

**MISSOURI ASSOCIATION OF COUNTY TRANSPORTATION OFFICIALS
CONSTITUTION**

ARTICLE I

Name

Section 1. The name of the Association shall be “The Missouri County Transportation Officials” hereinafter called the Association.

Section 2. The Association shall be incorporated as a non-profit organization under the laws of the state of Missouri. Section 3. The Association may publicly identify itself as the “Missouri Association of County Transportation Officials (MACTO)” and/or “Missouri Association of City and County Transportation Officials (MACCTO).”

ARTICLE II

Objectives

Section 1. The objectives of the Association shall be to promote the cooperation of the County Transportation Officials of Missouri and increase their efficiency as public officers; to further the best interest of the general public through the application of sound engineering principles in the construction and maintenance of bridges and highways under County jurisdiction and to provide educational means to those affecting and affected by the planning, design, construction, and maintenance of bridges and highways under the jurisdiction of public road agencies in Missouri.

ARTICLE III

Membership Class

Section 1. There shall be four classes of members:

1. Active
2. Life
3. Honorary
4. Associate

Section 2. Active members shall be Engineers, Public Works Directors, Road and Bridge Administrators, Transportation Officials or other employees of any Missouri County, City, Township, Special Road District or the Missouri Department of Transportation that are engaged in the survey, design, construction inspection or management of public bridges and highways in the State of Missouri. The current active membership shall be considered those meeting the qualifications above who pay the registration fee to attend the annual Association conference. The active membership term shall be from October 1 of the conference year to September 30 of the following year.

Section 3. Life membership shall be conferred upon past presidents of the Association who have retired from their public agency and on any active member with a total of 15 years of active participation in the Association.

Section 4. Honorary Member. A person of outstanding ability in the highway field, who has contributed greatly to the advancement of county highway administration

and engineering, may be made an Honorary Member of this Association upon nomination by an Active Member and approval by the Board of Directors.

Section 5. Any individual of any entity may join the association as an Associate member at a fee per year, to be determined by the Board of Directors. Associate members will have all member privileges except voting. Associate members may not vote or hold voting office but may hold non-voting offices and may participate in committees where permitted by the Bylaws.

ARTICLE IV Obligations and Privileges

Section 1. Only Active Members shall have the right to vote and to hold office in the Association. They are entitled to forward ideas, problems, legislative proposals and matters concerning policy to the President for consideration by the Committees of the Association.

ARTICLE V Administration

Section 1. The Association shall be administered by a Board of Directors hereinafter called the Board. Within the provisions of this Constitution the Board shall have full authority and power of the Association between Annual Meetings.

ARTICLE VI Dissolution

Section 1. The Association shall use its funds only to accomplish the objectives and purposes specified in this Constitution, and no part of said funds shall inure or be distributed to the members. On dissolution of this Association, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, philanthropic or governmental organizations to be selected by the Board.

ARTICLE VII Bylaws

Section 1. The Board shall adopt Bylaws that shall govern all procedures under this Constitution including those of the Board and of the Committees.

Section 2. The Bylaws may be amended by an affirmative vote of not less than two-thirds (2/3) of all members of the Board provided, however, that the text of a proposed amendment shall be furnished to each member of the Board at least fourteen (14) days before the meeting at which a vote on the amendment will be taken. Text of the proposed amendment may be provided via e-mail

Section 3. The Bylaws may also be amended at the Annual Meeting. The text of the proposed amendment is provided to the Board of Directors with a minimum of sixty (60) days prior to the Annual Meeting. The Board of Directors is required to post the proposed amendment prominently on the Association website and note the proposed amendment in the Conference agenda a minimum of thirty (30) days before the Annual

Meeting. A petition signed by not less than ten (10) Active members is required to initiate amendments to the Bylaws not initiated by voting Board members. The Bylaw amendment may only be ratified by an affirmative voice vote of Active Members present at the Annual Meeting unless a minimum of five (5) active members request a vote by show of hands after the voice vote, by which affirmation shall be 2/3 of Active Members voting. Active Members must be physically present at the Annual Meeting to vote.

ARTICLE VIII

Amendments

Section 1. Amendments to this Constitution may be proposed by a majority of the Board or by petition signed by not less than ten (10) Active members.

Section 2. An Amendment shall be adopted only upon an affirmative voice vote of Active Members present unless a minimum of five (5) active members request a vote by show of hands after the voice vote, by which affirmation shall be 2/3 of Active Members voting. Active Members must be physically present at the Annual Meeting to vote.