

**INTERNATIONAL CHINESE TRANSPORTATION PROFESSIONALS ASSOCIATION (ICTPA)
U.S Northeastern Chapter**

Bylaws

Article I – Name, Address and Purpose

- 1.01 The name of this non-profit organization shall be the International Chinese Transportation Professionals Association (ICTPA), U.S. Northeastern Chapter, designated hereinafter as the “Chapter”.
- 1.02 The address of the Chapter shall be that of its current President.
- 1.03 In the event there is any conflict between provision of these Bylaws and the provisions at the Constitution of ICTPA, the provisions of these Bylaws shall govern.

Article II – Membership

- 2.01 The membership of the Chapter shall consist of Members, Corporate Members and Student Members.
- 2.02 Members, Corporate Members and Student Members shall be entitled to all privileges of the Chapter excepting that only Members shall be eligible to hold offices and to vote on Chapter matters.
- 2.03 A Member shall be a person who is presently engaged or has been engaged in transportation related work and paid the membership dues of the Chapter as the Board of Directors may, from time to time, specify.
- **Active Member (AM)**: Members who are actively participating in association and have no outstanding membership. In addition to general benefits, Active Members will be invited to the local chapter’s annual meeting/technical session free of charge (exclusion of annual dinner). AM will be listed in both the local and international membership directories.
 - **Standing Member (SM)**: Registered members with our local chapter. Standing Members will receive our newsletters, access to the association website and be invited to participate in all association functions and activities. Standing Members will be listed in the local membership directory; however, inclusion in the international directory will be subjected to the scision of the International Board of Directors.
- 2.04 Student Member shall be a personal who is enrolled as a student in a graduate or undergraduate school of recognized standing, pursuing a course of study in a transportation related field and has expressed in writing to the Chapter that he or she is interested in becoming a Student Member. A Student Member can transfer status to a Member upon application and acceptance to a position in transportation related work within a year of completion of the pursed course of study.
- 2.05 A Corporate Member shall be a Corporation with endorses and supports the purposes of the ICPTA. A Corporate Membership is entitled to assign up to three regular Members with full membership privileges.

Article III – Membership Dues

- 3.01 Membership dues for the Chapter shall be recommended by the Board of Directors, and approved by majority vote of Members present at the Annual Membership Meeting of the Chapter.

Article IV – Meeting and Quorums

4.01 Meeting of the Membership

- (a) The Chapter shall hold at least one Meeting of the Membership annually.
- (b) The September meeting shall be designated as the Annual Membership Meeting of the Chapter for the purposes of carrying out the election of Directors, approve amendments to these Bylaws and to carry out such other business as may properly and appropriately be brought before the Annual Membership Meeting.
- (c) Members may nominate candidates for Directors of the Chapter at least fourteen (14) days before the Annual Membership Meeting.
- (d) No business shall be conducted at any meeting of the membership unless a quorum of the membership is present at such a meeting. A quorum shall consist of at least one-third (1/3) of the total membership.

4.02 Meeting of the Board of Directors

- (a) The Board of Directors shall meet at least two (2) times annually. In addition, the Board may especially meet at such other times as the Board may, in its discretion, require.
- (b) A majority of the membership of the Board of Directors shall constitute a quorum for any meeting of the Board of Directors.

Article V – The Board of Directors

- 5.01 The Chairperson of the Board of Directors shall be the duly elected President of the Chapter.
- 5.02 The Board of Directors shall consist of not fewer than nine (9) members who shall be selected from the membership at large at the Annual Membership Meeting. In addition to the Directors elected from time to time, the immediate Past President of the Chapter shall be a Director, serving **ex officio**.
- 5.03 All Members, in person or by proxy, may vote for the Directors of the Chapter.
- 5.04 The officers of the Chapter shall be elected from the membership of the Board of Directors.
- 5.05 The duties of the Board of Directors shall include the setting of Chapter policy, consistent with these bylaws, the approval of any appointment of committee coordinators made by the membership dues as well as any other means of fund raising, and the transaction of the general business of the Chapter.
- 5.06 In the event any vacancy on the Board occurs, that seat shall remain vacant until the next Annual Membership Meeting of the Chapter at which time a new Director shall be selected to fill the unexpired term of the vacant seat.

5.07 The Honorary President, to be chosen by the Board of Directors, will be one who is held in high esteem by the Board for his/her outstanding achievements and contributions. The term for this position will be held in concurrence with the existing offices.

Articles VI – Officers and Duties

6.01 The Officers of the Chapter shall consist of the President, the Vice-President, and the Secretary/Treasurer.

6.02 The Officers shall be elected by the Board of Directors from the Board's membership at the Board's meeting following the Annual Membership Meeting.

6.03 The terms of office for the Officers shall be one (1) year, and no person shall occupy the same office for more than two (2) consecutive years.

6.04 The President shall also act as the Chairperson of the Board of Directors and shall exercise all authority and responsibility incumbent therewith. The President shall represent the Chapter as appropriate, handle the day-to-day business of the Chapter, shall preside over the meetings of the Chapter and the Board of Directors, and shall appoint coordinators for special committees.

6.05 The Vice President shall assist President in the President's duties and shall act as the President when the President is absent or unavailable.

6.06 The Secretary/Treasurer shall receive, have custody of, control and disburse, as appropriate and authorized by the Board of Directors and/or membership, the fund of the Chapter. The Secretary/Treasurer shall prepare written financial report to the Board of Directors on a quarterly basis or upon request and make the same available to the membership.

6.07 The Vice President shall become President in the event that office becomes vacant before the expiration of its term. In the event any other office becomes vacant, the Board of Directors shall appoint a Director to fill the unexpired term.

Article VII – Amendments to the Bylaws

7.01 Any proposal to amend these Bylaws shall be made by the Board of Directors or by a petition signed by at least twenty (20) members of the Chapter and shall be submitted at the Annual Membership Meeting.

7.02 An affirmative vote of at least one half (1/2) of the Membership or by proxy shall be necessary for the adoption of any change to these Bylaws.

7.03 Any amendments to these Bylaws adopted as provided shall take effect immediately after adoption unless otherwise provided.

Article VIII – Dissolution

8.01 In the event the Chapter is dissolved, any assets remaining after the payment or the provision for payment of any and all debts and liabilities of the Chapters, shall be distributed to a non-profit fund, foundation or corporation which is to organize and operate exclusively for charitable purposes and which has established its tax exempt status under Section 501 © (3) of the Internal Revenue Code. No part of the income or assets of the Chapter shall ever be distributed to or be pledged for the benefit of any Director, Officers or Member of the Chapter.

Article IX – Past President Advisory Council

- 9.01 The main purpose for this Council is to create additional opportunities for new Board of Directors candidates, while maintaining the continuity and involvements from the past presidents.

- 9.02 Members of the Council are not voting members of the Board, and will provide guidance and advices to the Board on all business matters. It is required that all Council members are also Active Members of the Chapter.