

BYLAWS OF NEPCOAT

(NORTH EAST PROTECTIVE COATING COMMITTEE)

Article I - Name and Purpose

The name of this Committee is the North East Protective Coating Committee (NEPCOAT). The Committee is formed to develop testing criteria for the qualification and acceptance of protective coatings for use on iron and steel surfaces, to qualify and accept coating systems, administer research and testing programs, and other activities, for the Transportation Departments of the States of Connecticut, Maine, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, and Vermont.

Article II - Members

Section 1. Members. The members of the Committee shall include representatives from each State's Transportation Department of the six New England States, New Jersey, New York and Pennsylvania.

All members may attend meetings, and participate in discussions, sub-committees and other matters. Each state shall be entitled to one vote and shall designate a representative to cast votes.

Section 2. Associate Members. Associate members shall represent the Federal Highway Administration (FHWA) and shall have all the rights and privileges of membership except the right to vote.

Article III - Officers

Section 1. The officers of the Committee shall be a Chairman, a Vice-Chairman, and a Secretary. These officers shall perform the duties described by these Bylaws and the parliamentary authority adopted by the Committee.

Section 2. Officers shall be elected at the annual meeting to serve for one year or until their successors are elected, and their term of office shall begin at the close of the annual meeting at which they are elected.

Article IV - Meetings

Section 1. The regular meetings of the Committee shall be held as determined by the Committee. There shall be a minimum of two meetings per year. The meeting held in the spring shall be designated the annual meeting.

Section 2. Special meetings shall be called by the Chairman or by the Executive Board.

Section 3. Five members of the Committee constitute a majority of members and is required to pass items of business. Voting may be done by ballot (mailed, faxed, E-mail, or telephone) when necessary.

Article V - Executive Board

The officers of the Committee shall constitute the Executive Board.

Article VI - Sub-Committees

Sub-Committees, standing and special, shall be appointed by the Chairman as the Committee or the Executive Board shall from time to time deem necessary to carry on the work of the Committee. The Chairman shall be an *ex officio* member of all Committees.

Article VII - Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Committee in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Committee may adopt.

Article VIII - Amendment of Bylaws

These Bylaws can be amended at any regular meeting of the Committee or by ballot by a two-thirds vote of the entire membership (six members) provided that the amendment is distributed to the membership in writing at least two weeks prior to a meeting.