

By-Laws
of the
Delaware Valley Section
of the
AACE International, Inc. (AACE)

AACE Standard Regional Constitution adopted October 23, 1961

By-Laws to AACE Standard – Adopted February 26, 1962

Last Amended (Article VI) March 26, 1962

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Paul Rudderow

Secretary

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ARTICLE I MEMBERSHIP

- Section 1. Each member of the AACE in good standing shall be considered eligible for membership in the Delaware Valley Section if it is their choice.
- Section 2. Membership in the Regional Section shall become effective upon payment of dues as required by AACE, and shall continue as long as the member maintains good standing in the Association. Members failing to pay their dues within ninety (90) days of due date are automatically transferred to an inactive status and have no voice in the government of the Section. A member whose membership has become inactive because of non-payment of AACE dues may be restored by re-subscribing to the Constitution and By-Laws and paying in full annual dues for the current year, provided they are in good standing in AACE.
- Section 3. The Regional Section may grant to applicants for membership, for a period not exceeding one calendar year, such privileges as are defined in the Regional By-Laws, except that such applicants may not vote or hold elected office.
- Section 4. The classes of membership are Member, Associate Member and Student Member. Members are entitled to all privileges defined in these By-Laws. Associated 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 those of voting and of holding office.

ARTICLE II OFFICERS AND BOARD OF DIRECTORS

- Section 1. The Officers of the SECTION shall be President Elect, Past President, Vice-President, a Secretary, Treasurer and Director.
- Section 2. The Governing Body of the Section shall be a board of directors, hereinafter called the Board and in which the government and management of the section known as the DELAWARE VALLEY SECTION is vested, except as otherwise provided for in the CONSTITUTION and BY-LAWS.
- Section 3. The BOARD shall consist of the PRESIDENT, PAST PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER and two DIRECTORS elected at large from the SECTION membership.
- Section 4. All Officers and Directors shall be members of SECTION and shall be elected by Members and Affiliates.
- Section 5. The terms of the Officers shall be for one (1) year except for the position of President. The President is to sever for two years, occupying positions of President Elect for one year and Past President for the subsequent year. The terms of the Directors at Large shall be for two (2) years. One new Director at Large shall be elected each year, except at the first election one Director will be elected for two years and one for one year. Officers and Directors shall continue to serve until their successors have been duly elected and installed. Officers and Directors shall be installed in office and their term shall begin at the annual meeting, but in no event later than the May meeting.
- Section 6. A quorum of the BOARD shall consist of three members of the BOARD.

Section 7. Vacancies occurring in any office or among elected Directors shall be filled by vote of the BOARD for the unexpired portion of the term, except in the case of PRESIDENT, in which instance the Vice-President will succeed.

Section 8. Elections of Officers and Directors shall be by secret ballot as prescribed hereinafter.

Section 9. Nominations of Officers and Directors shall be made by the Nominating Committee or as otherwise prescribed in the BY-LAWS.

ARTICLE III. DUTIES OF OFFICERS AND DIRECTORS

Section 1. In addition to the duties otherwise prescribed herein, the President, and in case of his or her absence, the Vice-President shall preside at all meetings of the Section and perform such other duties as usually pertain to such 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 otherwise prescribed herein, the Secretary shall keep such minutes of the proceedings of the Board as they may required, shall keep the minutes of the Section meetings, and shall keep a roll of the members.

Section 3. The Treasure shall collect and have charge of the funds of the Section and shall disburse the same only upon the authority of the President or Secretary of the Section. The Treasurer shall report annually in writing to the membership or more often if required. His accounts shall be audited by the Auditing Committee at least once a year.

Section 4. In addition to their other duties prescribed herein, the Board shall meet at least twice a year on the call of the President or any two Members of the Board. They shall have power to make such regulations, no 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 said Board to present business for the action of the Section.

ARTICLE IV. COMMITTEES

Section 1. Special and standing committees are appointed by the Board and shall serve terms of one year.

Section 2. The committees shall devise their own rules of procedures subject to the approval of the Board.

Section 3. A majority shall constitute a quorum of any committee.

Section 4. The Nominating Committee shall present a list of nominees prior to the annual meeting, as prescribed in ARTICLE VI. Agreement to serve, if elected, shall be obtained by the Nominating Committee from each nominee.

ARTICLE V. MEETINGS

Section 1. Regular meetings of the Section shall be held at least bi-monthly during the year.

Section 2. The May meeting is designated as the Annual Meeting for each year.

Section 3. At any meeting any procedural question requiring parliamentary ruling not provided for in the Constitution or By-Laws shall be decided in accordance with Robert's Rules of Order Revised.

Section 4. The order of business at every stated or annual meeting of the Section shall be:

1. Reading of minutes of preceding meeting
2. Report of Board of Directors
3. Report of Committees
4. Miscellaneous Business including Report of Finances by Treasurer

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

Section 5. For the purposes of transacting business of the Section the Officers and Board Members present plus an equal or greater number of Members at large shall be required.

Section 6. The program committee shall be responsible for setting the dates and locations for all meetings and the Secretary shall notify each member in writing at least two (2) weeks prior to the date of the meeting.

ARTICLE VI. FINANCIAL

Section 1. Each member shall pay to AACEI headquarters their annual dues, payable on the first day of each fiscal year. Headquarters will then remit the collected dues to the Section quarterly

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

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

ARTICLE VII. ELECTIONS AND TERMS OF OFFICE

Section 1. Election of Officers and Directors shall be by sealed ballot at the Annual Meeting and no later than the May meeting.

Section 2. The Nominating Committee shall nominate at least two (2) candidates for each elective office.

Section 3. Any member may be placed on the election ballot by at least five Members in good standing, sent to the Secretary seven weeks prior to the Annual Meeting.

Section 4. Nominees on the ballot shall be designated as Nominating Committee nominees or petition nominees. Members will be notified of the nominees or petition nominees at least one month prior to the Annual Meeting and no later than the May meeting.

Section 5. The official election ballot shall be provided to each member at the Annual Meeting and no later than the May meeting. The member shall properly signify on it their choice for the various officers and directors and submit it to the Secretary at the Annual Meeting

Section 6. The President shall appoint a Committee of tellers to whom the Secretary shall deliver, unopened, all the official election ballots received by the Secretary. They shall count the ballots and report the results to the Board. The Board shall then declare

elected, to the respective offices for which they were running, those candidates receiving the greatest number of votes cast. The Chairman of the Tellers Committee shall announce the result at the annual meeting. In the case of a tie vote, the office shall be filled by the Board from among those tied for the office.

Section 7. Following the announcement of their election at the Annual Meeting, the newly elected Officers shall be duly installed and immediately assume office.

Section 8. Any Officer or Director may be removed from office, with or without cause, by a two thirds vote of Section members eligible to vote under the Constitution and By-Laws.

ARTICLE VIII. AMENDMENTS

Section 1. Proposals to amend the By-Laws must be signed by at least five members of the section and must be submitted in writing to the Board.

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

Section 3. These By-Laws may be amended at any meeting of the Section provided official notice of the proposed amendment shall have been mailed 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.

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

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