before each annual meeting the Committee on Nominations shall report to the Secretary the candidates nominated for offices to become vacant at the next annual meeting and ten candidates for membership of the Committee on Nominations which is to serve in the following year. In the selection of candidates for Directors the Committee on Nominations shall have due regard for diversity of professional and geographical representation. Each candidate for the office of President, Vice-President, Secretary, Treasurer and Director must have given consent to his nomination before the report is published. The Secretary shall cause notice of all such nominations to be transmitted to the membership of the Chapter at least 30 days prior to the next ensuing annual meeting. Additional nominations for offices or for membership on the Committee on Nominations may be made within 15 days thereafter by petition to the Board of Direction of the Chapter and signed by at least ten members of the Chapter.

At least 15 days before the Annual Meeting, the complete list of nominations shall be submitted to the Chapter Membership for letter ballot to be canvassed at the annual meeting and the result announced. The candidate for any office receiving the most votes shall be declared elected. The five candidates receiving the most votes for membership on the Committee on Nominations shall be declared elected members of the committee. The immediate Past President shall serve as chair of the Committee on Nominations.

Should any member of the Committee on Nominations thus chosen fail to make written acceptance of service within 15 days of formal notice from the Secretary, the candidate(s) receiving the next greatest number of votes shall be declared elected. If necessary, the process is repeated until five elected members agree to serve on the Committee on Nominations.

Section 4. Terms of office shall be as follows: President, 1 year; Vice President, 1 year; Secretary, 1 year; Treasurer, 1 year; Directors, 3 years, with two Directors elected each year. A year is here construed as the period between the reports of tellers on canvass of ballots for Chapter Board members at two successive annual meetings.

Section 5. A President, Vice-President or Director having served a full term after having been elected to that office, shall be ineligible for re-election to the same office until the lapse of at least 1 year.

Section 6. The term of each officer shall begin at the Annual Meeting after the Teller's announcement of the ballot results.

Section 7. A vacancy in the office of President shall be filled by the Vice-President.

Section 8. Vacancy in any office shall be filled by appointment by the Board of Direction of the Chapter for the unexpired term, except as provided in Section 7.

Section 9. In the event of disability of any officer of the Chapter, or neglect in the performance of the duties of the office, the Board of Direction of the Chapter shall declare the office vacant.

Section 10. The Board of Direction of the Chapter shall have general supervision of the affairs of the Chapter. It shall authorize and appoint the chairmen of such administrative and technical committees and assign to them such duties and such authority as it deems needful to carry on the work of the Chapter. Additional committee members shall be appointed by the President.

Section 11. The President shall perform the usual duties of the office. He shall preside at chapter meetings and at the meetings of the Board of Direction of the Chapter. The President shall be an ex-officio member of all committees.

The Vice-President shall discharge the duties of the President in the absence of the President. In the absence of the President and the Vice-President, a President Pro Tem, appointed by the Board of Direction of the Chapter, shall discharge such duties.

Section 12. The Secretary shall see that notices are sent at least fifteen days in advance of all meetings of the Board of Direction of the Chapter and of the Chapter, and keep accurate minutes thereof and distribute them in a timely manner. The Secretary shall maintain a file of all correspondence. The Secretary shall perform other duties as assigned by the Board of Direction of the Chapter.

Section 13. The Treasurer shall collect, and receipt for monies and securities; deposit funds and disburse and dispose of the same subject to the direction of the Board of Direction of the Chapter; keep accurate books of account; and submit a report at meetings of Board of Direction of the Chapter. The Treasurer shall perform other duties as assigned by the Board of Direction of the Chapter.

ARTICLE IV - Distinguished Chapter Members

Section 1. The Chapter may recognize and honor eminent chapter members by conferring upon them membership in the special individual category of Distinguished Chapter Member.

Distinguished Chapter Members shall be individuals, not current officers, who have made exceptional contributions in connection with the objectives of the Chapter and the American Concrete Institute. Distinguished Chapter Members shall be selected by the Board of Direction of the Chapter and will dues exempt after their selection.

ARTICLE V - Meetings

Section 1. The Chapter shall hold an annual meeting each year and such other meetings as may be authorized by the Board of Direction of the Chapter. The time and place of all meetings shall be fixed by the Board of Direction of the Chapter. Notice of this action shall be sent to all members in advance of such meetings. Notice of the annual meeting shall be sent to all members at least 15 days in advance.

Section 2. The Board of Direction of the Chapter shall meet at least twice each year at the time and place fixed by the Board or on call of the President.

Section 3. Fifteen members shall constitute a quorum for meetings of the Chapter; six members shall constitute a quorum for meetings of the Board of Direction of the Chapter

ARTICLE VI – Indemnification

Section 1. The American Concrete Institute shall indemnify any present or former director, officer, employee, agent or “heirs and estates” who was or is party to any threatened, pending or completed action, suit or proceeding against any expenses (including attorneys’ fees), judgements, fines and amounts reasonably incurred by such person in connection with such action, suit or proceeding to the full extent permitted by law. Further, the Chapter shall indemnify any person in the manner and to the full extent, and shall have such other rights and powers in connection therewith, as may be permitted to the Chapter under the law, including and without limitation, the Maryland Nonprofit Corporation Act.

ARTICLE VII - Dues

Section 1. Annual Chapter dues shall be as set by the Board of Direction of the Chapter. Dues must be paid at the time of enrollment of a new member and annually thereafter on January 1. Dues payable for a portion of a calendar year may be prorated at the discretion of Board of Direction of the Chapter.

Section 2. A Member in any classification whose Chapter dues remain unpaid for a period of 1 year shall forfeit the privileges of membership and the name shall be stricken from the Chapter rolls.

ARTICLE VIII - Dissolution

Section 1. In case of dissolution of this Chapter, the Board of Direction of the Chapter shall authorize the payment of all debts of the Chapter, including accruals, and arrange for the distribution of remaining assets, if any, to the American Concrete Institute or to a nonprofit educational or scientific organization or organizations having similar aims and objectives.

ARTICLE IX - Amendments

Section 1. Proposed amendments to these Bylaws, signed by at least 10 Members, shall be presented in writing to the Board of Direction of the Chapter. The proposed amendments shall be mailed to the membership at least 15 days prior to a regularly scheduled meeting at which they shall be presented and may be discussed and amended and be passed to letter ballot by a two-thirds affirmative vote of eligible voters present and voting. A two-thirds majority of the votes cast by letter ballot canvassed within 60 days, but not less than 30 days after mailing ballot forms shall be necessary for their adoption. The results of the letter ballot shall become effective immediately. The Board of Direction shall notify the Chapter membership of the results.



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