

**PROPOSED BYLAWS**  
**MISSOURI ASPHALT PAVEMENT ASSOCIATION**  
**SAFETY COMMITTEE**  
(06/12/2017)

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# **BYLAWS OF THE MISSOURI ASPHALT PAVEMENT ASSOCIATION SAFETY COMMITTEE**

## **MISSION STATEMENT**

*The mission of the MAPA Safety Committee is to promote a total safety culture for the benefit of all members, partners, and public through education and communication of innovative industry practices.*

## **Article 1 – GENERAL CONDITIONS**

### **Section 1.10. Names:**

The name of the Committee shall be “Safety Committee.”

### **Section 1.20. Definitions:**

Meeting: Due to logistical/geographical issues, and the prevalence of meeting technology, meeting attendees may not be required to be physically at the same location. Conference calling, internet/ intranet-based video meeting applications may be acceptable alternatives and even encouraged to promote additional attendance that would otherwise be lacking.

Member Type(s): Refer to the Missouri Asphalt Pavement Association (MAPA) for definitions of types of Members.

Quorum: A quorum for transaction of business requiring a vote by the Committee shall be presided by the Staff Liaison and by a minimum of two (2) officers and a minimum of four (4) Members of the Committee.

Staff Liaison: Assistant Director, MAPA

### **Section 1.30. Powers:**

The Committee shall have supervision, control and direction of the affairs of the Committee, its Task Forces, and its publications, and shall determine its policies or changes therein; shall actively prosecute these objectives, be accountable for Committee assets, and shall be responsible for interpretation of these Bylaws. The Committee may adopt such rules and regulations for the conduct of its business as shall be deemed advisable.

All matters to be decided by the Committee will be by a majority vote of those in attendance.

The Chair of the Committee shall appoint such task forces as deemed necessary and shall determine the number of persons to serve on each and designate a chairperson thereof. It is recognized that the Committee exists solely at the pleasure of the President of the Board of Directors (Board) of MAPA, and nothing contained within these Bylaws are intended or allowed to be in conflict with the rules and regulations of the Board or the President of the Board.

#### **Section 1.40. Purposes:**

The purposes of the Committee shall be as follows:

1. To share best practices for the improvement of safety within our industry.
2. To collect and disseminate information relating to safety within our industry.
3. To provide research and educational opportunities for the betterment of safety within our industry.
4. To provide for meetings and discussions to promote and advance safety within our industry.
5. To provide advice to the Association on issues of importance to safety within our industry.

Among other things, the Committee may encourage the effective and efficient delivery of professional services and other support to MAPA members. The Committee may organize Task Forces to accomplish specific objectives. The Committee may also publish educational materials, such as informational brochures and training manuals. The Committee may also organize and sponsor seminars, conferences, and other educational programs, facilitate electronic and other communication between and among its members and related interests.

#### **Section 1.50. Staff Liaison:**

The Assistant Director of MAPA is the liaison between the Committee and the President of the Board. While any communications should generally go through the Staff Liaison, this Section shall in no way prohibit or inhibit any Committee Member from communicating with any MAPA staff or Executive Board members.

The Staff Liaison is responsible for scheduling Committee meetings, preparing an Agenda, ensuring that Minutes are taken and disseminated, and carrying out appropriate assignments from the Committee. The duties of the Staff Liaison may be delegated to another member of the MAPA staff. The Staff Liaison does not cast any votes.

## **Article 2 - MEMBERSHIP**

### **Section 2.10. Eligibility:**

All Members in the Committee shall only include employees of the Missouri Asphalt Pavement Association Member firms, partnerships, joint ventures, or corporations where appropriate, as well as Member firms doing business as individuals.

### **Section 2.20. Expulsion:**

Upon failure after notice for any other violation of Membership obligations, or violation of the Bylaws, or for any other reasonable cause in the opinion of the Committee - such failure, violation or other cause to be set forth in written complaint, a copy of which shall be furnished to such Member and to the appropriate Committee Members. The Member may be subject to expulsion but only after such notice and after due hearing by the appropriate Committee and upon a majority vote for such expulsion.

## **Article 3 - ADMINISTRATION**

### **Section 3.10. Committee Composition:**

The management of the affairs of the Committee shall be vested in Members composed of employees of Member Firms as described in Section 2.10.

The Officers are: Chair, Vice Chair, and Secretary. No Member Firm will have more than one representative serving as an Officer of this Committee.

### **Section 3.20. Committee Voting:**

All Members of the Committee shall be entitled to one vote each. Voting rights of a Member shall not be delegated to another nor exercised by proxy.

### **Section 3.30. Meetings of the Committees:**

A regular meeting of the Committee shall be scheduled no less than two (2) times each calendar year at such time and such place as the Committee may prescribe. Notice of all such meetings shall be given to the Members and Staff Liaison not less than ten (10) working days before the meeting is held.

Task Force meetings shall be scheduled as needed.

### **Section 3.40. – Duties of Committee Officers:**

#### **The Chair:**

The Chair shall serve as the chief executive officer of the Committee and shall perform the duties incident and customary to such office, having always in mind the purposes

and welfare of the Committee. The Chair shall preside at all Committee meetings. The Chair, or designee, shall present a status report of the proceedings of the Committee to the Board of MAPA on an annual basis, at a minimum. The Chair shall serve a one (1) year term.

#### **The Vice Chair:**

The Vice Chair shall assist the Chair of the Committee in the discharge of their duties as they may request and shall act in the capacity of Chair of the Committee in the event of the Chair of the Committee's absence. The Vice Chair shall serve a one (1) year term.

#### **The Secretary:**

The Secretary shall assist the Chair and Vice Chair in the discharge of their duties as they may request and shall keep such notes and perform such other duties as may be required by the Executive Committee usually incumbent upon such office by usage and custom. The Secretary shall keep Minutes of all the proceedings of meetings of the Committee. Recording of these Minutes may be delegated to another Member or the MAPA Staff Liaison.

Periodic reports of the business of the Committee will be submitted to the MAPA Board by the Secretary or designated Member or MAPA Staff Liaison. The Secretary shall serve a one (1) year term.

### **Article 4. ELECTION OF OFFICERS**

#### **Section 4.10. Nomination and Election:**

The election of all Officers shall be by secret ballot completed prior to December 31 of the applicable year. The new Officers of the Committee shall assume their respective positions as of January 1 of the next calendar year following their election.

In the event any office becomes vacant as a result of death, disability, resignation, removal, or otherwise, the vacancy will be immediately filled from among the remaining Committee Members by vote of the remaining Committee Members.

### **ARTICLE 5. PARLIAMENTARY RULES**

Robert's Rules of Order shall be used as a guide for parliamentary procedure at all meetings.

### **ARTICLE 6. AMENDMENTS**

These Bylaws may be amended, or revised, at any regular or special meeting of the Committee at which there is a quorum. A two-thirds (2/3) vote of the voting Members

present is required. Proposed amendments must be submitted to the Committee Members at least ten (10) days before final action is taken.