

**NORTH DAKOTA ASSOCIATION OF  
COUNTY ENGINEERS  
CONSTITUTION AND BY-LAWS**

**With Amendments to February 7, 1985, January 25, 2001 and February 3, 2005.**

**PREAMBLE**

We, the County Engineers of the State of North Dakota, in order to be of greater and better service to our Counties, State and Nation and to promote the welfare of one another, do deem it advisable and necessary to unite ourselves into an organization for these purposes.

**ARTICLE I  
Name of Association**

The name of this organization shall be The North Dakota Association of County Engineers (*NDACE*).

**ARTICLE II  
Purpose of the Association**

The purpose of the NDACE shall be the interchange and dissemination of helpful ideas and information, and to seek ways and means by which we may be more useful and efficient to those whom we serve and to promote the welfare of one another.

**ARTICLE III  
Membership in the Organization**

**Section 1.** Any person who is acting as a County Engineer, *and assistants*, in any County in the State of North Dakota, and whose appointment has been properly and legally made, may be admitted as a full member of the NDACE. This shall include consulting engineers who do engineering work in connection with road and bridge location, design or construction supervision for counties, and *Department of Transportation personnel dealing directly with the above mentioned individuals*.

**Section 2.** Any person who is serving in the capacity of County Road/ Highway Superintendent, Supervisor or Foreman, who is in direct charge of the *County Road/ Highway Department, and assistants*, may be admitted to full membership.

**Section 3.** Associate Membership shall consist of Administrative or Supervisory Assistants from County Road/Highway Departments, County Commissioners and Administrative employees of the Department of Transportation whose official capacity brings them into working relation with County Road/Highway Departments.

**Section 4.** Candidates for Membership shall make application on a form to be provided by the Secretary and all the information called for thereon shall be furnished by the candidate. This application shall be accompanied by the annual dues. The Secretary shall refer each application to the Executive Committee for their action.

**Section 5.** The NDACE may, if it so desires, confer upon any retired person who has met the requirements of Section 1 or 2 of Article III for a period of 20 or more years, the title of “Honorary Life Member” or by a two-third majority vote of the total membership present. This vote shall be taken only at the Annual Meeting. Candidates for membership, before being voted on by the members of the NDACE, must be approved by the Executive Committee. Honorary Life Members shall not be required to pay the usual dues and assessments.

**Section 6.** All members as defined above shall be permitted to attend regular meetings of the NDACE and take part in all discussions. Only Full Members shall vote or hold office. Each Full Member shall have one vote.

**Section 7.** Sustaining Membership may be approved for persons who do not qualify for membership in one of the other classifications but whose interests and connections interest them in the promotion of the NDACE and its activities. *They include but not limited to Vendors, Suppliers and other Organizations.*

#### **ARTICLE IV Dues and Assessment**

**Section 1.** Annual dues for Full Members, Sustaining Members, and Association Members shall become due the first day of January and shall be paid to the Secretary. A full paid membership in the NDACE automatically provides full membership status in the National Association of County Engineers(NACE). *Changes to the Annual Dues requires a two-thirds majority vote of the members present at the Annual Meeting.*

**Section 2.** Members who have let their membership lapse for two years or more, may be reinstated by the Secretary upon payment of one year’s back dues as well as the dues for the current year.

**Section 3.** The NDACE may at any Annual Meeting, by a majority vote of the members present at that meeting, vote an assessment for any purpose *in the amount as determined by the Executive Committee.*

#### **ARTICLE V Officers**

**Section 1.** The Officers of the NDACE shall be as follows: President, Vice President and Secretary-Treasurer. They shall be elected at the Annual Meeting and shall serve until the following Annual Meeting, performing the usual duties pertaining to these offices. Only paid up members of good standing shall be eligible to hold such offices.

## **ARTICLE VI Executive Committee**

**Section 1.** The Executive Committee shall consist of seven members, six of which shall be President, Vice President, Secretary-Treasurer, immediate Past President and two returning Directors. One additional Director shall be elected at the Annual Meeting.

**Section 2.** The President shall be the Chairman of the Executive Committee.

**Section 3.** The Executive Committee shall arrange the program for the Annual Institute and Meeting, bind the NDACE to pay the expenses of the Annual Meeting and in general conduct the business affairs of the NDACE. Between regular meetings they shall be vested with the necessary power to conduct such business as may be requested by a majority vote of the membership, and such other business having to do with the welfare of the membership as they shall deem necessary or advisable. They shall have the power to fill vacancies on any Committee where a vacancy may occur during the year. All members of the Executive Committee shall serve until the following Annual Meeting or until their term expires.

## **ARTICLE VII Committees**

**Section 1.** The Executive Committee shall appoint such Committees as may be deemed necessary from time to time to attend to the affairs and business of the NDACE. These Committees shall perform the necessary duties assigned to them and shall serve until the next Annual Meeting or until dismissed by the Executive Committee. A Nominating Committee shall be included among these Committees.

**Section 2.** Nominations for the office of President, Vice President, Secretary-Treasurer, *Yearly Directors and State Director* shall be made by the Nominating Committee. They shall submit at least one name for each office at the Annual Meeting. The Chairman shall not recognize motions that nominations cease before nominations from the floor are complete.

## **ARTICLE VIII Annual Meeting**

An "Annual Meeting" shall be held each year (once) at a time and place to be designated by the Executive Committee. At this Annual Meeting such matters of business and discussions shall be presented as will best promote the interests of the membership.

## **ARTICLE IX Compensation**

No compensation will be allowed to any Officer or Committee member of the NDACE for any duties performed thereon. Necessary expenses incurred by Officers or Committee members in connection with duties for the NDACE may be allowed on presentation of claims for such necessary expenses to the Executive Committee. Mileage may be paid to members

attending the Executive Committee Meetings at a rate equal to the amount allowed to State and County Officials as stated in the North Dakota Century Code.

## **ARTICLE X Meetings**

One or more meetings other than the Annual Meeting may be held each year. The time, date and location of these meetings shall be determined by the Executive Committee.

## **ARTICLE XI**

This Constitution and By-Laws may be amended at any Annual Meeting by a two-thirds majority of the members present *at the meeting* .

## **ARTICLE XII Rules of Business**

- A. At least twenty-five percent of full members shall constitute a quorum to transact business at any Special Meeting or at the “Annual Meeting.”
- B. A majority of any Committee shall constitute a quorum.
- C. “Robert’s Rule of Order” shall govern at each meeting of the NDACE. The same shall apply to the meetings of all Committees.
- D. The Executive Committee shall determine the order of business.

## **COMMITTEES**

- A. The standing committees of the NDACE shall be:
  - Constitution and By-Laws
  - Institute Committee
  - Legislative and Liaison Relations Committee
  - Membership Committee
  - Nominating and Awards Committee
  - Audit Committee
  - Resolutions Committee
  - Historical Committee
  - Scholarship Committee
  - Website Committee*
- B. The Executive Committee will appoint (at the Annual Meeting) one member to serve on each of the following standing committees for three years.

Legislative and Liaison Relations Committee  
Nominating and Awards Committee  
Audit Committee  
Resolutions Committee  
Historical Committee  
Scholarship Committee  
*Website Committee*

- C. The Executive Committee may appoint such other committees as may be desirable for the conduct of the business of the NDACE.
- D. Each standing or special Committee shall report to the membership at the Annual Meeting.

## **COMMITTEES AND DUTIES**

### **I. Constitution and By-Laws Committee**

The Constitution and By-Laws Committee shall consist of the Executive Committee Members and its duties shall be as follows:

1. To maintain a continuing study of the constitution and by-laws of the NDACE and the application of the provisions thereof.
2. To receive and initiate proposed amendments to the constitution and by-laws of the NDACE.
3. To study carefully all suggestions for revisions of the constitution and by-laws.
4. To study the constitution and by-laws of the NACE and make recommendations to the General Membership when variance is found with the constitution and by-laws of the NDACE.

### **II. Institute Committee**

The Institute Committee shall consist of the Executive Committee members and its duties shall be as follows with regard to the Annual Meeting:

1. Provide for the publicity.
2. Initiate and prepare the program.
3. Make all arrangements for banquet and luncheon.

4. Provide for men's and ladies' entertainment.
5. Provide for housing.
6. Provide for registration.

### **III. Legislative and Liaison Relations Committee**

This committee shall consist of three members made up of Engineers, Road/Highway Superintendents, County Commissioners and other governmental members and its duties shall be as follows:

1. To draft, initiate and sponsor any state legislation desired by the NDACE and in accordance with the approval of the Executive Committee.
2. To confer with other organizations and enlist their cooperation in legislative measures of mutual interest or concern. To study any national and state legislation affecting the NDACE and advise the Executive Committee thereon, and to take appropriate action in accordance with the directions of policies of the Executive Committee.
3. To make the necessary arrangements for members or others to appear before the committees of the Legislature on behalf of bills sponsored by, or in the interest of the NDACE.
4. To explore the necessary principles of harmonious relations with:
  - a. County Boards
  - b. State Departments of Transportation
  - c. Other governmental departments
  - d. Other organizations of mutual concern
  - e. The general public

### **IV. Membership Committee**

The Membership Committee shall consist of the President, Secretary-Treasurer and at least one member from the Executive Committee (appointed by the Executive Committee) and its duties shall be as follows:

1. To bring the purposes and program of the NDACE before the entire eligible membership in order to enlist endorsement, support and affiliation.
2. To receive applications for membership, investigate said applicants and approve or disapprove all candidates for recommendation for acceptance by the NDACE at the Annual Meeting.

3. To insure continuation of membership by assisting the Officers in the collection of annual dues.

#### **V. Nominating and Awards Committee**

The Nominating and Awards Committee shall consist of at least three members. *The members should have been previously presented with Superintendent/Engineer of the Year by the NDACE.* Its duties shall be *as follows:*

1. *To* select qualified members for the presentation of certain awards as defined by the Executive Committee. The committee shall make nominations as set forth in the Constitution and By-Laws.

#### **VI. Audit Committee**

The Audit Committee shall consist of at least three members, none of which are members of the Executive Committee. Its duty shall be *as follows:*

1. *To* annually audit the Treasurer's books at the Annual Meeting.

#### **VII. Resolutions Committee**

The Resolutions Committee shall consist of at least three members. Its duties shall be *as follows:*

1. *To* research and bring forward resolutions for action by the membership at the Annual Meeting.

#### **VIII. Historical Committee**

The Historical Committee shall consist of at least one member and its duties shall be to:

1. Maintain a roster of lifetime members.
2. See to the recording, preservation, and safe keeping of all records and events.

#### **IX. Scholarship Committee**

The Scholarship Committee shall consist of at least three members, one of which is on the Executive Committee. *Its* duties shall be *as follows:*

1. To solicit contributions for the scholarship fund from members and friends of the NDACE.
2. To oversee the administration of the scholarship funds.
3. Annually determine the amount of available earnings, and the number of scholarships to be given and recommended to the Executive Committee.
4. To solicit state colleges for worthy engineering students that meet the minimum criteria.
5. To select and present the recipient or recipients with the scholarship at the Annual Meeting.

**X. Website Committee**

*The Website Committee shall consist of at least three members, one of which is on the Executive Committee. Its duties shall be as follows:*

1. *Review the website and provide updates to include all current members of the NDACE.*
2. *Provide photographs to the website of the Annual Institute and other items of interest.*
3. *Keep current all forms and information included on the website.*
4. *Provide recommendations to the Executive Committee regarding maintenance and updating of the website.*