
Bylaws
of the
New Mexico Section
of
AACE International

March 2019

ARTICLE I: DEFINITIONS

Section 1. The geographical area served by this Section shall be the state of New Mexico excluding the Los Alamos area.

Section 2. The ARTICLES which constitute this document shall be the BYLAWS; and will hereafter be referred to as the Bylaws. AACE International will hereafter be referred to as AACE. The New Mexico Section will hereafter be referred to as the Section. The Section's Board of Directors will hereafter be referred to as the Board. Anyone holding membership in AACE in the class MEMBER will hereafter be referred to as a Member. Anyone holding membership in AACE in the class STUDENT will hereafter be referred to as a Student Member.

A year as described under Terms of Office shall be January 1 through December 31.

ARTICLE II: OFFICERS AND BOARD OF DIRECTORS

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

- President
- Vice President – Communications
- Vice President – Programs
- Secretary
- Treasurer

Section 2. The government and management of the Section is vested in the Board, except as otherwise provided in the Bylaws.

Section 3. The Board shall consist of the following:

- President
- Vice President
- Secretary
- Treasurer
- Most recent Past President
- Two Directors

Section 4. All Officers and Board Members shall be Members of the Section and of AACE International. Officers and Board Members shall be elected by Members.

Section 5. A quorum of the Board shall consist of a simple majority of the 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 annual dues 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 inactive status and have no voice in the government of this Section.

Section 3. The classes of membership shall be as follows:

Member

Student Member

Members are entitled to all privileges defined in these Bylaws. Student Members are entitled to all privileges defined in these Bylaws, except those of voting and of holding elective office.

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 so that two new Directors are elected each year).

During the first year, there being no Past President, three Directors shall serve terms of one year each, and two Directors shall serve a regular two-year term. There will be a total of five Directors elected the first year.

Section 3. Officers and Directors shall be installed in office at the meeting prior to the Annual Meeting, but in no event later than the May meeting.

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 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 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. All accounts shall be audited by an Auditing Committee at least once a year. Treasurer must file appropriate reports with the IRS for U.S. based sections (and Caribbean & Puerto Rico) by May 15 of each 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 three Members of the Board. They shall have power to make such regulations, not inconsistent with the Bylaws, 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 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 committees shall devise their own rules of procedure, subject to the approval of the Board.

Section 3. There will be at least the following standing committees, with the Vice President of the Section as Chair of the Program Committee:

- Nominating
- Membership
- Communications
- Programs

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

ARTICLE VII: MEETINGS

Section 1. Regular meetings of the Section shall be held once each month for at least nine months each year. There will be a minimum of 3 technical meetings or events each year.

Section 2. Meetings shall generally be held on the third or fourth Friday of the month.

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

Section 4. Procedural questions requiring rulings not specifically provided for in the Bylaws shall be decided in accordance with the most current edition of Robert's Rules of Order.

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

- a. Approval of the minutes of the preceding meeting¹.
- b. Report of the Board of Directors
- c. Committee reports
- d. Other business

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

Section 6. The time and location of each meeting shall be the responsibility of the Program Committee. The Secretary shall notify each member, in writing, at least one (1) week prior to the date of the meeting.

ARTICLE VIII: FINANCIAL

Section 1. Each member shall pay to AACE headquarters their annual dues, payable on the first day of each fiscal year. Headquarters will then remit the collected dues to the Section, if in good standing, on an annual basis.

Section 2. The fiscal 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 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.

Section 4. Officers and Directors shall have no power to make the Association liable for any debts or activities taken on by the Section.

¹ If the minutes of the meeting are distributed to the section membership in advance of the meeting, they can be approved with a simple motion for approval. If the minutes of the meeting have not been distributed in advance of the meeting, they will be read aloud and then approved with a simple motion for approval.

ARTICLE IX: ELECTIONS

Section 1. Election of Officers and Directors shall be by secret ballot delivered by the end of November. Ballots will be due by November 15 in order to be counted in the election.

Section 2. It shall be the purpose of the nominating committee to judiciously select at least one candidate for each office and directorship to become vacant. The committee must obtain the agreement of each individual to serve if elected. The committee shall verify that all members on the slate are members in good standing with AACE International prior to holding the election.

The nominating committee shall report to the February meeting its proposed selection of candidates, accompanied by a brief biographical sketch for each candidate.

Section 3. Any member not already proposed by the nominating committee may be proposed for nomination by at least five members in good standing. Such a nomination must be written and signed by each of the five members and must be submitted to the Secretary at least 30 days prior to the announced delivery date of the ballots. The nominees' names 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.

This ballot shall be distributed to all members in good standing no later than the October meeting.

Section 4. In the event the election is not held electronically, The President shall appoint a special committee of tellers. All paper ballots, must be sealed in a plain envelope and dated, shall be turned over to the committee of tellers for counting.

When the 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. The successful officers and directors will be installed at the December meeting.

Section 5. Any Officer or Director may be removed from office, with or without cause, by a two-thirds vote of all Members and Associate Members eligible to vote under the Bylaws.

Section 6. If meetings are not held during any of the above stipulated months, the schedule for voting will be modified to reflect the change. However, the Officers and Directors will still be installed at the December meeting.

ARTICLE X: AMENDMENTS

Section 1. Proposals to amend the Bylaws must be signed by at least five (5) 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 (60) days.

Section 3. These Bylaws may be amended at any meeting of the Section provided official notice of the proposed amendment shall have been sent 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 Bylaws.

Section 4. Amendments to these Bylaws shall become effective at the next regular meeting.

ARTICLE XI: DISSOLUTION OF THE SECTION

Section 1. STATEMENT OF PURPOSE: Section is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 2. DISSOLUTION: Upon the dissolution of the Section, all of its assets and net income, current and accumulated, remaining after the payment of its debts, obligations, and claims shall be transferred to and become the property of parent organization AACE International, Inc., a nonprofit corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. If AACE International, Inc. would not be exempt from federal income tax at the time the Section dissolution occurs, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Section is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Must be included in all section bylaws, regardless of location.

Must also be included in all U.S.-based section bylaws.