



Lynchburg Branch BYLAWS

Article I: Name and Object

Section 1. The name of this organization shall be Lynchburg Branch, Virginia Section, American Society of Civil Engineers (hereinafter referred to as the Lynchburg Branch).

Section 2. The objective of the Lynchburg Branch shall be the advancement of the science and profession of engineering in a manner consistent with the purpose of the American Society of Civil Engineers (hereinafter referred to as the Society).

Section 3. The actions of the Lynchburg Branch shall be consistent with the provisions as set forth in the Constitution and Bylaws of the Virginia Section.

Article II: Area and Membership

Section 1. The area of the Lynchburg Branch shall be as assigned by the Society.

Section 2. All members of the Society of all grades, who subscribe to the Bylaws of the Lynchburg Branch and who have satisfied current dues requirements of the Section and Branch, and who are residents in the Branch area, shall be Subscribing Members of the Branch. All other members of the Society of all grades, whose addresses of record are within the boundaries of the Branch, as defined by the Society, shall be Assigned Members of the Branch.

Article III: Dues and Finances

Section 1. The Branch activities shall be financed by an annual allocation of monies from the Section based on a budget proposed by the Branch and approved by the Section.

Section 2. There shall be no separate annual dues for Branch members without amendment of these bylaws.

Section 3. Branch costs will be offset through paid attendance at meetings, sponsorships, and related means however the Branch will not make profits. An annual financial report will be prepared as documentation of finances, and approved by the Board of Directors.

Article IV: Officers

Section 1. The officers of this Branch shall be a President, a President-Elect, a Vice President, a Secretary and a Treasurer. The other board member shall be the Past-President. These six (6) persons shall constitute the Board of Directors in which the government of the Branch shall be vested.

Section 2. All officers shall be elected for terms of one (1) year, which terms shall begin at the close of the Third Quarter Planning Meeting and continue until their successors are elected and assume the offices.

Section 3. Only subscribing members of the Branch shall be eligible for election to office.

Section 4. A vacancy in the office of President shall be filled by the President-Elect. Other vacancies shall be filled for the unexpired term by appointment by the Board of Directors.

Section 5. The Board of Directors shall oversee the preparation of the Annual Report which shall be submitted to the Section in accordance with published requirements.

Section 6. At meetings of the Board of Directors, Four (4) members shall constitute a quorum.

**Article V:
Nomination and Election of Officers**

Section 1. The Nominating Committee shall consist of not less than four (4) members of the Board of Directors.

Section 2. The Nominating Committee shall choose one or more candidates for election to each office and obtain the consent of each nominee to serve if elected.

Section 3. The Board of Directors shall send a letter ballot/electronic ballot, containing a list of official nominees and a space for a write-in vote for another candidate for each office, to each subscribing member of the Branch at least thirty (30) days previous to the Third Quarter Planning Meeting.

Section 4. Ballots returned to the Board of Directors up to the time of counting shall be opened and counted by the President. For each office the candidate receiving the highest number of votes cast shall be declared elected.

Article VI: Meetings

Section 1. Board meetings shall be held as required to conduct Branch business and as directed by the President.

Section 2. Meetings of the general membership of the Lynchburg Branch shall typically be held bi-annually, in January and July of each board.

Section 3. Notice of call for Branch meetings shall be mailed/electronically mailed to all subscribing members of the Branch not less than fourteen (14) days in advance of the meeting date.

Section 4. Most Branch meetings will require advanced registration by members planning to attend. Any costs associated with attendance at meetings shall be the responsibility of the member upon making a reservation.

Section 5. Branch meetings will be conducted in accordance with the meeting agenda developed by the President. The agenda shall at a minimum include: roll call, a financial report, a review of old business and a review of new business. Meeting minutes shall

be kept by the secretary, recorded, and sent to all board members for review within 5 business days.

Article VII: Amendments

Section 1. These Bylaws may be amended only by the following procedures:

- (a) The proposed Bylaw amendment(s) shall be approved by not less than a majority of the Board of Directors and in accordance with the Virginia Section constitution.
- (b) Upon approval, the proposed Bylaw amendment(s) shall be distributed to the subscribing membership. The proposed amendment shall then be voted upon by those subscribing members in attendance at a business meeting provided that written notice of the proposed amendment vote shall have been given to the membership along with the meeting notice and at least fourteen (14) days in advance of the meeting. To become effective, the proposed Bylaw amendment(s) shall receive an affirmative vote of a majority of subscribing members voting.

Article IX: Miscellaneous Provisions

Section 1. No part of the net earnings of the Branch shall inure to the benefit of any private shareholder or individual and no substantial part of the activities of the Branch shall be carrying on propaganda, or otherwise attempting to influence legislation and the Branch shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

Section 2. Upon dissolution of the Branch, the assets remaining after the payment of the debts of the Branch shall be conveyed to the American Society of Civil Engineers.