

BY-LAWS
OF THE
ASSOCIATION OF COUNTY ROAD
SUPERINTENDENTS OF MICHIGAN
(S.A.M.)

Adopted: September 19, 1975

Amended: October 15, 1993

Amended: October 8, 2003

Amended: October 8, 2004

Amended: October 3, 2014

Amended: April 17, 2019

Amended: October 3, 2023

BY-LAWS

ARTICLE I - NAME:

The Association of County Road Superintendents of Michigan (S.A.M.).

ARTICLE II - OBJECTIVE:

The general purpose of the Association is to increase efficiency of County Road operations through communications of ideas, by association with one another.

ARTICLE III - MEMBERSHIP:

The first Superintendent or Director, under the direction of the individual Road Commission, shall be the association member from each County, and that foreman or other members of that County's supervisory force the Road Commission selects may attend meetings, serve on committees, and other functions.

ARTICLE IV - OFFICERS:

1. Officers of this Association shall consist of the following:

President

President-Elect

Secretary

Immediate Past President

Directors (11) – one from each Council and two Director-at-Large to be selected by simple majority vote of the Executive Board.

- a. Treasurer will be held as an individual appointment to ensure the financial interests of the SAM Executive Board. The Treasurer position can be held by any Officer of the Association selected by an annual simple majority vote of the Executive Board and may be held for consecutive terms.

A. Term of Office

President (one year)

President-Elect (one year, automatically ascends the office of President)

Secretary-Treasurer (one year, automatically ascends the office of president-elect)

Immediate Past President (one year)

Directors (as elected by individual councils)

Director-at-Large (as set from time to time by simple majority vote of the Executive Board).

- B. These offices shall form the Executive Board with each Officer and Director having one vote.

ARTICLE V - ELECTIONS:

1. These By-Laws shall become effective immediately after approval by the Majority of the organizing and steering committee at a meeting called for that purpose, at Mount Pleasant on September 19, 1975. Immediately after approval or change by the majority of the membership in attendance at an annual meeting on October 28, 1975, an election shall be held to fill the above slate of officers, except in the first year, one additional Director shall be elected for a one year term to fill the office of Immediate Past President.
2. In case of a vacancy in any office, the President shall appoint a member to fill the vacancy until the next regular elections. In case of a vacancy in the President's office, the President-Elect shall become President and shall fill the unexpired term and one full term as President.
3. Annual elections shall be held at the business meeting during the Annual County Road Superintendents' Seminar. The newly elected officers shall then take office January 1 following the election.
4. The Nominating Committee shall consist of: The Executive Board.
5. At least one month prior to the annual business meeting, the Nominating Committee shall submit a report of their nominations to the Secretary.

ARTICLE VI – DUTIES OF OFFICERS:

1. Executive Board
 - a. The Executive Board shall be responsible for the operation of Association business and finances. It shall have authority to establish membership rules, regulations, and fees.
2. President
 - a. The President shall conduct a business meeting at each general meeting of the Association.
 - b. The President shall act as Chairman of the Board.
 - c. The President shall call at least one meeting of the Executive Board annually. One meeting shall be held after the October election and prior to the next regular meeting.

- d. The President shall appoint all committees and act as liaison between Association of County Road Superintendents and County Road Association.

3. President-Elect

- a. The President-Elect shall perform all duties of the President in his absence.
- b. Shall be Chairman of Programming Committee.

4. Secretary

- a. The Secretary shall keep a permanent record of all meetings and detailed records of all Board meetings.
- b. Shall distribute minutes of all meetings to the Board.
- c. Shall keep a permanent and up-to-date record of membership. Such a record shall be available at all regular meetings and shall be made available to any member upon written request.
- d. Shall notify all Officers and Directors of the election and the nominees for office at least one week in advance of the election.
- e. Shall notify members of all meetings.

5. Directors

- a. Directors shall be voting members of the Board and shall act as liaison members of all committees. The President shall designate one Director as a Board representative on committees.
- b. Directors shall call quarterly meetings within their council.

5.1 Treasurer

In addition to duties of Officer or Director, the Treasurer shall:

- a. Be responsible for the financial transactions of the Association.
- b. Pay all bills of the Association.
- c. Make financial report at all regular meetings of the County Road Superintendents Association of Michigan.

ARTICLE VII – MEETINGS:

- 1. The President shall establish regular meeting dates.
- 2. A special meeting may be called by the President, by any three officers, or by a majority of the Directors. The Secretary-Treasurer shall be notified of such meetings and shall notify the Officers and Directors at least one week in advance.

ARTICLE VIII – FISCAL YEAR:

The fiscal year of the Association shall begin on the first day of April and end on the last day of March.

ARTICLE IX – AMENDMENTS:

These by-laws may be amended by the following procedures:

1. Any member may propose amendments to these by-laws by submitting the proposed amendment in writing to the President and Secretary-Treasurer at least one month in advance of a regular meeting. Such a proposal to become effective must be approved by at least two-thirds of the total membership. This can be done by a letter ballot.
2. The Executive Board, by two-thirds vote of the Board, may submit proposed amendments at regularly scheduled meetings by notifying the general membership of the proposal in writing at least two weeks prior to any regular meeting. To be effective, the amendment must be approved by at least two-third of those in attendance at the meeting.

ARTICLE X – COMMITTEES:

1. Nominating Committee for Officers.
2. Program Committee for Annual Seminars.
 - a. Acceptable programs to our objective, as stated in Article II.

ARTICLE XI – MISCELLANEOUS:

Containment: This Organization is to be attended by members and invited guests and not to become a toll of manufacturers and distributors to further their relationship or product lines with the membership.

ARTICLE XII – HONORING OF RETIREES:

The Association of County Road Superintendents honors supervisory employees who have been active in the association and are retiring prior to that current years' Annual Seminar. Said retiring supervisory employees will then be invited to, and be honored at, that current years' Annual Seminar where they will be presented with a plaque at the Annual Banquet, recognizing their service. The Association of County Road Superintendents shall award one plaque, per person, per lifetime.

ARTICLE XIII – DISSOLUTION OF ASSETS:

Upon the dissolution of this Association, after paying or adequately providing for the debts, obligations, and liabilities of this Association, the remaining assets of this Association shall be distributed equally to each individual member county road agencies within the association.