

AACE INTERNATIONAL

CASCADE SECTION BYLAWS

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ARTICLE I: DEFINITIONS

- Section 1. The geographic area served by this Section shall be the State of Oregon and an adjoining area of Washington State within 50 miles of Portland, Oregon. Note: The Cascade Section was previously named the Oregon Section.
- Section 2. The ARTICLES which constitute this document shall be the BY-LAWS and shall hereafter be referred to as the By-Laws.
- AACE International shall hereafter be referred to as AACE
- The Cascade Section shall hereafter be referred to as the Section.
- The Board of Directors shall hereafter be referred to as the Board.

The Constitution of the Cascade Section shall hereafter be referred to as the Constitution.

Anyone holding membership in AACE in the class of REGULAR MEMBER shall hereafter be referred to as a member.

Anyone holding membership in AACE in the class of ASSOCIATE MEMBER shall hereafter be referred to as an associate.

Anyone holding membership in AACE in the class of STUDENT MEMBER shall hereafter be referred to as a student.

A Year, as described under the Terms of Office, shall be the elapsed time from the meeting prior to the AACE Annual Meeting to the meeting prior to the AACE Annual Meeting of the following year.

ARTICLE II: OFFICERS AND BOARD OF DIRECTORS

Section 1. The Officers of the Section shall be the following:

President
Vice President
Secretary
Treasurer

Section 2. The government and management of the Section is vested in the Board, except as otherwise provided in the Constitution and By-Laws.

Section 3. The Board shall consist of the following:

President
Vice President
Secretary
Treasurer
Most recent Past President
Four Directors

Section 4. All Officers and Board members shall be members of the Section and hold a current membership in AACE in the Member Class. Officers and Board members shall be elected by Members and Associates.

Section 5. A quorum of the Board shall consist of any five Board Members.

ARTICLE III: MEMBERSHIP

Section 1. Each member of AACE in good standing shall be considered eligible for membership in this Section.

Section 2. Membership in this Section shall become effective upon payment of Section dues, and shall continue as long as the member maintains good standing in the AACE and remains current in payment of Section dues. Members failing to pay their dues within ninety (90) days of the due date are automatically transferred to inactive status and have no voice in the government of the Section. Inactive members may become current in the Section by paying, in full, annual dues applicable to their membership class, for the current calendar year providing they are in good standing in AACE.

Section 3. The Section may grant to applicants for membership, for a period not exceeding one calendar year, such privileges as are defined in these By-Laws, except that such applicants may not vote or hold elective office.

Section 4. Classes of membership shall be as follows:

- Regular Member - A professional in cost management or cost engineering who has a minimum of six (6) years of related work experience, which may include up to four (4) years of full-time studies in a relevant degree program.
- Associate Member - A professional who does not meet the minimum qualifications to become a Regular Member.
- Student – Either an AEP participant by an Approved Education Provider [AACEI recognized organization], or an individual enrolled in a curriculum relevant to cost engineering or management (i.e., engineering, construction management, quantity surveying, architecture, mathematics, business, etc.) as a full-time student in a college or university.

Regular Members are entitled to all privileges defined in these By-Laws. Associate Members are entitled to all privileges defined in these By-Laws, except that of holding elective office. Student Members are entitled to all privileges defined in these By-Laws, except that of holding elective office. AACE also provides for two additional classes of membership that are adopted by this Section. These are the Military Service Appreciation Membership Programs (MSAMP), and the Corporation and Organizational Membership Partnership (COMP). For these two classes, refer to the application section of the AACE Headquarter website. .

ARTICLE IV: TERMS OF OFFICE

Section 1. Officers shall serve a term of one year.

Section 2. Directors shall serve terms as follows:

Most recent past President - 1 year.

Directors - 2 years each (alternate terms -two new directors to be elected each year).

During the first year of the initial operation of the Section, there being no past president, three Directors shall serve terms of 1 year each and two Directors shall serve a regular two year term. In this case, there shall be a total of five Directors elected that first year.

ARTICLE V: DUTIES OF OFFICERS AND DIRECTORS

Section 1. In addition to the duties prescribed herein, the President, and in case of his or her absence, the Vice President, shall preside at all Program and Business meetings of the Section and perform such other duties as customarily pertain to the offices of President and Vice President. If the President and Vice president are both absent, a Director shall preside at the meeting.

Section 2. In addition to the duties prescribed herein, the Secretary shall keep such minutes of the proceedings of the Board as may be required, shall keep the minutes of the Section Business meetings, and shall keep a roll of the members.

Section 3. The Treasurer shall collect and have charge of the funds of the Section and shall disburse the same

only upon the authority of the President or the Secretary of the Section. The Treasurer shall report annually in writing to the membership or more often if required. Section accounts shall be audited by an Auditing committee at least once per year.

- Section 4. In addition to their other duties prescribed herein, the Board shall meet at least twice each year on the call of the President or any three members of the Board. They shall have power to make such regulations, not inconsistent with the Constitution and By-Laws, as shall be necessary for the protection of the property of the Section and for the preservation of good order in the conduct of its affairs. It shall also be the duty of the Board to present business for the action of the Section.

ARTICLE VI: COMMITTEES

- Section 1. Standing committees are appointed by the Board no later than the meeting following installation of Officers and shall serve terms of one year.

- Section 2. The committee shall devise its own rules of procedure subject to the approval of the Board.

- Section 3. There shall be at least the following Standing Committees:

Nominating and Elections
Membership
Publicity (and, if applicable, Website)
Program
Auditing

The Vice President of the Section shall be the Chairman of the Program committee. From the pool of Directors, one Director shall serve as Chairman of one of the remaining Committees unless, upon approval of the Board, one of the other Officers is assigned as Chairman of that Committee. Absent designation of committees, all Officers and Board members shall have the responsibility of fulfilling committee duties.

- Section 4. Special committees may be appointed by the Board as required, and shall serve terms required to accomplish their purpose. However, in no event, shall the term be longer than one year.

ARTICLE VII: MEETINGS

- Section 1. Regular Program meetings of the Section shall be held once each month for at least nine months.

- Section 2. Program meetings shall generally be held on the second Thursday of the month.

- Section 3. Programs may be scheduled for any of the meetings, but in addition, the May meeting shall be the meeting at which election results are announced.

- Section 4. For Board Business meetings, procedural questions requiring rulings not specifically provided for in the Constitution and By-Laws shall be decided in accordance with ROBERT'S' RULES OF ORDER, REVISED. The order of Program meetings will be at the discretion of attending Board members.

- Section 5. The order of business at every Board Business meeting of the Section shall be as follows:

- a. Reading of the minutes of the preceding meeting.
- b. Report of Board of Directors
- c. Committee Reports.

d. Other Business

This order may be changed for any meeting by a vote of the majority of the members present at the meeting.

- Section 6. The time and location of each Program meeting shall be the responsibility of the Program Committee. For the Program meetings, the Program Committee shall notify each member, in writing, or by electronic means, at least one (1) week prior to the date of the meeting. For Business meetings, the time and location of Business meetings is to be determined by a majority of the Board members, or by the President, or Vice-President, with notification in writing, or by electronic means, at least one (1) week prior to the date of the meeting.

ARTICLE VIII: FINANCIAL

- Section 1. Each member shall pay to AACE headquarters annual dues, payable on the first day of each calendar year. The annual dues amount is established by AACE International based on the type of membership applied for (Refer to the AACE website). Headquarters shall then remit a portion of the collected dues to the Section quarterly.

- Section 2. The calendar year of the Section shall extend from January 1 to December 31. A financial report shall be given by the Treasurer at the first scheduled meeting of each calendar year.

The Treasurer shall notify those members who have not paid dues, during the first two months of the year, of the requirements to maintain an active status in the Section.

- Section 3. Officers and Directors shall have no power to make the Section liable for any debts amounting to more than one-half the amount in the Treasury, in cash, and not subject to prior liabilities.

ARTICLE IX: ELECTIONS

- Section 1. Elections may follow one of these two processes, as agreed upon by the Board:

1) Election of Officers and Directors shall be by sealed ballot delivered by hand on the night of the April meeting or postmarked prior to that meeting.

2) Alternatively, the ballot may be distributed to members by email (either in email format or by a Board approved electronic voting process) from the Chairman of the Nominating and Elections Committee. The receipt of the completed ballot is to be received by the Chairman of the Nominating and Elections Committee by the night of the April meeting.

- Section 2. It shall be the purpose of the Nominating and Elections Committee to judiciously select at least one candidate for each office and directorship to become vacant. The committee shall obtain the agreement of each individual to serve if elected.

The Nominating and Elections Committee shall report to the February meeting its proposed election of candidates, accompanied by a brief biographical sketch for each candidate.

- Section 3. At the February meeting, or by the February meeting date, any member not already proposed by the nominating committee may be proposed for nomination from the floor, or through electronic means, by at least two members in good standing. Such proposal to be either in electronic format (email) or written and signed by each of the two members. By the February meeting, the Chairman

of the Nominations and Election Committee is to have received such notification of nomination by email (electronic) means.

Section 4. The Secretary shall have a ballot prepared with all of the nominees' names appearing under the particular offices. The nominee's name proposed by the nominating committee shall appear in alphabetical order. The ballot shall clearly instruct the voter as to the appropriate marking to be used and the number of people that may be voted for in each office or directorship. If the ballots are delivered by the Postal Service, there shall be enclosed, with each ballot, a plain envelope; a slightly larger envelope with a return address and clearly marked on the upper left hand corner **BALLOT**, and having a space for the voter's signature; and a short biographical sketch of each candidate. The Postal Service ballot kit shall be mailed to each member and associate in good standing by no later than the March meeting. If the ballot is emailed (or electronically tabulated), it is to be issued to each member and associate member in good standing by no later than the March meeting.

Upon receipt of each ballot, by Postal Service mail or by hand, the Secretary shall check the signature against the roll of Members and Associates in the Section; remove the sealed, plain envelope, date it; initial it; and lay in aside for the May meeting. If the ballot is received by email (or electronically tabulated), the Secretary shall review and check the listing of voters against the roll of members and associates, in the Section, to validate (audit) and prepare tabulation ready for announcement at the May meeting.

Section 5. For Postal Service, or hand received ballots, the President shall appoint a special committee of tellers for the May meeting. All ballots, each sealed in a plain envelope and dated shall be turned over to the committee of tellers for counting.

When Postal Service, hand delivered, and/or electronic ballots have been recorded, the votes shall be tabulated and the tabulation turned over to the Secretary. The Secretary shall audit the tabulation against the record of the number of ballots received, and announce the results.

The successful Officers and Directors shall be installed at the meeting immediately preceding the AACE Annual Meeting, but in no event later than the June meeting.

Section 6. Any Officer or Director may be removed from office, with or without cause, by a two-thirds vote of all members and associates eligible to vote under the Constitution and by-laws.

Section 7. If meetings are not held during any of the above stipulated months, the schedule for voting shall be modified to reflect the change. However, the Officers and Directors shall be installed at the meeting preceding the AACE Annual Meeting. In no event shall this be later than the June meeting.

ARTICLE X: AMENDMENTS

Section 1. Proposals to amend the By-Laws shall be signed by at least ten members of the Section and submitted in writing, or through electronic means (email), to the Board.

Section 2. The Board shall consider these proposals and notify the proposers of the Board's opinion within sixty (60) days.

Section 3. The By-Laws may be amended at any meeting of the Section provided official notice of the proposed amendment is mailed (Postal Service or **electronic** via email) to each member with notice of the meeting at least one month in advance thereof. A two-thirds vote of those present shall be necessary to amend these By-Laws. The voting process is to follow a similar procedural methodology as the Election of Officers.

Section 4. Any particular Section of the By-Laws may be suspended for the duration of any meeting by unanimous consent of the members present at any meeting for a single stated purpose.

Section 5. Amendments to these By-Laws shall become effective at the next regular meeting after ratification..

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