

# **AASHTO GOVERNING DOCUMENTS**

## **AASHTO BYLAWS**

### **BOARD OF DIRECTORS OPERATING POLICY**

---

AMENDED OCTOBER 30, 2006

TO: RECORDER OF DEEDS  
WASHINGTON, DC

We, the undersigned, natural persons of age of 21 years or more, all of whom are citizens of the United States, acting as incorporators of a corporation, adopt the following Articles of Incorporation of such a corporation pursuant to the District of Columbia Nonprofit Corporation Act.

FIRST: The name of the corporation is the American Association of State Highway and Transportation Officials.

SECOND: The period of duration is perpetual.

THIRD: The corporation is organized exclusively to foster the development, operation and maintenance of a nationwide integrated transportation system, and to cooperate with other appropriate agencies in considering matters of mutual interest in serving the public need; and to develop and improve methods of administration, planning, research, design, construction, maintenance and operation of facilities to provide the efficient and effective transportation of persons and goods in support of national goals and objectives; to study all problems connected with highway transport and other modes of transportation; to counsel with the Congress on transportation legislation; to develop technical, administrative and operational voluntary standards and policies.

The corporation may exercise any, all and every power which a nonprofit corporation, organized under the provisions of the District of Columbia Nonprofit Corporation Act for charitable, educational and scientific purposes, all for the public welfare, can be authorized to exercise, but not for any other purpose. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, directors, officers, or other private persons.

Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activity not permitted to be carried on: (a) By a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, (or the corresponding provisions of any future United States Internal Revenue law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

FOURTH: The members of the corporation shall be composed only of instrumentality's of government.

FIFTH: There shall be a Board of Directors composed of 52 directors after the initial Board. The manner of the appointment and removal of the Board of Directors shall be provided in the by-laws of the corporation. The interest of any director, officer or member in this corporation shall not be assignable inter vivos, nor shall it pass to any personal representative, heir or devisee.

SIXTH: The Board of Directors shall have supervision, control and direction of the affairs of the corporation, shall have authority to establish classes of membership, shall determine its policies within the limits of these Articles, and the by-laws of the corporation, shall actively prosecute its objectives and shall have discretion in the distribution of its funds. It may be deemed advisable and may, in the execution of its powers, adopt such agents as it may consider necessary.

All the property of this corporation and accumulations thereof shall be held and administered to effectuate its purpose and to serve the general welfare of the people. Upon dissolution of the corporation the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation to such organization or organizations as the Board of Directors shall determine, which are organized and operated exclusively for charitable, educational and scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue law).

SEVENTH: The address, including the street and number of its initial registered office is 1025 Vermont Ave., N.W., Washington, D.C. 20005 and the name of its initial registered agent at such address is the United States Corporation Company.

EIGHTH: The number of directors constituting the initial Board of Directors is 3. The names and addresses including the street and number, of persons who are to serve as initial directors until their successors be appointed and qualified are:

Francis B. Francois, 444 N. Capitol St., N.W.,  
Suite 249, Washington, D.C. 20001

David Hensing, 444 N. Capitol St., N.W.,  
Suite 249, Washington, D.C. 20001

James E. Anderson, 2020 K St., N.W., Suite 800  
Washington, D.C. 20006

NINTH: The name and address, including the street and number, of each incorporator is:

Francis B. Francois, 444 N. Capitol St., N.W.,  
Suite 249, Washington, D.C. 20001

David Hensing, 444 N. Capitol St., N.W.,  
Suite 249, Washington, D.C. 20001

James E. Anderson, 2020 K St., N.W., Suite 800  
Washington, D.C. 20006

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 4th day of May, 1984.

Approved by the Policy Committee in 1984 by Mail Ballot

# AASHTO BYLAWS

## ARTICLE I NAME

The name of this Association shall be the American Association of State Highway and Transportation Officials. The Association shall maintain general offices in the Washington, D.C. area, under the supervision of the Board of Directors of the Association.

## ARTICLE II PURPOSE

The Association is organized exclusively to foster the development, operation and maintenance of a nationwide integrated transportation system, and to cooperate with other appropriate agencies in considering matters of mutual interest in serving the public need; and to develop and improve methods of administration, planning, research, design, construction, maintenance and operation of facilities to provide the efficient and effective transportation of persons and goods in support of national goals and objectives; to study all problems connected with highway transport and other modes of transportation; to develop technical, administrative and operational voluntary standards and policies.

The Association may exercise any, all and every power which a non-profit corporation, organized under the provisions of the District of Columbia Nonprofit Corporation Act for charitable, educational and scientific purposes, all for the public welfare, can be authorized to exercise, but not for any other purpose. The advocacy efforts of the Association shall comply with Internal Revenue Service regulations for 501(c) (3) non-profit educational organizations, which limit lobbying activities to no more than \$1 million, or 5% of the Association's budget, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. No part of the net earnings of the Association shall inure to the benefit of or be distributed to its members, directors, officers, or other private persons.

Notwithstanding any other provisions of these bylaws, the Association shall not carry on any other activity not permitted to be carried on: (a) By Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), or (b) by an association, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

## ARTICLE III MEMBERSHIP

The membership of this Association shall be composed only of instrumentalities of government. The AASHTO Board of Directors shall be Member Departments, defined as those Departments or Agencies of the States of the United States, Puerto Rico and the District of Columbia in which the official transportation responsibility for that State or Territory is lodged, and the United States Department of Transportation (which is a non-voting ex officio member).

1. Active Members — Voting: Active members shall be duly constituted heads and other chief directing officials of the various Member Departments. An active member shall have the privilege of taking part in discussions, serving on committees and voting on all matters except as otherwise provided herein.
2. Associate Members — Non-voting Ex Officio:
  - 2.1 Associate members shall be either Federal, State, Regional, Local or other Public Agencies or Authorities, whose officials are responsible for public transportation systems or other transportation facilities necessary to serve public

- land and properties, or other agencies and offices having assigned responsibilities for monitoring, planning or managing the transportation facilities other than the Member Department, or the U. S. Department of Transportation.
- 2.2 Other associate members shall be agencies in the Territorial Governments of the United States, adjoining provinces and other territories of Canada and States of Mexico in which the official transportation responsibilities are lodged, and their duly constituted heads and other chief directing officials engaged in the administration and technical work of such agencies. Other associate members may also include any transportation agency of any other nation, or State, Province, or Territory thereof and their duly constituted heads and other chief directing officials; and other Associations or Organizations whose members represent government entities that have a primary role in financing, planning or managing the transportation system in their jurisdiction.
- 2.3 A non-voting ex officio associate member may be appointed
- 2.3.1 By its Associate Members Committee to serve on Standing Committees, Subcommittees, and. Special Committees
- 2.3.2 Or by applying to the AASHTO Executive Director for appointment to specific committees. The Chair of the receiving AASHTO committee shall have the final authority to approve all applicants based on the number of Associates member spaces available.
- 2.4 The AASHTO Executive Committee shall approve all associate members before becoming members of the Association.

#### **ARTICLE IV OFFICERS**

The officers of the Association shall be a President and a Vice President each of whom shall be elected from the Active Members roster at the annual meeting of the Association, to hold office through the next annual meeting or until their successors have been elected and qualified; a Secretary-Treasurer who shall serve through three consecutive meetings; and also an Executive Director who shall be selected by the Executive Committee, with confirmation by the Board of Directors, and serve under the authority of the Board of Directors and the Executive Committee.

The President and the Vice President shall not be eligible to succeed themselves.

#### **PRESIDENT**

The President shall call and preside at all meetings of the Board of Directors and Executive Committee, and shall appoint all committees, except as otherwise provided. In the absence of the President and the Vice President, the members in attendance at any meeting of the Board of Directors or the Executive Committee shall select a President pro tempore.

#### **VICE PRESIDENT**

In case of a vacancy in the office of President, the Vice President shall succeed to the Presidency for the remainder of the term. As directed by the President, the Vice President shall preside at specific sessions of the annual meeting of the Association.

The Vice President shall serve as Assistant Treasurer, and in the event of the incapacity of the Secretary-Treasurer will have the authority to discharge all duties and authorities of the Treasurer. The President shall determine the incapacity of the Secretary-Treasurer.

## **SECRETARY-TREASURER**

The Secretary-Treasurer as Treasurer shall have oversight of all Association funds and financial transactions, which shall be conducted in conformity with policies adopted by the Executive Committee. The Treasurer shall report on the financial condition of the Association at all meetings of the Board of Directors and at other times when called upon by the President.

As Secretary, the Secretary-Treasurer or that person's designee shall keep a fair and true record of all proceedings of the meetings of the board of Directors and the Executive Committee.

## **EXECUTIVE DIRECTOR**

The Executive Director shall have authority generally to supervise and direct the management of the affairs of the Association, subject to the rules and regulations set forth by the Board of Directors and the Executive Committee. The Executive Director shall be the chief executive officer of the Association and shall be responsible for carrying out the policies, procedures and programs of the Board of Directors and the Executive Committee. He or she shall keep a record of all transactions of the Association, the Board of Directors and of the Executive Committee, issue all notices of meetings and perform such additional duties as the Board of Directors or Executive Committee may direct.

He or she shall be an Assistant Secretary, and shall be responsible for maintaining all Association bank accounts and directing the disbursements necessary for the operation of the Association. He or she shall be an ex officio non-voting member of all Association committees.

In the event of the incapacity of the Executive Director, the Director of Management and Business Development shall be empowered to direct all disbursements necessary for the operation of the Association. The President shall determine the incapacity of the Executive Director.

## **ARTICLE V BOARD OF DIRECTORS**

The Board of Directors shall be the governing body and the policy-making body of the Association. It shall be concerned with such matters as official positions on legislative proposals, the development of official policy statements, membership dues, adoption of the Association strategic plan, changes in the Association's Articles of Incorporation and bylaws, the establishment of the Standing Committees, Subcommittees, Special Committees, and all other policy matters pertaining to the operation or activities of the Association. In acting on such matters, each Member Department in good standing, exclusive of the U.S. Department of Transportation, shall have a single vote.

Membership on the Board of Directors is limited to the Chief Executive Officer (duly constituted head) or his or her designee from each Member Department. In the event that the Chief Executive Officer is unable to serve, each Member Department shall designate by letter to the Executive Director prior to each Board meeting the individual who shall serve as the Member Department's representative on the Board.

The annual meeting shall be held at such time and place as may be designated by the Executive Committee. Special meetings of the Board of Directors may be called by the President at any time or place designated in the United States upon his own initiative, or upon the request of three Member Departments. If the President refuses to issue such a call, a special meeting shall be called by the Executive Director upon written request of the duly constituted heads of not less than 10 Member Departments. Written notice of all annual and special meetings shall be given not less than 5 days before the date of such meeting.

Representation of the Board members of a majority of all Member Departments, exclusive of the U.S. Department of Transportation, shall constitute a quorum to initiate and to transact general business. A majority vote of those Member Departments present, exclusive of the U.S. Department of Transportation, on matters of general business shall be considered binding on the Association's officers and committees. A two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, taken either at the meeting or by letter ballot on matters involving questions of policy of an important nature shall be considered binding on the Association's officers and committees. Balloting on all transportation policy matters is reserved to the Board of Directors.

Matters involving the adoption of voluntary guides, technical policies and standards shall be submitted for a vote by Member Departments by letter ballot and approval by a two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, shall constitute the recommendation of the Association as to such guides, technical policies and standards, provided that where a Standing Committee on which all Member Departments are entitled to a seat proposes adoption of a technical engineering policy, standard, guide or similarly classified document, final official balloting on behalf of the Association is delegated to that Standing Committee, with the same two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, being required for approval, subject to the right of any three members of the Board of Directors to request that the final official balloting be conducted by the Board of Directors.

Whenever three members of the Board of Directors make demand for a vote by Member Departments on any matter the balloting shall be conducted accordingly by the Board of Directors. The term "vote by Member Departments," whenever used herein, shall mean that one vote only shall be recorded from any Member Department, which vote shall be cast by the duly constituted head of such Member Department, or the person duly designated to cast such vote.

## **ARTICLE VI EXECUTIVE COMMITTEE**

There shall be an Executive Committee composed of the following voting members:

- (a) The President;
- (b) The Vice President;
- (c) The Secretary-Treasurer;
- (d) The eight Regional Representatives and
- (e) The immediate Past-President so long as that person occupies the same position in his or her Member Department as during that person's tenure as President, or a position as chief engineer or higher.

The Executive Committee also shall include the AASHTO Executive Director as an ex officio non-voting member:

If personally unable to attend a meeting of the Executive Committee, any voting member other than an officer may designate as an alternate a Chief Executive Officer from his or her AASHTO Region.

The Executive Committee shall have the following prescribed responsibilities, which shall be executed within such policies and instructions as may be determined by a majority vote by Member Departments and the Board of Directors:

- a. Preparation and adoption of the Association's annual budget, in accordance with procedures which it shall establish and in keeping with the Association's dues structure as established by the Board of Directors; adopt the Association's annual work program; and consider and act upon related financial management decisions for the Association;

- b. Employment of the Executive Director, with confirmation by the Board of Directors, and establishing his or her compensation;
- c. Establishment of an employee pension plan for employees of the Association, including establishment and monitoring of a pension trustee committee;
- d. Confirmation of the AASHTO President's appointments;
- e. Selection of the Association's annual meeting site;
- f. Handling of membership issues, including consideration and approval of applications for Associate membership;
- g. General management of the business of the Association, including such matters as authorizing contracts, conducting audits, receiving and reviewing financial reports, establishing administrative procedures, and establishing general conditions of employment; and
- h. When necessary between meetings of the Board of Directors, deciding matters of policy on behalf of the Association, after the President first determines that it is not feasible because of time constraints to submit the matter for a decision by the Board of Directors, utilizing the most efficient communication capabilities available to the association; in such instances the President and Executive Director shall be responsible for informing the Board of Directors of decisions made as expeditiously as possible. When it is not feasible because of time constraints to submit the matter for a decision by the Executive Committee, the President shall decide matters of policy on behalf of the organization, utilizing input from the Executive Committee to the best extent possible and ensuring that such decisions are consistent with AASHTO's general transportation principles and related policies.

In such cases the President and Executive Director shall be responsible for informing the Executive Committee and Board of Directors as promptly as possible of the actions taken.

The President shall have the power to fill any vacancies in the Executive Committee, or in any elective office other than that of the President, subject to approval of the Executive Committee. Any such appointment so made shall expire at the close of the next annual meeting. In the event of a vacancy in a term extending beyond the annual meeting, such vacancy for the balance of the unexpired term shall be filled by election at the annual meeting, or in the instance of a Regional Representative by the Chief Executive Officers of that Region at a meeting to which they have all been invited.

The President, subject to the approval of the Executive Committee, shall appoint the Chairs and the vice Chairs of all Standing Committees, Subcommittees, Select and Special Committees established in conformity with the bylaws; their terms of office shall be for a two-calendar-year period, which terminates at the end of the first Association annual meeting after their term has lapsed. Committee Chairs and Vice Chairs may be appointed to succeed themselves for another two-year term. The President is authorized to appoint the other members of such committees as determined by the Board of Directors. Under authorization from the Board of Directors, or the Executive Committee, as appropriate, the President shall appoint such temporary committees as may be deemed necessary from time to time for the conduct of the business of the Association.

The majority of the voting members of the Executive Committee shall constitute a quorum for that committee to transact business. Eight affirmative votes are required for approval of the budget. The Executive Committee shall meet during the Association Annual Meeting. The Executive Committee shall meet at the Association's Spring Meeting, during which a budget for the next Association fiscal year shall be considered and adopted, and other necessary business of the Association conducted. The Executive Committee shall also meet at the call of the President, or on a call signed by six voting members of the

committee. The President, Vice President, Secretary-Treasurer, and the Executive Director shall serve as Pension Plan Trustees and shall report to the Executive Committee to assure sound management of the plan.

### **REGIONAL REPRESENTATIVES**

There shall be two Regional Representative on the Executive Committee from each region of the Association. Each Regional Representative shall be a Chief Executive Officer of a Member Department, and shall be elected for a two-year term by the Member Departments of the respective regions at an annual meeting of the Association or at a meeting of the Chief Executive Officers of a region to which they have all been invited. The two Regional Representatives from each region shall serve staggered two-year terms, and to establish this, one of the Regional Representatives from each region first elected under this provision shall be elected to a one-year term. Neither the Regional Representatives nor their Member Departments shall be eligible for immediately successive terms, except for the Regional Representatives first elected under this provision to a one-year term, who shall be eligible for an immediately successive two-year term. The Regional Representatives shall take office at the close of an annual meeting, unless provided otherwise by the Board of Directors.

The regions from which the Regional Representatives are to be elected are the following:

Region No. 1 - Composed of Connecticut, Delaware, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, and the District of Columbia.

Region No. 2 - Composed of Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee, Virginia, and West Virginia.

Region No. 3 - Composed of Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Ohio, and Wisconsin.

Region No. 4 - Composed of Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nebraska, Nevada, New Mexico, North Dakota, Oklahoma, Oregon, South Dakota, Texas, Utah, Washington, and Wyoming.

### **ARTICLE VII DUTIES OF MEMBER DEPARTMENTS**

The Member Departments of this Association agree to maintain an active interest in all Association affairs, to attend all meetings whenever possible, to make available of their Department personnel such individuals as may be selected to serve on committees of the Association, to vote upon all matters submitted to them for letter ballot and to maintain their good standing as Member Departments in the Association through the payment of the specified annual dues.

### **ARTICLE VIII DUES**

Dues shall be set by a two-thirds vote of all the members of the Board of Directors and the payment of annual dues by a Member Department in conformity with the schedule set forth by the Board of Directors shall entitle all representatives from such Department to membership in the Association.

The right to vote on any matter shall be limited to Member Departments not owing dues at the time of the annual meeting of the Association.

### **ARTICLE IX AMENDMENTS**

The Bylaws may be amended by two-thirds vote of all members of the Board of Directors at any duly called Board of Directors meeting provided at least two-thirds of the Member Departments are duly represented in attendance and the proposed amendment has been in the hands of the Member Departments at least 30 days prior to the meeting. Otherwise, unanimous consent of those Member Departments present, exclusive of the U.S. Department of Transportation, must be secured for consideration of the proposed amendment.

Three or more Member Departments may also initiate proposed amendments to be presented in writing at any duly called meeting of the Board of Directors. Such proposals may be amended by a two-thirds favorable vote at such meeting. Such proposals shall thereafter be submitted to a vote by the Member Departments by letter ballot. Ballots shall be mailed to the Member Departments by the Executive Director within thirty days after the meeting at which the proposed amendment was submitted. Ballots returned to the Executive Director within sixty days after such meeting shall be recorded and tabulated by the Executive Director, who shall report the results of such ballot to all the Member Departments. If a two-thirds majority of all Member Departments approve the amendment, it shall become effective in accordance with its terms.

#### **ARTICLE X STANDING COMMITTEES, SUBCOMMITTEES, SPECIAL COMMITTEES, AND TASK FORCES**

Standing committees and subcommittees, together with their functions and membership, shall be established by a two-thirds vote of all members of the Board of Directors. Any changes in standing committees and subcommittees, or in their functions or membership shall also require such a two-thirds vote. Unless otherwise provided, the membership shall consist of the Chief Executive Officer of the Member Department in each state or his designee.

Special committees may be appointed by the Board of Directors for assignments of a special character, and shall be established under a standing committee unless there is a compelling reason to the contrary.

The President, Executive Committee, standing committees, subcommittees, and special committees may create such task forces as necessary to discharge their assigned duties, which shall be established under a committee or subcommittee and shall report thereto. When a task force completes its assignments, it will be discontinued. To avoid duplication, the Executive Director will be advised of the establishment of any task force.

#### **ARTICLE XI REPORTS OF COMMITTEES**

All reports of the Executive Committee, standing committees, special committees, and subcommittees shall be made to the Board of Directors in the manner designated, unless instructed otherwise by the Board of Directors. Copies of all such reports shall be provided to the Executive Director, who shall be responsible for the correlating of the same and their submission to the Association for appropriate or final action. Reports of subcommittees and special committees shall be made to the appropriate standing committee for correlation before submission to the Board of Directors.

All proposed transportation policy statements and resolutions from the standing committees, Member Departments, regional associations or other origin within the Association shall be reported to the Executive Director prior to consideration by the Board of Directors. When appropriate, the Executive Director, in consultation with the AASHTO President and Vice President, shall submit the proposed policy to the chair(s) of the standing committee(s) with jurisdiction over the issue for their consideration and recommended action. At the time of initial consideration of the policy by

the Board of Directors, the AASHTO President will call on the chair(s) of standing committee(s) to recommend approval, amendment, disapproval or referral of the policy.

**ARTICLE XII  
GOVERNING RULES**

Roberts' Rules of Order Revised shall govern parliamentary questions.

**ARTICLE XIII  
FISCAL YEAR**

The fiscal year shall commence on July 1 and shall end on June 30 each year.

**ARTICLE XIV  
SEAL**

The Association shall have a seal of such design as the Board of Directors may adopt.

**ARTICLE XV  
INDEMNIFICATION**

Any Director or officer or former Director or officer of the Association shall be indemnified by the Association against expenses actually and necessarily incurred in connection with the defense of any action, suit, or proceeding in which he or she is made a party by reason of being or having been such Director or officer, except in relation to matters as to which he or she shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of a duty. Such indemnification shall not be deemed exclusive of any other rights to which such Director or officer may be entitled, under any by-law, agreement, vote of Board of Directors or members, or otherwise

---

BOARD OF DIRECTORS OPERATING POLICY.....	11
<b>SECTION I — PURPOSE.....</b>	<b>11</b>
Board of Directors	11
Executive Committee	11
<b>SECTION II — AASHTO OFFICERS’ DUTIES AND RESPONSIBILITIES .....</b>	<b>11</b>
PRESIDENT:	11
VICE PRESIDENT	12
SECRETARY-TREASURER	12
EXECUTIVE DIRECTOR	12
<b>SECTION III — COMMITTEES.....</b>	<b>13</b>
<b>STANDING COMMITTEES .....</b>	<b>14</b>
(AVIATION) STANDING COMMITTEE ON AVIATION .....	14
(ENVIRONMENT) STANDING COMMITTEE ON THE ENVIRONMENT .....	14
(FINANCE AND ADMINISTRATION) STANDING COMMITTEE ON FINANCE AND ADMINISTRATION.....	15
(HIGHWAY TRAFFIC SAFETY) STANDING COMMITTEE ON HIGHWAY TRAFFIC SAFETY.....	17
(HIGHWAYS) STANDING COMMITTEE ON HIGHWAYS.....	19
(PUBLIC TRANSPORTATION) STANDING COMMITTEE ON PUBLIC TRANSPORTATION .....	23
(QUALITY) STANDING COMMITTEE ON QUALITY .....	23
(RAIL TRANSPORTATION) STANDING COMMITTEE ON RAIL TRANSPORTATION .....	24
(RESEARCH) STANDING COMMITTEE ON RESEARCH.....	24
(WATER TRANSPORTATION) STANDING COMMITTEE ON WATER TRANSPORTATION .....	25
<b>SPECIAL COMMITTEES.....</b>	<b>25</b>
(AMC) ASSOCIATE MEMBERS COMMITTEE .....	30
<b>JOINT COMMITTEES.....</b>	<b>30</b>
<b>EVALUATION OF COMMITTEES.....</b>	<b>31</b>
<b>SECTION IV — MEETINGS .....</b>	<b>31</b>
<b>SECTION V — PROCEDURES AND GUIDELINES ON COMMITTEE OPERATIONS.....</b>	<b>33</b>
<b>SECTION VI — PUBLICATIONS .....</b>	<b>35</b>
<b>SECTION VII — AWARDS AND CERTIFICATES.....</b>	<b>38</b>
<b>SECTION VIII — COMPLIANCE WITH LAWS .....</b>	<b>40</b>
<b>AMENDMENTS .....</b>	<b>43</b>
<b>APPENDIX I.....</b>	<b>i</b>
<b>APPENDIX 2.....</b>	<b>v</b>

# AASHTO

## BOARD OF DIRECTORS OPERATING POLICY

### SECTION I — PURPOSE

This Operating Policy establishes policy for the conduct of the affairs of the American Association of State Highway and Transportation Officials by the Association's membership and those in its employ, beyond what is contained in the Association's Articles of Incorporation and bylaws. It is intended to always be fully consistent with the Articles of Incorporation and the bylaws, and is subject to review and revision when necessary to meet the needs of the membership.

#### **Board of Directors**

The Board of Directors is the governing body and the policy-making body of the Association, and shall be concerned with such matters as official positions on legislative proposals and the development of official policy statements. The specific procedures, powers and duties of the Board of Directors are set forth in Article V of the AASHTO Bylaws.

#### **Executive Committee**

The Executive Committee is concerned with the administration of the Association. Its membership and powers are described in Article VI of the bylaws.

### SECTION II — AASHTO OFFICERS' DUTIES AND RESPONSIBILITIES

**PRESIDENT:** The President shall call and preside at all meetings of the Board of Directors and Executive Committee, and shall appoint all committees, except as otherwise provided. In the absence of the president and the vice president, the members in attendance at any meeting of the board of directors or the executive committee shall select a president pro tempore.

#### **Responsibilities**

The President shall serve as Chair of the Board of Directors and the Executive Committee, and shall be an Ex Officio member of all committees and task forces. The President is also empowered to do the following:

1. Make all appointments specifically delegated to the President, subject to stated procedures and requirements;
2. Establish and appoint such special committees and task forces as are deemed necessary to properly conduct the affairs of the Association;
3. Determine the President's travel itinerary for the purpose of representing the Association at meetings and hearings, and other events;
4. Authorize the taking of official ballots, and cause the canvass thereof, the results of which shall be reported to the Board of Directors and the Association;
5. Decide upon requests for the Association to be a co-sponsor of meetings, conferences and the like, and
6. All other actions as prescribed by the Articles of Incorporation and the bylaws, the Board of Director's Operating Policy, appropriate acts of the Board of Directors and the Executive

Committee, and such actions as are normally attendant upon the office of President except where they may be explicitly proscribed by the Association.

**VICE PRESIDENT:** In case of a vacancy in the office of President, the Vice President shall succeed to the Presidency for the remainder of the term. As directed by the President, the Vice President shall preside at specific sessions of the annual meeting of the Association.

The Vice President shall serve as Assistant Treasurer, and in the event of the incapacity of the Secretary-Treasurer will have the authority to discharge all duties and authorities of the Treasurer. The President shall determine the incapacity of the Secretary-Treasurer.

**SECRETARY-TREASURER:** the Secretary-Treasurer as treasurer shall have oversight of all association funds and financial transactions, which shall be conducted in conformity with policies adopted by the executive committee. The Treasurer shall report on the financial condition of the association at all meetings of the Board of Directors and at other times when called upon by the President.

As Secretary, the Secretary-Treasurer or that person's designee shall keep a fair and true record of all proceedings of the meetings of the board of Directors and the Executive Committee.

**EXECUTIVE DIRECTOR:** The Executive Director shall have authority generally to supervise and direct the management of the affairs of the Association, subject to the rules and regulations set forth by the board of directors and the executive committee. The Executive Director shall be the chief executive officer of the association and shall be responsible for carrying out the policies, procedures and programs of the Board of Directors and the Executive Committee. He or she shall keep a record of all transactions of the association, the Board of Directors and of the Executive Committee, issue all notices of meetings and perform such additional duties as the Board of Directors or Executive Committee may direct.

He or she shall be an Assistant Secretary, and shall be responsible for maintaining all Association bank accounts and directing the disbursements necessary for the operation of the Association.

He or she shall be an ex officio non-voting member of all Association committees.

In the event of the incapacity of the Executive Director, the Director of Management and Business Development shall be empowered to direct all disbursements necessary for the operation of the Association. The President shall determine the incapacity of the Executive Director.

### **Appointment and Compensation**

The Executive Director shall be appointed by the Executive Committee, with confirmation by the Board of Directors, and shall serve at their pleasure. The Executive Committee shall establish a salary for the Executive Director, and the Executive Director shall be entitled to annual and sick leave, insurance, retirement, cost-of-living adjustments and all other employment benefits available to Association employees.

### **Responsibilities**

The Executive Director shall be the principal chief executive officer and administrator of the Association, shall be an Ex Officio member of all committees and task forces, and in addition to such duties and responsibilities as are prescribed by the Articles of Incorporation and the bylaws, the Board of Operating Policy, is empowered and authorized to do the following:

1. administer the funds of the Association under the terms and controls of the fiscal year budget and policies approved by the Executive Committee, and to direct appropriate disbursements as necessary to administer the affairs and operations of the Association, as well as to sign and certify documents and statements necessary in the conduct of the Association's affairs;

2. establish an employment and salary administration plan for the Association, which shall take into account prevailing employment practices in Member Departments and the Washington Metropolitan area, and shall comply with applicable provisions of the Articles of Incorporation and the bylaws, the Board of Director's Operating Policy, the budget approved by the Executive Committee, other acts by the Board of Directors and Executive Committee, and applicable laws;
3. determine the salaries of the Association's headquarters and AMRL staff, in accordance with merit and performance, and within budget appropriations approved by the Executive Committee;
4. establish an accounting system for the Association, in keeping with generally accepted accounting and fiscal management practices, and establish a travel policy for all Association employees;
5. review proposed meetings of Association committees, disapprove any proposed committee meeting that would involve conflicts, or excessive travel;
6. visit as many Member Departments as practicable, particularly where there has been a change in the Chief Executive Officer, and establish an itinerary for the purpose of representing the Association and furthering its purposes, policies and programs, concentrating travel on meetings of national, international, and regional importance, including the annual meetings of the four Regional Associations, and national public and private sector associations involved with transportation matters;
7. prepare proposed Board of Directors and Executive Committee agendas, administer the Association's ballot procedures and awards and certificate activity, and generally provide administrative support to the Board of Directors, Executive Committee and the committees and task forces of the Association, within and under the budget approved by the Executive Committee; administer the Association's pension plan, under the supervision of the Pension Plan Trustees, and provide employees with information thereon. The Executive Director is delegated the responsibility and authority for taking routine administrative actions required to administer the provisions of the retirement plan and any tax-deferred annuity plan approved by the trustees;
8. provide the Chief Executive Officers of Member Departments with progress reports on the activities of the Association and its several committees, prepare and distribute legislative analyses on bills of interest to Member Departments, and generally establish and direct an information program to inform Member Departments about significant transportation related matters;
9. within the confines of the Articles of Incorporation and the bylaws, undertake such other actions as may be directed from time to time by the President, the Board of Directors, and the Executive Committee; and
10. execute such other duties and responsibilities as are normally attendant upon a principal administrator and Executive Director, except those explicitly proscribed by the Association.

### **SECTION III — COMMITTEES**

#### **Standing Committees**

The standing committees are the principal committees of the Association. Technical and other policies of the Association are prepared by the appropriate standing committee or subcommittee thereof and submitted to the Board of Directors for consideration. The currently authorized standing committees, their respective charge, terms and nature of memberships, and other details are described in Section III of the Board of Directors Operating Policy.

**Standing Committee Oversight Responsibilities:** Under the areas of policy for which it has been given responsibility by the Board of Directors, each Standing Committee shall review national problems, existing and proposed policies, and Federal laws, guidelines and regulatory mandates. When deemed timely and necessary, the Standing Committee will report on these matters to the Board of Directors and make recommendations for policy action.

Where a Standing Committee on which all Member Departments are entitled to a seat proposes adoption of a technical policy, standard, guide or similarly classified document, final official balloting on behalf of the Association is delegated to that Standing Committee, with a two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, being required for approval, subject to the right of any three members of the Board of Directors to request that the final official balloting be conducted by the Board of Directors.

For those Standing Committees which do not have representation from all Member Departments, adoption of a technical policy, standard, guide or similarly classified document shall first require a two-thirds favorable vote thereon by the membership of such a Standing Committee, after which the document shall be submitted to the Board of Directors for final action, where a two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, is required for approval.

#### **Subcommittees, Task Forces, and other Committees**

Subcommittees are permanent subdivisions of one of the standing committees charged with a specific field or topic within the standing committee's purview. Task forces may be either permanent or annually recurring units within one of the standing committees, or they may be brief "ad hoc" groups constituted temporarily by a "parent" committee for a specific task or activity.

Other committees are usually annually recurring groups of limited duration for a specific purpose, such as the awards committees. There are also continuing committees, as prescribed in Section 3.1. The Association shall have the following standing committees, the composition, purpose and charge for each being as stated.

## **1. STANDING COMMITTEES**

### **(AVIATION) STANDING COMMITTEE ON AVIATION**

The committee shall coordinate the efforts of the National Association of State Aviation Officials (NASAO) and AASHTO on aviation policy matters. The committee shall review aviation policy obtained from NASAO and others; suggest aviation policy for NASAO's consideration; and recommend aviation policy to AASHTO's Board of Directors. It shall identify and receive reports from its subcommittees and task forces as to federal regulatory mandates of national concern, and provide reports thereon. It shall operate as a forum to exchange information and receive reports from its subcommittees and task forces regarding aviation issues of national concern.

Membership on the committee shall be limited to four members from each of the four regions and a Chair, Vice-Chair and Secretary, all appointed by the AASHTO President. Two members from each region shall be proposed by NASAO. Members shall be appointed for four-year terms with reappointment possible at the discretion of the President.

### **(ENVIRONMENT) STANDING COMMITTEE ON THE ENVIRONMENT**

The committee, and/or its Subcommittees and task forces, shall monitor federal environmental laws, regulations, procedures and guidance related to air quality, cultural resources, environmental process, and natural systems and ecological communities. The Committee shall encourage, recommend and support programs and initiatives to streamline the environmental review process and promote

environmental stewardship. The Committee shall monitor national trends and circumstances and promote research on significant environmental issues. The Committee will serve as a forum to disseminate and exchange information and experiences among Member Departments and various other AASHTO Committees and Subcommittees. The Committee will promote practices that protect and enhance the quality of the environment and promote and encourage interagency cooperation and coordination in the resolution of environmental issues.

Membership on this Committee shall consist of the top environmental official(s) of each Member Department, and the selection as to the representative shall be at the option of the respective Member Department. Each Member Department shall be entitled to one voting member, but Member Departments may have additional, ad hoc, non-voting members. The President shall appoint a Chair, Vice-Chair and Secretary.

The Committee shall work cooperatively with the other standing committees of the Association. To facilitate this cooperation, the Chair of each of the other standing committees shall designate a person to serve on the Standing Committee on the Environment in a liaison capacity.

### **(FINANCE AND ADMINISTRATION) STANDING COMMITTEE ON FINANCE AND ADMINISTRATION**

The Standing Committee on Finance and Administration, address activities such as administrative practices, finance, uniform accounting procedures, personnel, computer technology, legal affairs, and internal audit, of interest to the Member Departments. It shall identify and receive reports from its subcommittees and task forces as to federal regulatory mandates of national concern, and provide reports thereon. Attached to the Committee are two councils, one on fiscal management and accounting and a council on transportation finance policy.

The Committee shall study the transportation financing policies and practices of the Federal Government, the States and political subdivisions; the forms of taxation employed, and the extent, conditions, innovative financing techniques; and determine the probable future financing requirements for transportation purposes. It shall also review the financial management practices of the Member Departments and recommend guidelines for: uniform accounting classifications and related systems and procedures; budgetary and fiscal controls; cash management; third party contract administration; and the administration of Federal financial policies. It shall identify and report to the Board of Directors on any federal regulatory mandates of national concern.

Each Member Department shall be entitled to one member. The President shall appoint the Chair, Vice-Chair and Secretary of the standing committee, and the Chair of each subcommittee subordinate to the standing committee. All subcommittees and special committees and councils subordinate to the Standing Committee on Finance and Administration shall report to the Chair thereof. All task forces established under a committee or subcommittee shall report to the Chair thereof.

#### **Administrative Subcommittee on Information Systems**

The subcommittee shall work for the betterment and improvement of Member Departments in the application of information systems and technology that support transportation programs. These activities shall include, but are not limited to: promotion of cooperative activities through joint development for the shared purchase or license of computer software and software consulting services; and providing a forum where Member Departments can share information and collectively pursue the effective use of information systems for: A) data, text, image, graphics and geoprocessing, including the related areas such as surveying and cartography, and B) telecommunications, including voice, data, radio, facsimile, and video.

It shall report to the Standing Committee on Administration. This reporting shall include identifying and reporting on any federal regulatory mandates of national concern.

Each Member Department shall be entitled to membership thereon.

To ensure consistency and the best thinking of the Association, the subcommittee shall work cooperatively, as appropriate, with other subcommittees, agencies, and external organizations.

#### **Administrative Subcommittee on Internal and External Audit**

The subcommittee shall establish audit procedures that are sufficiently flexible for use in each Department, yet standardized enough to achieve uniformity, and provide Member Departments' alternative solutions for compliance with audit requirements that also meet their individual needs.

It shall also provide a forum for transportation related internal and external audit organizations to keep abreast of requirements, regulations, procedures, and innovative techniques employed by individual states, thus enhancing their efforts to provide a better service to management. It shall identify and report to its parent standing committee on any federal regulatory mandates of national concern. Each Member Department shall be entitled to membership thereon.

To ensure consistency and the best thinking of the Association, the subcommittee shall work cooperatively, as appropriate, with other subcommittees.

#### **Administrative Subcommittee on Legal Affairs**

The subcommittee shall investigate and research legal problems, issues and concerns arising in any field of the law, which concern matters properly within the jurisdiction of State highway and transportation agencies. It shall also report findings and conclusions upon such problems, issues and concerns and it shall disseminate such information among Member Departments. When solicited, it shall make recommendations or render advice to AASHTO staff, the President, the Executive Committee and, when appropriate, to standing committees or other subcommittees as to courses of action which they may follow to minimize, respond to and avoid legal problems in their respective areas. It shall work for the betterment and improvement of legal representation of Member Departments generally. It shall identify and report to its parent standing committee on any federal regulatory mandates of national concern. Each Member Department shall be entitled to membership thereon.

To ensure consistency and the best thinking of the Association, the subcommittee shall work cooperatively, as appropriate, with other subcommittees.

#### **Administrative Subcommittee on Personnel and Human Resources**

The subcommittee shall cooperate with appropriate Federal agencies, institutions of higher learning, and organizations in the development of personnel training activities involving the Member Departments and/or in which the Association may serve as a sponsor, encompassing administrative practices, management techniques, and technical training programs; assemble and disseminate current information on personnel development training techniques for use by the Member Departments of the Association; suggest ways in which the necessary personnel functions of State transportation agencies can become better organized, received and strengthened; and consider all human resource issues of concern to Member Departments, including the selection, placement, health and safety of all employees, and affirmative action and equal employment opportunity activities. It shall identify and report to its parent standing committee on any federal regulatory mandates of national concern. Each Member Department shall be entitled to membership thereon.

### **Administrative Subcommittee on Public Affairs**

The subcommittee shall promote excellence in communications through exchange of ideas and educational programming. It will create a cohesive, national communications network for use by the Association as well as the member departments. Each Member Department shall be entitled to membership thereon, as designated by each department's Chief Executive Officer. The members designated by each Member Department may also appoint as non-voting associate members of the subcommittee any person(s) from their Member Department involved in public information, communications, public affairs, public involvement or similar activities. Associate members are entitled to receive information from the subcommittee and to participate in professional development activities.

The work of the subcommittee shall be directed by an Executive Team consisting of two members from each of the four regions of the Association, elected annually to two-year staggered terms by the members from those regions. The immediate past chair and vice-chair of the subcommittee shall serve as members of the Executive Team, and the President and Vice-President of the Association may appoint their public affairs officer or other designee to the Executive Team. The Executive Team may recommend to the President of the Association persons for appointment as officers of the subcommittee. In addition, the Executive Team may recommend to the President of the Association a vice-chair elect and secretary elect, which the President may appoint to one-year terms.

The subcommittee shall work cooperatively, as appropriate, with other AASHTO subcommittees and with public affairs professionals in the transportation sector.

### **Administrative Subcommittee on Civil Rights**

The Subcommittee shall research and evaluate the effectiveness of external civil rights programs including Disadvantaged Business Enterprise, Women's Business Enterprise, Equal Employment Opportunity, On-The-Job Training, Non-Discrimination (Title VI), Americans with Disabilities Act and Supportive Services, and report findings and conclusions of issues and concerns and disseminate such information among Member Departments. When solicited, it shall make recommendations and render advice to the President and staff of the Association, and to standing committees or other subcommittees as to courses of action which they may follow to assure compliance with civil rights laws and regulations in their respective areas. The Subcommittee shall also establish and maintain outreach efforts to other transportation organizations with similar interests.

The Subcommittee shall identify and report to its parent Standing Committee on any federal regulatory mandates of national concern. Each Member Department shall be entitled to membership thereon.

To ensure consistency and the best thinking of the Association, the Subcommittee shall work cooperatively, as appropriate, with other subcommittees, agencies and external organizations to foster uniform and effective application of external civil rights programs.

### **(HIGHWAY TRAFFIC SAFETY) STANDING COMMITTEE ON HIGHWAY TRAFFIC SAFETY**

The committee shall encourage, recommend and support highway safety programs to minimize the occurrence and the severity of traffic accidents on all highway systems and to promote national health and economic growth.

It shall evaluate highway safety needs in the broad definition encompassing engineering, enforcement and education with a broad focus on the facilities, vehicles and drivers.

It shall develop, recommend, and, after AASHTO adoption, coordinate a comprehensive long-term AASHTO highway safety strategy and plan.

It shall monitor national trends and circumstances to ascertain highway safety influences and propose appropriate action.

It shall, based upon qualified studies, comment to the Member Departments and the Board of Directors on measures before Congress that would affect highway safety.

It shall serve as a forum to disseminate and exchange information among the Member Departments and the various other AASHTO committees and subcommittees. This shall include the inventorying of innovative measures that national organizations, individual states and localities have developed to improve safety.

It shall promote research on significant highway safety issues via close cooperation with the Standing Committee on Research.

It shall review safety organizational structures, program priorities, project administration procedures and program evaluation techniques.

It shall provide liaison with other organizations involved in highway safety in designing long term strategies and developing plans that will provide a recommended highway safety direction for AASHTO in the future. Groups such as the National Safety Council, the National Association of Governors' Highway Safety Representatives, the National Transportation Safety Board, the International Association of Chiefs of Police, the American Association of Motor Vehicle Administrators, the Governors' Highway Safety Association, the Motor Vehicle Manufacturers Association, the National Sheriffs Association, the American Trucking Association, the American Automobile Association, traffic law enforcement specialty training institutions, and other appropriate groups.

It shall identify and receive reports from its subcommittees and task forces as to federal regulatory mandates of national concern, and provide reports thereon.

Membership on this committee shall consist of five persons from each of the four AASHTO regions: two Chief Executive Officers, deputy CEO's or chief highway or engineering officers, one or two state highway safety representative and one or two traffic engineers. Membership shall also include one representative from the National Highway Traffic Safety Administration, one representative from the Federal Highway Administration, one representative from the Federal Motor Carrier Safety Administration, and five members appointed from at large: two governor's highway safety representatives, two state traffic law enforcement administrators and the Chair, Vice-Chair and Secretary of the committee. All members of the committee shall be appointed by the President of the Association. And the term of office shall be four years with reappointment possible at the discretion of the President, except for the committee officers, who shall be appointed to the usual terms.

#### **Safety Management Subcommittee — SCOHTS-SM**

The subcommittee shall promote AASHTO's safety goal of 1.0 M VMT by 2008 (and reductions in subsequent years) in each state; promote the benefits of State Strategic Highway Safety Plans; work on technical issues such as developing, updating or commenting on various highway manuals, plans, and programs to improve safety; assist in the delivery & evaluation of safety countermeasures; promote research to develop new safety countermeasures; recommend new policies for the Standing Committee to enact; support the Standing Committee in reviewing Federal guidance, regulations, legislation, and programs; and, assist with nominations and scoring of the AASHTO Safety Leadership Award

Each member department may appoint up to three members to the Subcommittee; although only one vote per Member Department may be cast on voting matters.

Associate membership on the Subcommittee is open to Federal, state, local, and international government agencies with current membership in AASHTO. Associate members shall have all rights and privileges of membership except that they will serve ex-officio without the right to vote.

To ensure consistency and foster better ideas the subcommittee shall work cooperatively, as appropriate, with other AASHTO technical committees.

### **(HIGHWAYS) STANDING COMMITTEE ON HIGHWAYS**

The committee shall develop all major engineering standards, guides, and policies for the highway program and either as a unit or through its subcommittees, investigate, study and report on all engineering activities and developments, including all phases of road and bridge design, construction, maintenance, traffic requirements, roadside development, aesthetics, tests and investigations of materials, protection of the environment; make recommendations regarding needed research, promote and encourage technology transfer by member states and related research agencies; and be responsible for providing the full range of highway engineering publications for the Association. It shall identify and receive reports from its subcommittees and task forces as to federal regulatory mandates of national concern, and provide reports thereon. It shall provide guidance and direction to its subcommittees and task forces on technical issues, review of work plans, and identifying key policy areas through its councils.

The councils are identified as the Council on Project Delivery and the Council on Operations. These councils shall be composed of various subcommittees, task forces and sub-units duly established and function within the Standing Committee on Highways. New subcommittees, task forces or other sub-units within the Standing Committee on Highways will be assigned to one of the councils as deemed appropriate by the Chair and with the approval of the committee as a whole. A simple majority of the committee members is required to approve such an action.

The chairs of the assigned SCOH subcommittees, task forces, assigned sub-units to the council, and other members as recommended by SCOH shall be members of the councils. The chairs may designate their vice-chair or another designee to attend council meetings as necessary. The chair of the council shall be recommended by SCOH and appointed by AASHTO's President. The chair of a council shall appoint one of the members as the vice-chair of the council.

The Councils will have the authority to task the respective subcommittees, task forces, and sub-units within SCOH with providing technical assistance in support of its directives.

The subcommittees, within the framework of the engineering standards and policies developed by the Standing Committee on Highways and formalized by the Association, shall develop such technical details, guides, manuals, specifications, and other publications appropriate for their individual activities and needs. All subcommittees and special committees subordinate to the Standing Committee on Highways shall report to the Chair thereof. All task forces established under a committee or subcommittee shall report to the chair thereof.

The committee is delegated the authority to take appropriate action on behalf of the Association on matters submitted to it by the Special Committee on U.S. Route Numbering, and shall report such actions to the Board of Directors.

The standing committee shall be responsible for administering NCHRP 20-7 on behalf of AASHTO. This program is aimed at providing rapid solutions to small or modest research problems having general applicability to the states. While project proposals may be made by any AASHTO Member Department, a decision to proceed shall be by majority vote of this committee.

Each Member Department shall be entitled to membership on the Standing Committee. The member shall be designated by the Chief Executive Officer of the Member Department, and should be the person considered as the Department's Chief Highway or Engineering Officer.

### **Highway Subcommittee on Bridges and Structures**

The subcommittee shall develop and keep current all major engineering standards, specifications and principles pertaining to the methods and procedures of bridge and structural design, fabrication, erection and maintenance, including geometric standards and aesthetics as appropriate for such structures; make recommendations for testing and investigating existing and new materials of construction, and determine areas of needed study and research in the area of bridge engineering; and develop and maintain such standards and procedures as are appropriate for rating and evaluating existing bridges in service. It shall identify and report to its parent standing committee on any federal regulatory mandates of national concern. Each Member Department shall be entitled to membership thereon.

To ensure consistency and the best thinking of the Association, the subcommittee shall work cooperatively, as appropriate, with other subcommittees.

### **Highway Subcommittee on Construction**

The subcommittee shall prepare, publish and keep current (1) guide specifications for construction; and (2) a manual of construction practices and methods; coordinate the practices of the several Member Departments regarding construction procedures and operate a forum for the exchange of information regarding such procedures; and effect liaison with other operating subcommittees in a concerted effort to reduce construction cost, promote quality in construction, provide coordinated plans and specifications, mitigate traffic impacts, advocate environmental sensitivity in construction, and promote safety for both the construction workers and the traveling public, encourage economical electronically supported business practices for construction related programs and promote the best practices for administering construction contracts with all stakeholders. It shall identify and report to its parent standing committee on any federal regulatory mandates of national concern. Each Member Department shall be entitled to membership thereon.

To ensure consistency and the best thinking of the Association, the subcommittee shall work cooperatively, as appropriate, with other technical subcommittees.

### **Highway Subcommittee on Design**

The subcommittee shall investigate available data and pursue studies to develop and keep current appropriate publications pertaining to principles, methods and procedures of transportation facility design, including but not limited to geometric, aesthetic elements and pavements; investigate, develop and keep current recommended practices for the design of facilities to integrate appropriate safety features; recommend and promote design practices which will protect and enhance the quality of the environment; provide a forum for the exchange of practices and experience in the field of transportation facility design; and give due consideration to the effect of all design features on economic and energy resources. It shall identify and report to its parent standing committee on any federal regulatory mandates of national concern. Each Member Department shall be entitled to membership thereon.

To ensure consistency and the best thinking of the Association, the subcommittee shall work cooperatively, as appropriate, with other technical subcommittees.

### **Highway Subcommittee on Highway Transport**

The Subcommittee shall be concerned with the interrelationship between commercial vehicle operations and the highway systems of the United States. It shall evaluate the degree to which the needs of interstate commerce are met by the highway systems in their current state of improvement under existing laws, policies and practices, and make recommendations that contribute to improving the efficiency of highway systems to handle commercial vehicles with due regard to public safety and the conservation and cost of the highway plant.

It shall maintain liaison with those agencies within the U.S. Department of Transportation involved with safety, size and weight issues, intelligent transportation systems, and other related aspects of commercial vehicles; the commercial vehicle industry and its representative associations regarding vehicle design and standards and practices associated with commercial motor vehicle operations; the Department of Defense concerning military equipment needs; and other external organizations as necessary to achieve the mission of the Subcommittee.

It shall promote uniformity of size and weight laws and administrative enforcement procedures among the various states. It shall also maintain the AASHTO Guide for Maximum Dimensions and Weights of Motor Vehicles and for the Operation of Nondivisible Load Oversize and Overweight Vehicles. It shall review, monitor, and participate in studies and proposals related to the commercial use of public highways, and it shall identify and report to its parent Standing Committee on any federal regulatory mandates or issues of national concern.

Each Member Department shall be entitled to membership thereon. To ensure consistency and the best thinking of the Association, the Subcommittee shall work cooperatively, as appropriate, with other technical committees and subcommittees.

### **Highway Subcommittee on Maintenance**

The subcommittee shall prepare, publish and keep current: (1) general maintenance specifications for contract or force account work involving the preservation of all classes of highways under the jurisdiction of the Member Departments; (2) a comprehensive manual of recommended maintenance methods and practices; (3) a manual of instructions for inspectors of maintenance work; (4) information on new and improved maintenance equipment and practices; and (5) data on new types of equipment that will further mechanize and reduce the costs of maintenance operations and encourage maintenance performance records and reports that will: (a) identify design features that should be corrected as disclosed through maintenance problems and operation; (b) promote efficient and effective maintenance through improved management practices; (c) protect and enhance the quality of the environment; and (d) develop instructional recommendations for inclusion in a manual relating to roadside development and the preservation of the roadside. It shall identify and report to its parent standing committee on any federal regulatory mandates of national concern. Each Member Department shall be entitled to membership thereon.

To ensure consistency and the best thinking of the Association, the subcommittee shall work cooperatively, as appropriate, with other technical subcommittees.

### **Highway Subcommittee on Materials**

The subcommittee shall prepare, publish and keep current: (1) specifications for materials used in the construction and maintenance of all transportation facilities including highways, bridges and structures; (2) specifications for standard methods of sampling and testing such materials and other items incident to construction, maintenance and operation of such facilities; and (3) information on the performance of special products evaluated by Member Departments.

It shall also act for the Association in monitoring and administering the operation of the AASHTO Materials Reference Laboratory (AMRL) conducted by the National Institute of Standards and Technology, and provide necessary liaison with the National Institute of Standards and Technology and the American Society for Testing and Materials; and provide a forum for the exchange of information and where appropriate promote the use of new materials and develop and recommend methods of tests for such materials. It shall identify and report to its parent standing committee on any federal regulatory mandates of national concern. Each Member Department shall be entitled to membership thereon.

To ensure consistency and the best thinking of the Association, the subcommittee shall work cooperatively, as appropriate, with other technical subcommittees.

### **Highway Subcommittee on Traffic Engineering**

The subcommittee shall assess the effectiveness of traffic control practices and devices in terms of public safety, convenience and cost.

It shall identify and report to its parent standing committee on any federal regulatory mandates of national concern.

It shall investigate and report on advancements in methods and equipment which reduce costs, lower energy consumption, improve motorist guidance, and lessen accident experience.

It shall develop recommended improvements in standards and guidelines contained in the Manual for Uniform Traffic Control Devices (MUTCD). Each Member Department shall be entitled to membership thereon.

To ensure consistency and the best thinking of the Association, it shall work cooperatively, as appropriate, with other technical subcommittees. Eight delegates, one of whom shall be designated by the President as Chairperson, and eight alternates, all chosen from Member Departments for their knowledge of traffic control devices and to achieve geographic distribution shall participate in the National Committee on Uniform Traffic Control Devices.

### **Highway Subcommittee on Right-Of-Way and Utilities**

The subcommittee shall review the laws and regulations of the Federal Government, member states, and territories pertaining to public acquisition and management of real property for transportation related purposes. The subcommittee will review issues related to the placement of utilities on highway rights-of-way. It shall provide a forum for the exchange of experiences, innovations and best practices; and will recommend such laws, rules, regulations, and procedures so as to improve the quality and efficiency of Right-of-Way and Utilities operating practices. The Right-of-Way process includes Right-of-Way scoping/mapping, appraisal review, consultant management, relocation, acquisition, property management, condemnation coordination and management, and program management, including local public agency coordination and certification. The Utilities process includes utility coordination, utility relocation, utility accommodation, subsurface utility engineering and utility pole safety. Each Member Department shall be entitled to membership thereon.

The subcommittee may establish liaison relationships with appropriate offices of the Federal Highway Administration and such other entities having a role and responsibility in the area of Right-of-Way and Utilities.

The subcommittee shall work cooperatively with other AASHTO committees and subcommittees and shall report to the Standing Committee on Highways on its actions, publications, recommendations, and resolutions promoting the general purpose of the Association. Each Member Department shall be entitled to membership, however, in those states where the Right-of-Way and Utilities function report to different organizational units, the state shall designate one (1) voting member on the subcommittee.

### **Subcommittee on Transportation Systems Operations and Management**

The Subcommittee shall be responsible for developing policy proposals on system operations, emphasizing the deployment of ITS and other new technologies, responding to federal-aid policy, regulations and legislation, increasing support for transportation systems management and operations among other subcommittees of SCOH, and developing needed research proposals and sharing best practices. It shall identify and assess human resource needs related to operations, shall promote appropriate training and education, and shall examine institutional issues and implications. It shall recommend appropriate public policy related to operations and system management, advanced technology systems development and deployment, and prepare and recommend technical and procedural guidelines and standards.

Each member department shall be entitled to membership thereon. As a cross-cutting committee within AASHTO, close liaison will be maintained with other AASHTO committees, especially the Standing Committees on Highway Traffic Safety, Public Transportation, Planning and Environment, and the Subcommittees on Traffic Engineering, Maintenance, and Legal Affairs. Liaison members from those committees and others are encouraged. To ensure consistency and the best thinking of the Association, the Subcommittee shall work cooperatively, as appropriate, with other technical subcommittees.

### **(PLANNING) STANDING COMMITTEE ON PLANNING**

The committee shall: investigate, study and report on planning activities, including such activities as land use and transportation interactions, urban and statewide transportation systems planning, corridor and site planning for individual facilities; asset management; review and evaluate methods used or proposed for use for acquiring and applying the information essential to transportation planning; consider and recommend the best means of applying the information obtained by factual surveys, investigate, develop and disseminate recent advances in the field of transportation planning, including consideration of safety, social, environmental and economic factors and effects; promote and encourage an effective liaison between state transportation officials and appropriate levels of government; conduct such specific transportation planning policy, planning, research, fiscal and resource studies and data collection efforts as it believes are necessary for the Association and which are requested by the Executive Committee or Board of Directors; and review national problems, existing and proposed policies, Federal guidelines, regulations pertaining to transportation, and comment to the Board of Directors. It shall identify and receive reports from its subcommittees, special committees and task forces as to federal regulatory mandates of national concern, and provide reports thereon.

Membership on this committee shall be limited to the top planning officials of each Member Department, and the selection as to the representative shall be at the option of the respective Member Department. The President shall appoint a Chair, Vice-Chair, and Secretary.

### **(PUBLIC TRANSPORTATION) STANDING COMMITTEE ON PUBLIC TRANSPORTATION**

The committee shall be responsible for developing policies for public transportation programs for urban and rural mass transit, commuter rail, intercity bus, ridesharing, paratransit, and specialized transit facilities for the elderly and handicapped; and shall investigate available data, and disseminate information to Member Departments; collect information on new and improved equipment and practices that will enhance operational aspects; and operate a forum to exchange information. It shall identify and receive reports from its subcommittees and task forces as to federal regulatory mandates of national concern, and provide reports thereon.

Membership on this committee shall consist of the top transit official of each member department. The President shall appoint a Chair, Vice-Chair, and Secretary.

### **(QUALITY) STANDING COMMITTEE ON QUALITY**

The committee shall advocate, advance, investigate and share the principles and programs of continuous quality improvement among Member Departments, with partners and customers of the Member Departments, and within the Association, in order to maintain the Association's transportation leadership role in America. Its responsibilities shall include strategy development in at least four key focus areas: institutionalization of quality in Member Departments; marketing and communications; recognition; and training. It shall serve as a clearinghouse for Member Departments, by continuously collecting and disseminating current and emerging quality initiatives and successes in partnership with the U.S.

Department of Transportation, the National Partnership for Highway Quality, the National Cooperative Highway Research Program, and other quality efforts in the private sector.

To ensure consistency and the best thinking of the Association, the committee shall work cooperatively, as appropriate, with the other standing committees of the Association.

Membership on this committee shall consist of the Chief Executive Officer of each Member Department, or that person's designees and such ex officio non-voting members as may be appointed by the President of the Association. The President of the Association shall appoint the Chair, Vice-Chair and Secretary of the committee.

### **(RAIL TRANSPORTATION) STANDING COMMITTEE ON RAIL TRANSPORTATION**

The Standing Committee on Rail Transportation shall: review, evaluate, and recommend transportation legislation; exchange technical information and policy positions on railroad matters; evaluate, comment upon, and suggest revision to Federal regulations; reach a common viewpoint of the States on rail policies and problems; gather information and investigate railroad concerns; provide technical expertise and management training for State railroad connected agencies; provide public information on rail transportation matters; cooperate and coordinate activities with transportation users and the railroad industry; take a forward-looking view of and disseminate rail progress; and encourage research necessary to reach these goals. It shall identify and receive reports from its subcommittees and task forces as to federal regulatory mandates of national concern, and provide reports thereon.

Membership on this committee shall consist of the Chief Executive Officer of each Member Department or his designee. The President shall appoint a Chair, Vice-Chair, and Secretary.

### **(RESEARCH) STANDING COMMITTEE ON RESEARCH**

The committee shall keep itself informed of all transportation research programs in the U.S. and shall evaluate them from the perspective of known research needs. It shall solicit research problem area proposals from the several Member Departments and Association committees, screen such proposals, arrange in accordance with priorities and needs, and recommend annual research programs for the consideration of the Association and conducted through the Transportation Research Board, and monitor the program and make appropriate recommendations and reports to the Association.

The committee shall encourage and assist the other Association committees and subcommittees in identifying research needs, defining research emphasis areas, utilizing research findings, and employing the NCHRP effectively; review, observe, and encourage the effective use of research funding, and recommend appropriate funding levels; serve as a forum, coordinating committee and advocate for highway and other transportation research on behalf of the Association and its Member Departments; review, monitor and foster coordination on behalf of the Association for the various national programs of highway and other transportation research; and study and foster the role of industry in highway and other transportation research.

It is intended that all research activities of the Association shall be channeled through the Standing Committee on Research, which shall report its recommendations to the Board of Directors.

The President of the Association shall appoint a Chair and Vice-Chair of the committee; and the Director of the National Cooperative Highway Research Program shall be Secretary of the committee. The President of the Association shall appoint the balance of the committee for four-year terms which shall consist of two chief administrative, designated chief highway engineers, or other top department-level administrative officials of Member Departments from each Association region, two engineers and/or research specialists from each region, up to six representatives of the U.S. Department of Transportation, including two representatives of the Federal Highway Administration, and one chief administrator and one

engineer and/or research specialist from the affiliate members. Each member of the committee shall be entitled to one vote, except that the U.S. Department of Transportation representatives shall be ex officio. The President may also appoint a limited number of non-voting observer members to the committee, to represent associate members and local government transportation professionals.

The Standing Committee on Research shall also have a Research Advisory Committee, and each Member Department shall be entitled to representation thereon. The President of the Association shall designate a Chair and Vice-Chair for the Research Advisory Committee.

## **(WATER TRANSPORTATION) STANDING COMMITTEE ON WATER TRANSPORTATION**

The Committee, either as a unit, or through its subcommittees or task forces, shall develop policies for water transportation programs and shall investigate available data, pursue studies, and disseminate information to Member Departments on ports, waterways, and associated facilities and services. It shall also operate as a forum to exchange information and receive reports from its subcommittees and task forces regarding water transportation issues of national concern.

Membership on the Committee shall be limited to six members from each of the four regions, and a Chair, Vice-Chair, and Secretary, all appointed by the President. The members from each region shall be Chief Executive Officers of Member Departments or their nominees.

## **2. SPECIAL COMMITTEES**

The Association shall have the following special committees, the composition, purpose and charge for each being as stated. The special committees shall report as stated in the charge thereof

<b>Special Committee</b>	<b>Reports To</b>
Special Committee of Commissioners and Boards	Board of Directors
Special Committee Intermodal Transportation and Economic Expansion	Board of Directors
Special Committee on International Activity Coordination	Standing Committee on Highways
Special Committee on Joint Development	Board of Directors
Special Committee on Transportation Security	Board of Directors
Special Committee on Transportation Mobility and Congestion	Board of Directors
Special Committee on TRAC	Standing Committee on Administration and Finance
Special Committee on U.S. Route Numbering	Standing Committee on Highways
Special Committee on Wireless Technology	Standing Committee on Highways

### **Special Committee of Commissioners and Boards**

The membership of the committee shall include the commissioners, boards or governing organizations of highway and transportation departments of the United States.

The objectives of the committee shall be to: serve as a liaison between the state highway and transportation departments plus the departments of the District of Columbia and Puerto Rico, and the commissions, boards or governing organizations of highway and transportation departments of the United States; serve as a forum for the interchange of information among its members; develop programs for presentation at the general meetings of its members; upon request be helpful to the administration of AASHTO in developing programs for the annual meetings of the Association; vigorously promote a greater public awareness of the importance of a safe and adequate transportation system in the United States and make appropriate representations to achieve this aim; and encourage unified communication between the Commissions and Boards and the United States Congress on matters of importance to

transportation, consistent with and in support of Association policy. The special committee may recommend policy positions and resolutions to the Board of Directors, but as with other AASHTO committees is not empowered to communicate such directly to persons and organizations outside the Association.

Members of the committee shall elect a Chair and a Vice Chair. The Chair may appoint a Secretary. Officers shall hold office for one year or until their successors have been selected. The committee shall report to the Board of Directors.

### **Special Committee Intermodal Transportation and Economic Expansion**

The Committee shall study and develop recommendations on intermodal transportation issues and on the relationship between freight transportation and the economy. Of special concern will be the interconnectivity of transportation modes and systems, and interface requirements between airports, highways, ports, railroads, transit systems and waterways important for freight movement and economic expansion.

The Committee shall formulate and carry out a strategy to develop and support the case for the economic value of transportation. It shall arrange dialogues with the business community, foster an information exchange of transportation-economic information among the Member Departments, stimulate further research, review and advise on the economic impact of transportation policies and regulations, assist Member Departments in their analysis of the economic benefits and consequences of transportation programs and approaches to maximize the economic value of transportation, coordinate with other public and private associations with similar interests.

The Committee shall address issues that cross boundaries between AASHTO committees and other issues identified by or referred to the Committee and in general promote the full consideration of intermodal and economic concerns in the whole of AASHTO policy deliberations. As appropriate, it shall advise the various modal standing committees of the important intermodal and economic concerns that should be considered in the formulation of modal policies. The Committee shall report periodically to the Board of Directors, and may offer to them such studies and recommendations as it shall deem appropriate. The Committee may also recommend research projects to the Standing Committee on Research to investigate intermodal and economic expansion issues. The Committee shall work actively with the U.S. Department of Transportation and its appropriate modal agencies in the development of a national intermodal agenda acceptable to and consistent with the needs of the member states.

The President of the Association shall appoint a Chair and Vice Chair for the Committee, with concurrence of the Executive Committee. The Executive Director or his designee shall be the Secretary.

The membership of the Committee shall comprise the chairs or their designees of the

- Standing Committee on Aviation,
- Standing Committee on Highways,
- Standing Committee on Planning,
- Standing Committee on Public Transportation,
- Standing Committee on Rail Transportation,
- Standing Committee on Research,
- Standing Committee on the Environment,
- Standing Committee on Water Transportation and the
- Highway Subcommittee on Highway Transport and the
- Highway Subcommittee on Systems Operations and Management; and,
- One state member with responsibilities appropriate to the mission of the Committee from each region appointed by the President of the Association.

A quorum for meetings of the committee shall be members represented by the chair, vice chair, one representative from each Standing Committee represented and the representatives of each

subcommittee and each region. Each Standing Committee shall be entitled to one vote, to be cast by the senior representative present from that Standing Committee.

### **Special Committee on International Activity Coordination**

The President of AASHTO designates a chair, vice-chair, and secretary for the special committee. The chairs of SCOH and each of its subcommittees may designate up to two members each to serve on the special committee. The chairs of other standing committees also may designate up to two members each to serve on the special committee. The International Activity Coordination Special Committee shall:

- Maintain an overview of ongoing and planned international activities involving AASHTO and its member departments;
- Advise the panel for National Cooperative Highway Research Program (NCHRP) Project 20-36 and any other Transportation Research Board panels or committees concerned with international matters on the views of the Association and its committees regarding their international activities;
- Advise and, where appropriate, cooperate with the Federal Highway Administration and other U.S. Department of Transportation agencies on international program activities;
- Guide the transfer of international technology and information to the member departments and the committees of the Association;
- Facilitate the cooperation and involvement of other organizations in those international activities supported by the special committee, in keeping with the strategic plan and governing documents of the Association;
- Advise on persons to represent AASHTO on the committees of the World Road Association and other international organizations; and
- Advise the Executive Director on the international activities of the Association.

### **Special Committee on Joint Development**

The Special Committee on Joint Development shall have broad oversight responsibility for the process of cooperatively developing, maintaining and enhancing packages and systems of computer software among groups of interested member departments, generally referred to as the Cooperative Computer Software or “Joint” Development process, and for making budgetary and other administrative recommendations thereon. It shall be responsible for monitoring, coordinating and providing technical direction for the cooperative computer development program of the Association. It shall study, discuss and prepare recommendations on matters related to administrative policies, guidelines and practices for consideration by the Executive Committee, and, as appropriate, the Board of Directors, and adopt such internal application, technical and data standards as are needed to facilitate the development of AASHTOWare software products. The Special Committee shall promote the cooperative computer software approach to appropriate needs and problems.

It shall be guided by, and shall, as appropriate, recommend revisions to Administrative Resolution AR-2-86 for consideration by the Board of Directors. It further shall study, review and adopt on behalf of AASHTO a document entitled Cooperative Computer Software Policies, Guidelines and Procedures, which will include AR-2-86 and be compatible therewith. Product and project task forces, as referred to in AR-2-86 shall report to the Special Committee. The Chair of the Special Committee shall appoint all members and chairs of the task forces, technical review teams and other such working groups, including their respective terms, subject to confirmation by the full committee at a regular meeting. Appointees shall not be delayed from beginning their term in the event that confirmation by the full committee takes place at a later date. The Special Committee shall meet at least four times annually in pursuit of its mission.

The members of the Special Committee shall be ten in number and shall be appointed by the President. Members of the Special Committee shall be drawn as closely as possible to comprise the following:

- Two representatives from the Administrative Subcommittee on Information Systems;
- Three to four individuals selected for their expertise in the broad business and application areas covered by AASHTOWare, possibly including Chief Engineers;
- Three to four individuals selected for their expertise in information technology;
- The Chair of the Administrative Subcommittee on Information Systems, as an ex-officio member.

Additionally, members of the Special Committee on Joint Development will be selected, if possible, from member departments that participate in joint development activities, or have an interest in joint development activities. Additional consideration will be given to appropriate regional representation. All members will serve three-year terms that will be staggered to provide continuity. Members may be appointed to a second three-year term, except those initially appointed to less than a three-year terms to achieve the staggered pattern may be reappointed to two additional terms. The Executive Director or his designee will serve as the non-voting Secretary ex-officio.”

### **Special Committee on Transportation Security**

The purpose of the Special Committee on Transportation Security shall be to guide and support AASHTO member departments as they develop plans, policies, and procedures that maintain and improve all aspects of the security of their transportation systems.

The Special Committee shall promote awareness and education about transportation security among state DOTs by supporting or organizing meetings and conferences, and preparing guidance materials on a range of topics as necessary. The Special Committee shall work with partner agencies to undertake a comprehensive program of transportation security research. The Special Committee shall engage and partner with other federal and state-level agencies and organizations involved in transportation security activities to promote development of security plans, regulations, policies, programs that meet the needs of AASHTO members.

The Special Committee shall report to the Board of Directors. Membership of the Special Committee shall comprise one member each from the

- Standing Committee on Aviation;
- Standing Committee on Highways;
- Standing Committee on Public Transportation;
- Standing Committee on Planning;
- Standing Committee on Research;
- Standing Committee on Rail Transportation; and
- Standing Committee on Water Transportation;
- one member each from the three SCOH Subcommittees on
  - Subcommittee on Highway Transport;
  - Subcommittee on Bridges and Structures; and
  - Subcommittee on Systems Operations and Management who are nominated by the chair of each standing committee or subcommittee,
- and the President will appoint a CEO chair and vice chair, as well as
- two representatives from each AASHTO region to the Special Committee.

Representatives from federal agencies, associations, or private organizations may be appointed as non-voting members by the Committee Chair.

### **Special Committee on TRAC**

The AASHTO Special Committee on TRAC provides guidance to the TRAC technical services program, reporting to the Standing Committee on Administration and Finance, and composed of a chair, a vice-

chair, a secretary, and one member from a member department in each of the Association's four regions, all appointed by the President of the Association. The three officers shall serve the usual term for AASHTO committee officers, and the four regional members shall serve a four year term, with reappointment possible.

The AASHTO Special Committee on TRAC shall meet at least annually, and is charged with guiding the overall program for the TRAC technical services program and providing advice and counsel to the Executive Director with regard to the administration thereof, in accord with the provisions of AR-2-93.

### **Special Committee on U.S. Route Numbering**

SCOH is delegated the authority to take appropriate action on behalf of AASHTO on matters submitted to it by the U.S. Route Numbering Special Committee, and shall report such actions to the Board of Directors. Members of the special committee are appointed by the AASHTO President and consist of one person from a member department in each AASHTO region. One of these members will be designated by the AASHTO President to serve as Chair. The term of office of all members is four years and reappointment is possible with approval of the President. A non-voting secretary is appointed from AASHTO's staff. The U.S. Route Numbering Special Committee shall:

- Recommend to SCOH actions to take regarding proposed revisions, additions, or deletions on the U.S. Numbered and Interstate Systems;
- Make recommendations on the development and adoption of uniform map symbols and on the development and use of official route markers;
- Advise SCOH on matters of policy, dealing with the operation of the U.S. Numbered and Interstate Systems; and
- Implement the U.S. Bicycle Route Numbering System.

### **Special Committee on Wireless Technology**

The membership of the special committee shall comprise a chair, vice chair, secretary, three members from each Region of AASHTO, chosen for their knowledge of the radio communication needs of member departments, and one person appointed by the Federal Highway Administration, who serves ex officio at the pleasure of that Administration. The term of the three members from each region is three years, which will be staggered to provide continuity on the special committee. Members of the special committee, as designated by the President, represent the Association on the Land Mobile Communications Council and other organizations related to radio communications in which the Association may participate. The Wireless Technology Special Committee shall:

- Monitor developments with regard to radio communications;
- Work to secure and protect sufficient frequency assignments to meet the radio frequency and frequency management needs of the member departments;
- Cooperate with others having common interests with member departments in securing and protecting frequencies;
- Propose to SCOH such policy statements as it believes the Association should consider and adopt; and
- Under the general supervision of the Executive Director, represent the interests of the Association and its member departments in proceedings before Federal agencies on radio frequency matters.

The committee shall report to the Standing Committee on Highways.

## **(AMC) ASSOCIATE MEMBERS COMMITTEE**

The Associate Members Committee (AMC) will provide a connection between the state departments of transportation and local governments, regional organizations, federal agencies and foreign governments. The AMC will provide information to the Board of Directors; it shall coordinate issues of concern to the Associate members and bring them to the Board of Directors for discussion. The AMC shall assign to the AASHTO Standing and Subcommittees Associate members to serve as non-voting ex officio.

Membership on the Associate Members Committee will be one representative from each of the Associate members. The Committee will elect its own Chair, Vice-Chair and Secretary with a staff person assigned from AASHTO to serve as Committee Liaison.

### **3. JOINT COMMITTEES**

The Association shall participate in the following joint committees, and the AASHTO representation shall be as designated: where appointments are required they shall be made by the President, subject to the concurrence of the Executive Committee. The AASHTO representation shall report as indicated for each.

#### Joint Committees

With the prior approval of the Board of Directors, AASHTO may from time to time constitute joint committees with one or more other associations or societies. These are fundamentally for the purpose of discussing or examining issues or topics of mutual concern to the constituting organizations, and a list of approved Association joint committees is set forth in the Board of Directors Policy Manual.

<b>Joint Committee</b>	<b>Reports To</b>
Transportation Research Board Executive Committee	Board Of Directors
Joint AASHTO - Associated General Contractors - American Road And Transportation Builders Association Committee	Policy Statements: Board Of Directors Technical Reports: Standing Committee On Highways
Joint AASHTO-American Council Of Engineering Companies (ACEC) Committee	Standing Committee On Highways And The Standing Committee On Planning

#### **Transportation Research Board Executive Committee**

AASHTO REPRESENTATION: The Association's Executive Director and the states' Department of Transportation Chief Executive Officers

REPORT TO: Board of Directors, and appropriate standing committees

#### **Joint AASHTO - Associated General Contractors -American Road and Transportation Builders Association Committee**

AASHTO REPRESENTATION: A Co-Chairperson and three persons from each of the Regions of the Association, a Co-Secretary from the Association's staff as designated by the Executive Director, and a representative from the Federal Highway Administration.

REPORT TO: Proposed policy statements and resolutions shall be reported to the Board of Directors. Proposed technical reports shall be reported to the Standing Committee on Highways for a letter ballot conducted in accord with Article V of the AASHTO Bylaws, with a two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, being required for approval.

#### **Joint AASHTO-American Council of Engineering Companies (ACEC) Committee**

This joint committee is organized to provide quality and responsive engineering and consulting services to the nation's transportation system, and to improve the quality and responsiveness of the transportation programs and services provided by the Association and its Member Departments.

**AASHTO REPRESENTATION:** A Co-Chairperson and two persons from each of the Regions of the Association appointed by the President, with four of the regional representatives being nominated by the Chair of the Standing Committee on Highways and four being nominated by the Chair of the Standing Committee on Planning, a Co-Secretary from the Association's staff as designated by the Executive Director, and one representative each designated by the Federal Highway Administration and the Federal Transit Administration. The Co-Chairs and Co-Secretaries shall determine the agenda for the joint committee.

REPORT TO: Standing Committee on Highways and the Standing Committee on Planning

## **EVALUATION OF COMMITTEES**

Whenever the Board of Directors adopts a committee evaluation process, all Association committees called upon to do so shall timely participate in and follow the adopted process. A finding by the Board of Directors that any committee has failed to timely participate in the adopted process shall result in disestablishment of the committee and withdrawal of all support for it from the Association.

## **SECTION IV — MEETINGS**

### Selection of Meeting Dates and Sites

Dates of committee meetings or sessions, other than those of the annual conference, must be cleared with the Executive Director, who is charged with approving the location of meetings to minimize conflicts and keep down costs and travel time.

### Meeting Expenses

A registration fee should be collected if funds are needed for other committee meeting expenses, such as food, coffee, etc., since the AASHTO budget does not cover such items.

### Annual Meeting

The annual meeting of the Board of Directors shall be held in conjunction with the Association's annual conference, and the geographic location of the annual conference shall be designated and determined by the Executive Committee, upon the recommendation of the Executive Director. The date, time and place of the annual meeting shall then be established by the President, in consultation with the Executive Director.

### Other Meetings

The President, upon the advice of the Executive Director, shall determine the location, place and time of all other meetings of the Board of Directors, within such guidelines as the Board of Directors may adopt. There shall be a spring meeting held in the home state of the Association President, at which time the Board of Directors shall meet. The Association will hold a Washington Briefing in the first quarter of each year. See Article V of the bylaws for notice and other provisions.

### Call For Special Meetings

Special meetings of the Board of Directors may be called by the President at any time or place designated in the United States upon his own initiative, or upon the request of three Member Departments. If the President refuses to issue such a call, a special meeting shall be called by the Executive Director upon written request of the duly constituted heads of not less than 10 Member Departments. Written notice of all annual and special meetings shall be given not less than 5 days before the date of such meeting.

### Open Meetings

It is the general policy of the Association that all of its meetings shall be open except when matters of personnel, litigation and like sensitive issues are being discussed, at which time a meeting may be closed for that purpose only.

### Joint Committee Meetings

Any AASHTO committee wishing to meet jointly with another AASHTO committee to discuss matters of mutual interest to both should coordinate such a joint meeting through the Executive Director, and the Executive Director is to be advised of the meeting date and its results.

### Consent Agendas and Mail Ballots

To facilitate consideration of items at meetings of the Board of Directors and all other committees the use of a consent agenda is encouraged. The AASHTO Officers and Executive Director will confer and determine which items should be considered under the consent agenda. Items under the consent agenda are to be considered under a single motion of adoption, and prior to or during the Board meeting any three (3) members of the Board of Directors may request that a specific item contained in any portion of the consent agenda be pulled for separate discussion at the meeting.

### Sponsorships

It is the policy of AASHTO, under the conditions listed below, to accept sponsorship dollars and in-kind contributions. This includes AASHTO Spring, Annual and Washington Briefing meetings and all committee meetings that are held under auspices of AASHTO including committees and subcommittees.

Sponsorship means dollars that are given to AASHTO headquarters to reduce meeting expenses or for other authorized activities. In-kind contributions are those that a company or organization may give AASHTO to support authorized activities (meetings, awards, committees) in exchange for recognition appropriate to the activity.

In order to accept sponsorship funds or in-kind contributions the funding and contributions must be processed through AASHTO headquarters. For meetings where AASHTO is helping to raise sponsorship/in-kind contributions all financial transactions will be processed through the headquarters office including gathering information, dollars and paying meeting expenses. After all meeting expenses are paid and all costs covered then any remaining funds will be applied to meeting expense budgets and used to offset costs of other meetings and activities as designated by the Executive Director.

Meetings where sponsorship dollars will be raised will vary in size, cost, location, types of speakers and other factors. Because of this it will be up to AASHTO headquarters, under the direction of the Executive Director, to determine the appropriate amounts for contributions and also what the forms of recognition would be for each meeting. However, no service or consideration will be offered or expected as a result of the financial contribution.

### Required Attendance at Committee Meetings

With respect to the committees named in **Section V, Committee Membership**, paragraph two, attendance by all members at scheduled meetings is especially important to the necessary work of these committees. Acceptance of membership on one of these committees implies recognition of the value of its work and a willingness to make every effort to attend its scheduled meetings. Failure to attend three consecutive meetings, either in person or by an approved substitute, will be construed as an indication of inability or unwillingness to participate in the work of the committee or may become the basis for replacement on the committee.

---

## **SECTION V — PROCEDURES AND GUIDELINES ON COMMITTEE OPERATIONS**

### **General Information and Guidelines Regarding Handling of the Details of the Operation of an AASHTO Committee**

The following guidelines apply to all of the types of committees within AASHTO with the exception of the Board of Directors and the Executive Committee. The term "committee", below, shall be taken to mean any standing committee, subcommittee, task force or other committee of AASHTO.

#### Reporting to the Executive Director

The Executive Director is an ex officio member of all AASHTO committees, is responsible for coordinating their activities, and should receive copies of the committee correspondence to be kept advised of the operations and activities.

#### Committee Bylaws

For committees not having their own approved bylaws, all official balloting involving the development of voluntary policies, specifications or manual requires a two-thirds majority vote of the committee membership for approval. On the committees represented by all Member Departments, each of the Member Departments has one vote. For the committees not represented by all Member Departments because the members are named by the President, each member of the committee has one vote. This would include such committees as the Standing Committee on Research, the Standing Committee on Highway Traffic Safety, and the Standing Committee on Aviation.

#### Committee Membership

Except for the committees listed in this paragraph, all Member Departments may nominate up to two persons to serve on each AASHTO committee, although only one vote per Member Department may be cast on voting matters. However, upon the request of a committee having members from all Member Departments, the President can permit up to three members from each Member Department if the President and the Executive Director deem it in the best interests of the Association, although only one vote per Member Department may be cast on voting matters.

Members named to the following committees are selected for their individual contribution and do not necessarily represent their own Member Departments: The Standing Committee on Aviation, the Standing Committee on Water Transportation, the Special Committee on Transportation Security, the Standing Committee on Highway Traffic Safety, the AASHTO delegation to the National Committee on Uniform Traffic Control Devices, and the Standing Committee on Research. If a member of the committees cannot attend a meeting of that committee, a substitute from the same Member Department may do so provided the President or Executive Director specifically approves this procedure in advance; any such substitute should be of a rank appropriate to that of the other committee members, and be able to fully represent the person who is unable to attend the meeting.

#### Joint Committee Recommendations to AASHTO

All recommendations by AASHTO joint committees, such as the AASHTO-AGC-ARTBA Joint Committee, must be considered by the Executive Director and the committee to which it reports. These joint committees cannot obligate or commit AASHTO to any official action.

#### Committee Finances

Most AASHTO committees hold at least one meeting each year other than at the AASHTO Annual Meeting. Typically, the holding of these meetings require certain limited expenditures such as for room and equipment rental, group meal functions and receptions, refreshments, duplication charges, supplies, and the like. These are normally recovered through the

assessment of a registration fee to all attendees of the meeting, since AASHTO's budget is not intended to accommodate such costs.

AASHTO Headquarters staff may be requested to receive such fees and pay such expenses, and when doing so, will provide an accounting of funds to the committee chair. Many committees or subcommittees prefer to handle these matters without the involvement of AASHTO staff, but under AASHTO auspices. In such a case the following procedures should be followed:

- a. A committee or subcommittee treasurer should be nominated from among the committee members by the committee's Chair and appointed by the AASHTO Executive Director. This informal office will have no fixed term and the incumbent may change annually or less frequently as called for by the wishes of the committee.
- b. A bank checking account should be established by the committee treasurer for the purpose of depositing registration fees from meeting attendees and from which payments for normal meeting expenses can be made. The bank account application should contain the signatures of the committee treasurer and the AASHTO Executive Director, either of which will be sufficient to validly sign a check. The address of the committee treasurer should be used for bank statements. Any federally-insured financial institution may be used for this purpose. The account in all cases will be in the name of AASHTO, Inc. and the AASHTO Federal Tax Identification Number will in all cases be used. All accounts of this kind will bear no interest.
- c. Each committee treasurer will be requested to prepare a brief annual report on the finances of the committee and submit it to the AASHTO Director of Finance and Administration. The report should contain a beginning balance, a summary of receipts and expenditures, and a final balance. The report should be for the year ending June 30 and should be sent to the Director of Finance and Administration prior to July 30 of each year. The report should be made on a form prepared and stocked by the AASHTO Director of Finance and Administration and a copy of all bank statements should be attached.
- d. In the case of a transfer of committee treasurer or subcommittee responsibilities from one committee member to another, a final financial report similar to the annual financial report described above should be prepared and submitted by the outgoing committee treasurer to the Director of Finance and Administration. Attached to that report should be a check in the amount of the final bank balance made out to AASHTO, Inc., which will in effect close the bank account. Once the successor committee treasurer has been named, a check in the amount of the balance will be forwarded to that person by AASHTO for deposit in a new bank account.

#### Conduct of Polls and Questionnaires

Each committee shall coordinate the conduct of any poll or questionnaire of the AASHTO Member Departments with the Executive Director in writing. In doing this, a written description of the poll or questionnaire should be provided to the Executive Director and sufficient time allowed for a written reply. This is to avoid duplication, control the number of such efforts, and monitor the type of information collected. The results of any poll or questionnaire should be reported to the Executive Director in a timely manner.

#### Preparation of Manuscripts to Avoid Conflicts or Duplications

Any manuscripts developed for publication by any committee should go through the appropriate standing committee and the Executive Director for review to avoid possible conflicts or duplications in AASHTO publications.

#### Development of Manuscripts

The AASHTO Reference Book contains a list of responsibilities for each major committee. Every committee is encouraged to develop publication manuscripts for printing and distribution. The types of AASHTO publications are described in a subsequent section.

#### Bridge Interim Specifications

The Association authorizes the Bridge Subcommittees to develop and publish tentative or interim specifications, which are considered the official AASHTO voluntary policy or standard until a new edition of the regular Bridge publication is issued. These voluntary specifications must be reviewed by the Chair of the Standing Committee on Highways and the Executive Director. A new edition of voluntary standard specifications approved and published by the Subcommittee on Bridges and Structures will automatically rescind all previously published voluntary interim and tentative specifications.

#### National Cooperative Research Programs

AASHTO committee chairs are encouraged to submit for consideration in the National Academy of Sciences Cooperative Research Programs any research problem statement that would be of interest or benefit to members of the committee. These include the National Cooperative Highway Research Program (NCHRP), the Transit Cooperative Research Program (TCRP), and may expand to include the Environmental and Freight Programs.

#### Stationery and Postage

The Association furnishes official AASHTO stationery to Chair and Secretaries, and will supply postage. The members may either request postage or bill the Association for reimbursement. As requested, the executive office in Washington will mail committee correspondence.

## **SECTION VI — PUBLICATIONS**

### **PUBLICATIONS POLICY**

It shall be the policy of the Association to produce publications of an educational and informative nature that will further the Association's purposes and assist its members to carry out their duties and responsibilities, and which are non-partisan in nature. It is also the policy of the Association to make its publications that are of general interest available to the public in order to foster greater understanding of transportation matters, and to encourage the practice of sound engineering and management in the planning, design, construction, operation and maintenance of transportation facilities and services.

### **CATEGORIES OF PUBLICATIONS**

#### (A) TECHNICAL

When a manuscript is submitted to the Executive Director, the contributing committee is expected to recommend the type of publication. The committee may recommend the manuscript printed as show below. Publications designation categories of the Association's technical publications and procedures for their publication follow:

- a. **A Committee Report** — As a committee report, copies of the publication are distributed only to the interested committee and the Chief Executive Officers of the Member Departments. The report also is placed in the AASHTO files. The publication may be offered for sale or outside distribution at the discretion of the Executive Director.

The adoption of a committee report requires a two-thirds favorable vote of the full membership of the committee.

- b. **An AASHTO Guide or Guide Manual, or Guide Specifications** — As a Guide, the manuscript will be printed and distributed by the authority of the Board of Directors, obtained by a mail ballot of all Member Departments. Where the adoption of the Guide, Guide Manual, or Guide Specification is proposed by a Standing Committee on which all Member Departments are entitled to a seat, final official balloting on behalf of the Association is delegated to that Standing Committee, with a two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, being required for approval, subject to the right of any three members of the Board of Directors to request that the final official balloting be conducted by the Board of Directors. (Article V of the Corporate By Laws.)

For those Standing Committees which do not have representation from all Member Departments, where adoption of a Guide, Guide Manual, or Guide Specification is proposed the document shall first require a two-thirds favorable vote thereon by the membership of such a Standing Committee, after which the document shall be submitted to the Board of Directors for final action, where a two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, is required for approval.

- c. **An AASHTO Technical Report** — An AASHTO Technical Report will be printed and distributed by the authority of the Board of Directors, obtained by a mail ballot of the Member Departments. The subject matter of a Technical Report shall be similar in character to a Guide or Guide Manual, or Guide Specification. The originating committee may recommend publication as a Technical Report when there are specific circumstances that mitigate against publication as a Guide or Guide Manual, or Guide Specification, which circumstances and any special user instructions shall be described in the printed Technical Report.

When the Executive Director determines that a Technical Report will not receive sufficient general distribution to recover the normal costs of printing and distribution associated with AASHTO publications, including the gratis copy distribution requirements of Section 4(4.5), the Executive Director is authorized to develop a specific printing and distribution plan for the Technical Report.

Where the adoption of a Technical Report is proposed by a Standing Committee on which all Member Departments are entitled to a seat, final official balloting on behalf of the Association is delegated to that Standing Committee, with a two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, being required for approval, subject to the right of any three members of the Board of Directors to request that the final official balloting be conducted by the Board of Directors. (Article V of the Corporate By Laws.)

Where the adoption of a Technical Report is proposed by a Standing Committees which does not have representation from all Member Departments, the Report shall first require a two-thirds favorable vote thereon by the membership of such a Standing Committee, after which the document shall be submitted to the Board of Directors for final action, where a two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, is required for approval.

- d. **An AASHTO Voluntary Technical Policy or Standard** — This is the most important of the AASHTO publications. It must be approved by at least a two-thirds majority vote of the Board of Directors in a mail ballot. It is then printed and distributed as an AASHTO Official Policy or Standard. In some cases, it is submitted to the Secretary of Transportation and/or the appropriate Administrator for review.

Where the adoption of a Voluntary Technical Policy or Standard is proposed by a Standing Committee on which all Member Departments are entitled to a seat, final official balloting on behalf of the Association is delegated to that Standing Committee, with a two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, being required for approval, subject to the right of any three members of the Board of Directors to request that the final official balloting be conducted by the Board of Directors. (Article V of the Corporate By Laws.)

Where the adoption of a Voluntary Technical Policy or Standard is proposed by a Standing Committee which does not have representation from all Member Departments, the Policy or Standard shall first require a two-thirds favorable vote thereon by the membership of such a Standing Committee, after which the document shall be submitted to the Board of Directors for final action, where a two-thirds favorable vote of all Member Departments, exclusive of the U.S. Department of Transportation, is required for approval.

In all instances, a committee must certify to the Executive Director that a manuscript has been approved by at least two-thirds of its membership. It is AASHTO's policy that committees do not normally use outside consultants or advisors in the development of publications, reports, policies, or standards, except for those projects administered under NCHRP 20-7. Except for NCHRP 20-7 projects, the use of consultants for these purposes must be approved in advance in writing by the Executive Director.

#### **(B) INFORMATIONAL**

The Executive Director is authorized to prepare and distribute weekly newsletters and reports, and such other periodic publications as in the Executive Director's judgment are necessary to distribute information about transportation matters, in keeping with the Association's purposes and publications policy.

### **COPYRIGHT PROCEDURE**

The Executive Director shall be responsible for securing the Association's copyright rights for appropriate publications, and for administering the Association's copyright policy. All committees and Member Departments are requested to assist the Executive Director where necessary, to help assure protection to the Association's proprietary information.

#### **COPYRIGHT POLICY**

Policy Governing Copyright Permissions for AASHTO Publications

1. Only verbatim quotations giving full credit to the source will be permitted. All proposals to edit portions of such publications will be denied. No quotations out of context will be allowed.
2. Permission to use quotations as part of an advertisement for the sale of a service or a product will not be given.
3. Authors of engineering textbooks will be permitted to use direct quotation, with acknowledgement of source, provided that said quotations are brief in extent. The use of AASHTO publications or quotations therefrom in pamphlets, promotional materials, etc., by industry and/or associations will not be allowed because such use could impair the sale of AASHTO publications.
4. A pre-publication copy of material quoting AASHTO publications should be provided to the AASHTO Executive Office (except in the case of a foreign language translation).
5. AASHTO does not grant permission to requests to reproduce entire or significant portions of publications; and

6. When permission is granted, it only applies to that particular edition or work, and shouldn't be construed as blanket authorization for all future versions. Additional copyright requests will be required.
7. Nominal copyright fees will apply to all requests made for:
  - internal use in classroom packets
  - use by Federal agencies and state DOTs in their training guides
  - internal use by local governments
  - use in professional scientific research papers
  - use in college and university curricula
  - reproduction of standards in commercial publications.
8. All permission requests should be made in writing, preferably through E-mail to AASHTO's Resource Librarian.

## **DISTRIBUTION OF PUBLICATIONS**

Upon the availability of new AASHTO publications, ten gratis paper copies or one electronic copy shall be distributed to each Member Department; Associate Members shall be entitled to one gratis paper copy or electronic copy. The Executive Director may authorize gratis copies and is authorized to engage in an exchange agreement with foreign transportation institutions and other appropriate organizations at his/her discretion. The Executive Director shall establish an appropriate pricing schedule, publish and periodically update a list of available publications for the Association.

## **SECTION VII — AWARDS AND CERTIFICATES**

### **ESTABLISHED AWARDS AND CERTIFICATES**

The following Association awards and certificates have been established and are recognized, and where such is required and appropriate the award committee shall be appointed by the President, subject to the concurrence of the Executive Committee.

#### **(A) THOMAS H. MACDONALD MEMORIAL AWARD**

Established in 1957 in recognition of the outstanding achievements of the late Thomas H. MacDonald in the fields of highway administration, engineering and research, this award is authorized to be presented at the Association's annual conference.

To be eligible for this award, a person must have been employed by one or more Member Departments of the Association for a period of at least five years and have rendered continuous outstanding service over an extended period of time or have made some exceptional contribution to the art and science of highway engineering.

The Chief Executive Officers of the Member Departments and Chair of the Association's committees are eligible to submit nominations for this award. The President shall appoint three Chief Executive Officers as the award committee, who shall serve three-year staggered terms. The Executive Director shall designate a secretary to the award committee.

#### **(B) GEORGE S. BARTLETT AWARD**

This award is authorized to be conferred annually upon some individual who has made an outstanding contribution to highway progress.

The recipient is chosen by a three-member Board of Award consisting of the Presidents of the American Association of State Highway and Transportation Officials, American Road and Transportation Builders' Association, and the Chair of the Transportation Research Board.

Chair of the Board of Award is on a rotating basis, as well as the annual meetings of the three co-sponsors at which the award is presented. However, the recipient has the option of choosing any annual meeting of the three organizations at which he/she would like to receive the award.

**(C) ALFRED E. JOHNSON ACHIEVEMENT AWARD**

Created in 1973 honoring A. E. Johnson for his many contributions to management in the field of highway engineering, this award is authorized to be presented at the annual conference of the Association.

This award is intended for middle management personnel of the Member Departments who have made outstanding contributions to their departments in engineering or management. No current Association officer or member of the Executive Committee is eligible.

The President shall appoint three Chief Executive Officers as the award committee, who shall serve three-year staggered terms. The Executive Director shall designate a secretary to the award committee.

**(D) FRANCIS B. FRANCOIS AWARD FOR INNOVATION**

In our rapidly changing world of transportation, few leaders have left such a lasting imprint as Francis B. Francois, former Executive Director of the American Association of State Highway and Transportation Officials, who completed an 18-year career in 1999.

To honor his achievements, and to continue the legacy of innovative thought that he embodied, AASHTO in 2000 established an academic endowment bestowed annually upon a state department of transportation that has developed innovative transportation programs or projects. The award-winning department will designate a state university as the recipient of a \$10,000 graduate fellowship from AASHTO, to be conferred upon an applicant pursuing an advanced transportation-related degree. AASHTO's Standing Committee on Quality will conduct the competitions for the Francis B. Francois Award for Innovation.

**(E) AASHTO PRESIDENT'S TRANSPORTATION AWARDS**

These awards are authorized to be presented each year at the time of the annual meeting of the American Association of State Highway and Transportation Officials,, to individuals or teams who meet the criteria for the awards. Each award shall be titled "AASHTO President's Transportation Award for (subject area)." The approved subject areas shall be administration, aviation, environment, highways, highway traffic safety, intermodal transportation, planning, quality, public transportation, rail transportation, research, and water transportation

Nominations can be made by Chief Executive Officers of the Member Departments or by the Chairs of the pertinent Standing Committees based on the nominees having performed exemplary service during the year furthering the transportation activities of his/her Member Department or committee which has, or potentially could have, a salutary impact on transportation nationwide or on a regional basis. The nationwide impact need not have occurred, but the potential for such must exist.

The award committee is comprised of the AASHTO President and the current Presidents of the four Regional Associations.

**(F) PRESIDENT'S SPECIAL AWARD OF MERIT**

This award is authorized to be conferred upon an individual or individuals who has/have made outstanding and exemplary contributions to the work of the Association. The award is not necessarily

intended to be an annual presentation. The award is presented at the annual conference, and the President shall decide upon its presentation and the recipient or recipients thereof.

**(G) 25-YEAR AWARD OF MERITORIOUS SERVICE**

This award, established in 1946, is authorized to recognize individuals who have accrued 25 years of service with one or more Member Departments who meet the criteria of the award.

**(H) RECOGNITION OF COMMITTEE LEADERSHIP**

Through certificates, letters of commendation and plaques, Committee leadership should be recognized for their contributions to AASHTO.

**(I) RECOGNITION OF FEDERAL TRANSPORTATION LEADERS**

AASHTO, as approved by the President, Vice President and Secretary-Treasurer, should recognize the leadership and contributions to the interests of State DOTs and the national transportation system by Members of Congress and U.S. DOT officials through certificates, letters of commendation and plaques.

**(J) STATE DOT HIGHWAY SAFETY LEADERSHIP AWARD.**

The award, established in 2005 is presented to a member department(s) for outstanding leadership in highway safety as demonstrated by comprehensive plans and partnership and progress in reducing serious injuries and fatalities.

**SECTION VIII — COMPLIANCE WITH LAWS**

It is the policy of the Association that all applicable federal and state laws are to be honored and followed in the conduct of the affairs of the Association, including those relating to employment practices and antitrust activities. The Executive Committee is authorized and directed to establish and maintain an antitrust compliance program to guide the Association's activities.

**THE AASHTO CODE OF CONDUCT**

A Code of Conduct has been developed and adopted by the Board of Directors specifically for the conduct of the annual conference and committee meetings. The following conflict of interest policy is adopted and shall be distributed to the entire membership. All affected groups are expected to comply.

Policies, technical standards and guides adopted by the AASHTO Standing Committees and the Board of Directors are important to the safety of the traveling public and the vitality of our national economy. It is important that the integrity of AASHTO and our decision making process be maintained. Meetings of AASHTO's Board of Directors, Standing Committees and Subcommittees and other units shall be open to the public. Decisions are to be based on factors and only those factors which voting members believe will best serve the public interest and believe reflect best engineering and other technical standards. They are not to be influenced by the prospect of personal financial gain, prospective employment or other beneficial interest. Voting members should recuse themselves in any instance where they have a conflict of interest involved in a matter up for decision. When sponsorship or in kind contributions are given in support of AASHTO meetings, no service or consideration will be offered or expected as a result of the financial contribution.

With respect to the operation of private industry receptions or hospitality events held in connection with the annual conference or official committee meetings, the following guidelines should be observed:

1. No private industry reception or hospitality events should be scheduled in conflict with annual conference or committee sessions and functions.

2. Persons and organizations outside of AASHTO planning to hold receptions and hospitality events on the day(s) of the annual conference or a committee meeting are encouraged to work with the AASHTO leadership of the event, to avoid schedule conflicts.

## **ANTITRUST POLICY AND COMPLIANCE PROGRAM**

### **(A) POLICY**

It is the policy of the Association that federal and state antitrust laws are to be honored and followed in the conduct of the business and activities of the Association, and the following antitrust compliance program is established for this purpose. All individual members of the Association are urged to comply with the antitrust compliance program, and take care in the conduct of Association business to avoid antitrust violations and personal conflict of interest situations that could lead to antitrust litigation.

### **(B) COMPLIANCE PROGRAM**

1. Each committee will periodically review its activities and determine the extent to which it is involved in "standards making" activity. For the purpose of this review, "standards making" is defined as any activity related to the publication of any specification, procedure, design or performance requirement, which if adopted could or may have an economic impact upon the manufacturing, distribution or sale of a product or service.
2. When engaged in any standards making activities, all committees must follow procedures that provide the following:
  - a. Reasonable notification to interested parties in the private sector of the fact that an Association committee is developing a new voluntary standard.
  - b. Formal provisions for the receipt and consideration of the comments of these interested parties.
  - c. Formalized procedures for considering and commenting upon dissenting views of private sector interested parties or the minority views of Association members. The keeping of accurate minutes of all Association proceedings involving voluntary standards development.
3. All requests for advisory opinions about the Association's voluntary standards shall be handled in accordance with the following:
  - a) A response is to be prepared to the opinion request, following the normal practices of the committee, subcommittee or task force.
  - b) The draft response, with a copy of the opinion request attached, is then to be forwarded to the chair of the committee, subcommittee or task force. The chair will review the draft response, and upon approval will forward it to the Executive Director, together with a copy of the opinion request.
  - c) The Association's staff will record each opinion request and reply in the Association's permanent records, and will then forward the response.
  - d) All responses will be prepared on AASHTO stationery, and will carry the signature of the appropriate committee, subcommittee or task force chair, together with a notation as to who actually drafted the response.

- e) No committee, subcommittee or task force member is authorized to directly respond on behalf of AASHTO to a request for an advisory opinion relating to any AASHTO standard, and AASHTO stationery is never to be used for this purpose; rather, all opinion requests involving an AASHTO standard are to be handled in accordance with the procedures just described.

The policy of the Association is to act with fairness and impartiality with respect to establishing and administering voluntary standards, and to provide an opportunity for anyone affected to be heard. The Executive Director is charged with receiving complaints with respect to the propriety of the Association's voluntary standards and the procedures leading to their establishment, and for taking appropriate action thereon; accordingly, all complaints are to be forwarded to the Executive Director for appropriate handling.

## **AASHTO OFFICE MANAGEMENT POLICIES**

### **GENERAL**

The Executive Director is granted authority by Board of Directors to establish administrative policies for the general office and the Association's employees as usual and customary, which are provided for under the budget adopted by the Executive Committee and which are not proscribed by the Association.

The General Office of the Association shall be in the Washington, D. C. area. The Executive Director shall administer the General Office, and, as appropriate, the affairs of the AMRL, in accordance with accepted management practices, the Management Policies stated in this Section and such further related policies as may be adopted from time to time by the Board of Directors and the Executive Committee.

### **BONDING**

The Executive Director, Director of Management and Business Development, Director of Finance and Administration and Secretary-Treasurer of the Association shall be bonded in an appropriate amount.

### **BANK ACCOUNTS**

The Association shall enter into a fiduciary agreement with a duly chartered bank insured by the Federal Deposit Insurance Corporation. The bank shall invest the assets under the control of the Association subject to such rules, guidelines or philosophical statements concerning excluded investment types, investment quality ratings, collateralization requirements or other matters as may be promulgated by the Executive Committee. Also under the agreement, the fiduciary bank shall operate one or more checking accounts from which disbursements shall be made to meet the Association's obligations. All checks issued on behalf of the Association shall bear the signatures of any two incumbents of the following four positions:

- Secretary-Treasurer
- Executive Director
- Director of Management and Business Development
- Director of Finance and Administration

### **AUDITS**

The Executive Director shall engage a certified public accounting firm to perform an audit of the Association's books after the close of each fiscal year, and the audit report shall be forwarded to the Executive Committee. Additional audits may be performed when so requested by the Executive Committee, and shall be performed when a Secretary-Treasurer or an Executive Director vacates his/her office.

### **AMENDMENTS**

This Operating Policy Manual may be amended by a two-thirds affirmative vote of the voting membership of the Board of Directors, in accordance with the same rules and procedures as set forth in AASHTO Bylaws, Article IX, at any duly called meeting thereof, provided the proposed amendment has been provided to the members of the Board of Directors at least two weeks prior to the meeting, and provided further that amendments to Section 3 shall only require a majority vote of all voting members for passage. Otherwise, unanimous consent of those voting members present must be secured for the consideration of the proposed amendment. Any member of the Board of Directors may propose an amendment, and the Executive Director may recommend amendments to the Board of Directors for its consideration. This Operating Policy Manual may also be amended through a mail ballot in the same manner as described in Article IX of the bylaws.

---

**APPENDIX I**

---

**YEAR**                      **ADOPTED AMENDMENT**

**1992**                      The documents herein include the Association's Articles of Incorporation, Corporate bylaws, Board of Directors Policy Manual and Operating Policy Manual. The last three of these documents were amended and adopted by the Board of Directors/Policy Committee at a Special Meeting held **October 3, 1992**, in Rapid City, South Dakota. No changes were made at that meeting to the Association's Articles of Incorporation, which stand in their original form.

The three documents amended on **October 3, 1992** were made effective by an administrative resolution approved that day, whereupon the title "Policy Committee" was retired. The first meeting of the Board of Directors under the revised governing documents was held on October 4, 1992. The following changes to the documents have occurred since their adoption on October 3, 1992.

**1993**                      On **January 12, 1993**, the Executive Committee approved a set of "Operating Procedures for the AASHTO Executive Committee," also included herein. These Procedures were amended by the Executive Committee on October 4, 1996, to change the extraordinary vote requirement from five to eight votes.

On **October 24, 1993** the Board of Directors approved amendments to the Board of Directors Policy Manual to establish the Standing Committee on Quality, and to increase Association dues.

**1994**                      In **March, 1994**, the Board of Directors by mail ballot approved amendments to the Board of Directors Policy Manual to add the new Highway Subcommittee on Advanced Transportation Systems Operation, to delete Section (SF) - Highway Special Committee on Transportation Systems Operation, and to re-number the remainder of the sections.

On **October 1, 1994**, the Board of Directors by mail ballot approved amendments to the Board of Directors Policy Manual to change the composition of the Standing Committee on Water Transportation, to delete Section IV (JD) - AASHTO-American Right of Way Association Highway Utility Liaison Committee, and to re-number the sections as appropriate.

**1995**                      On **February 7, 1995**, by adoption of AR-1-95 the Board of Directors amended the Board of Directors Policy Manual to eliminate the Special Committee on DBE/WBE Programs and reestablish it as the Administrative Subcommittee on Civil Rights.

On **April 25, 1995**, the Board of Directors amended the Board of Directors Policy Manual to change the name of the National Conference on State Railway Officials (NCSRO) to the Standing Committee on Rail Transportation, to change the composition of the membership of the Standing Committee on research, and to delete the word "Operation" from the name of the Highway Subcommittee on Advanced Transportation Systems Operation.

On **October 29, 1995**, the Board of Directors by adopting AR-11-95 amended the Board of Directors Policy manual to terminate Section (JJ) – AASHTO/TAC Joint Committee and to add new language about the quorum to Section III (SE) – special Committee on Intermodal Issues and Domestic Freight Policy. It also amended the Board of Directors Operating Policy Manual to add a new Section 2.1(C) - Consent Agendas and Mail Ballots.

**YEAR**                      **ADOPTED AMENDMENT**

**1996**                      In a mail ballot canvassed on **June 30, 1996**, the Board of Directors amended Article VI of the Corporate bylaws to enlarge the number of elected Regional Representatives on the Executive Committee from four to eight, to establish staggered two-year terms for the Regional Representatives, and to provide that they can be elected either at the Association's annual meeting or at a meeting of the Chief Executive Officers of a regional Association.

In the same mail ballot Section II (D) of the Board of Directors Policy Manual was amended to provide that each Member Department shall be entitled to membership on the Standing Committee. Further, Section 2.2 of the Operating Policy Manual was amended by this same mail ballot to reflect the change in Article VI of the Corporate bylaws, and to provide a travel fund for members of the Executive Committee to draw on for attendance at special meetings.

On **October 6, 1996**, the Board of Directors amended Section II (D-8) of the Board of Directors Policy Manual to change the charge of the Highway Subcommittee on right-of-way, and amended Section 5.3 of the Operating Policy Manual to establish a President's Research Award.

**1997**                      In a mail ballot canvassed on **January 31, 1997**, the Board of Directors amended Article V of the Corporate bylaws to provide that balloting on all transportation policy matters is reserved to the Board of Directors, and to delegate to all Standing Committees on which all Member Department are entitled to a seat the authority to approve on behalf of the Association a technical engineering policy, standard, guide or similarly classified document, subject to the requirement that a two-thirds favorable vote of all Member Departments is required for approval, and subject to the right of any three members of the Board of Directors to request that the final official balloting be conducted by the Board.

In the same mail ballot the Board of Directors amended Sections 3.2(A) (3) and 3.2(D) (20) of the Operating Policy Manual to accommodate and support the amendment to Article V of the Corporate bylaws, and also added a new Section V to the Board of Directors Policy Manual calling upon all Association committees to participate in committee evaluation processes when called upon, subject to withdrawal of all support from the Association.

The Operating Policy Manual was edited in **February, 1997**, to reflect in several locations that the Association's former Controller position is now titled Director of Finance and Administration, to remove reference to the Standing Committee on Highways from Sections 3.2(C) 11 and 12, and to reflect in Section 5.2(K) that the name of the public affairs/information award has been changed from SCOOP to EXCEL.

On **April 28, 1997** the AASHTO Special Committee on TRAC was established and approved by the AASHTO Board of Directors (AR-3-97). This special committee reports to the Standing Committee on Administration. (This administrative policy was not included in 1997 and is therefore included in the updated AASHTO Governing Documents and appears with the other special committees.

**1998**                      On **April 20, 1998**, the Board of Directors amended Section IV (JF) of the Board of Directors Policy Manual to have proposed technical reports balloted by the Standing Committee on Highways and to add a new Section IV (JK) establishing a Joint AASHTO-American Consulting Engineers Council Committee, and revised Section 5 of the Operating Policy Manual to change the President's Modal Awards to the AASHTO Transportation Awards and to revise the award procedure.

**YEAR**                      **ADOPTED AMENDMENT**

On **November 8, 1998**, the Board of Directors amended Sections II (A-3) and (D-8) of the Board of Directors Policy Manual to rename the Administrative Subcommittee on Financial Management as the Administrative Subcommittee on Transportation Finance and the Highway Subcommittee on right-of-way as the Highway Subcommittee on right-of-way and Utilities, respectively.

**1999**                      On **April 17, 1999**, the Board of Directors amended Section 3 - Committees, Subsection C23 – “Commercial Exhibits” of the Operating Policy Manual to delete items a & b referring to the distribution of funds from the commercial exhibit, and to renumber items c & d to a, b.

In a mail ballot canvassed on **June 9, 1999**, the Board of Directors amended Section 3 -Committees, Subsection D – “The AASHTO Code of Conduct” of the Operating Policy Manual to delete the last sentence of the 4<sup>th</sup> paragraph and to replace it with new language relating to the issue of sponsorship for the AASHTO Spring/Annual meetings.

**2000**                      On **April 9, 2000**, the Board of Directors amended Section II (H) of the Board of Directors Policy Manual to increase the number of regional members of the Standing Committee on Water Transportation from five to six.

On **December 10, 2000**, the Board of Directors amended Article VI(h) of the Corporate bylaws in which the AASHTO President is authorize to make policy decisions when it is not feasible due to time constraints to consult all 52 member departments.

In addition, the Board of Directors amended Sections II (D-2) and Section III (SC) of the Board of Directors Policy Manual to revise the charge for the Highway Subcommittee on Construction and change the name of the Special Committee on Communication to the Special Committee on Wireless Technology, now reporting to the Standing Committee on Highways.

**2001**                      During its meeting on **May 19, 2001** the Executive Committee considered and agreed to submit to the Board of Directors for an official ballot three proposed changes to the Governing Document.

On **June 29, 2001**, the Board of Directors amended the following (1) Section 2.1(C) – Meetings, Elections and Voting of the Operation Policy Manual (2) Article XI: Reports on Committees of the Corporate By Laws and (3) Added a new section, Section 2.1 – (D) Sponsorship to the Operation Policy Manual. The first amendment changed the way the consent agendas for the meeting of the Board of Directors are developed

The second amendment improves the consultation procedures with AASHTO committees on new proposed policies and the third amendment allows AASHTO to seek more varied types of sponsorship and allows in-kind contributions as well. In addition, the amendment clarifies rules as to how committees can use sponsorship dollars to support their meetings.

On **May 20, 2001** the Board of Directors amended Section II (SD & SE) of the Board of Directors Policy Manual to combine and rename the Special Committee on Intermodal Issues and Special Committee on Economic Expansion and Development to the Special Committee on Intermodal Transportation and Economic Expansion. The AASHTO organization described in this document is graphically depicted in Exhibit I.

**YEAR**                      **ADOPTED AMENDMENT**

**2002**                      At its spring 2002 meeting in Nemaquin, Pennsylvania the Board of Directors amended the committee structure responsible for oversight of the cooperative computer software development program, and created the Special Committee on Joint Development.

**2003**                      On **June 1, 2003** the Board of Directors created two membership categories by amending Article III of the Corporate Bylaws to define membership as Active Members — Voting and Associate Members — Non-voting Ex Officio. The intent is to draw upon the knowledge and expertise of the Associate Members by providing AASHTO with a broader expansion of possible transportation resources.

This amendment to the existing Bylaws also resulted in the creation of the Association Members Committee and charge statement in the Board of Directors Policy Manual under Section III.

At its meeting on **September 7, 2003**, the AASHTO Board of Directors approved the BOD Policy Manual, Section II and III to reflect the recent changes and reorganization of the Standing Committee on Highways. These changes incorporate the two SCOH Councils, one on Operation and the other on Project Delivery. The changes also incorporate editorial changes, deletion of sunset committees and name change to the Joint Task Force on ACEC.

In addition, at its meeting on **September 7, 2003**, the AASHTO Board of Directors approved the request to upgrade and establish an AASHTO task force on security to the Special Committee on Transportation Security. The task force became the focus point in AASHTO for a range of transportation security issues that extends beyond its original charge, and no other committee is charged with handling overall transportation security issues.

**2005**                      At its meeting on **May 8, 2005**, the AASHTO Board of Directors approved changes to the AASHTO Governing Documents. Noteworthy changes included;

- Past President for AASHTO is now a voting member on the AASHTO Executive Committee provided that person meets certain criteria in his/her present employment.
- New wording *The AASHTO Code of Conduct*
- Substantial change to the charge statement for the Standing Committee on the Environment
- A new subcommittee is formed reporting to SCOHTS called the SCOHTS Subcommittee on Safety Management

At its meeting on **September 19, 2005**, the AASHTO Board of Directors approved changes to the AASHTO Governing Documents. Substantial change to the title and charge statement for the Standing Committee Finance and Administration which included to its charge two councils one on fiscal management and accounting and a council on transportation finance policy.

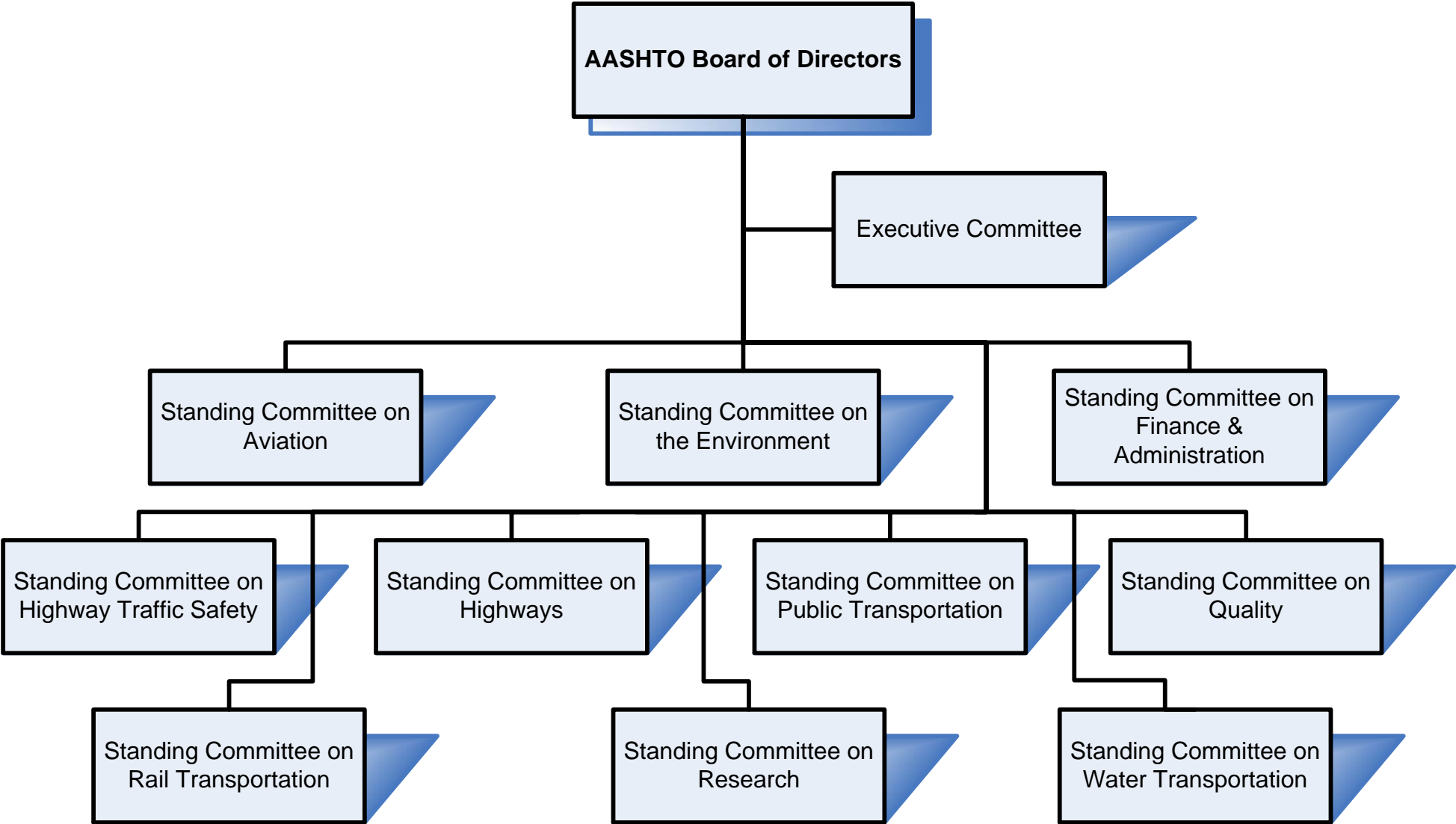
**2006**                      At its meeting on **October 30, 2006**, Portland, OR, the AASHTO Board of Directors approved an amendment to the governing documents (AGD-2-06) which amends the following to Article III on Membership Section 2. 2.2 *“...and other chief directing officials; and other Associations or Organizations whose members represent government entities that have a primary role in financing, planning or managing the transportation system in their jurisdiction.”*

## APPENDIX 2

**Next Page: Organizational charts for AASHTO and committees**

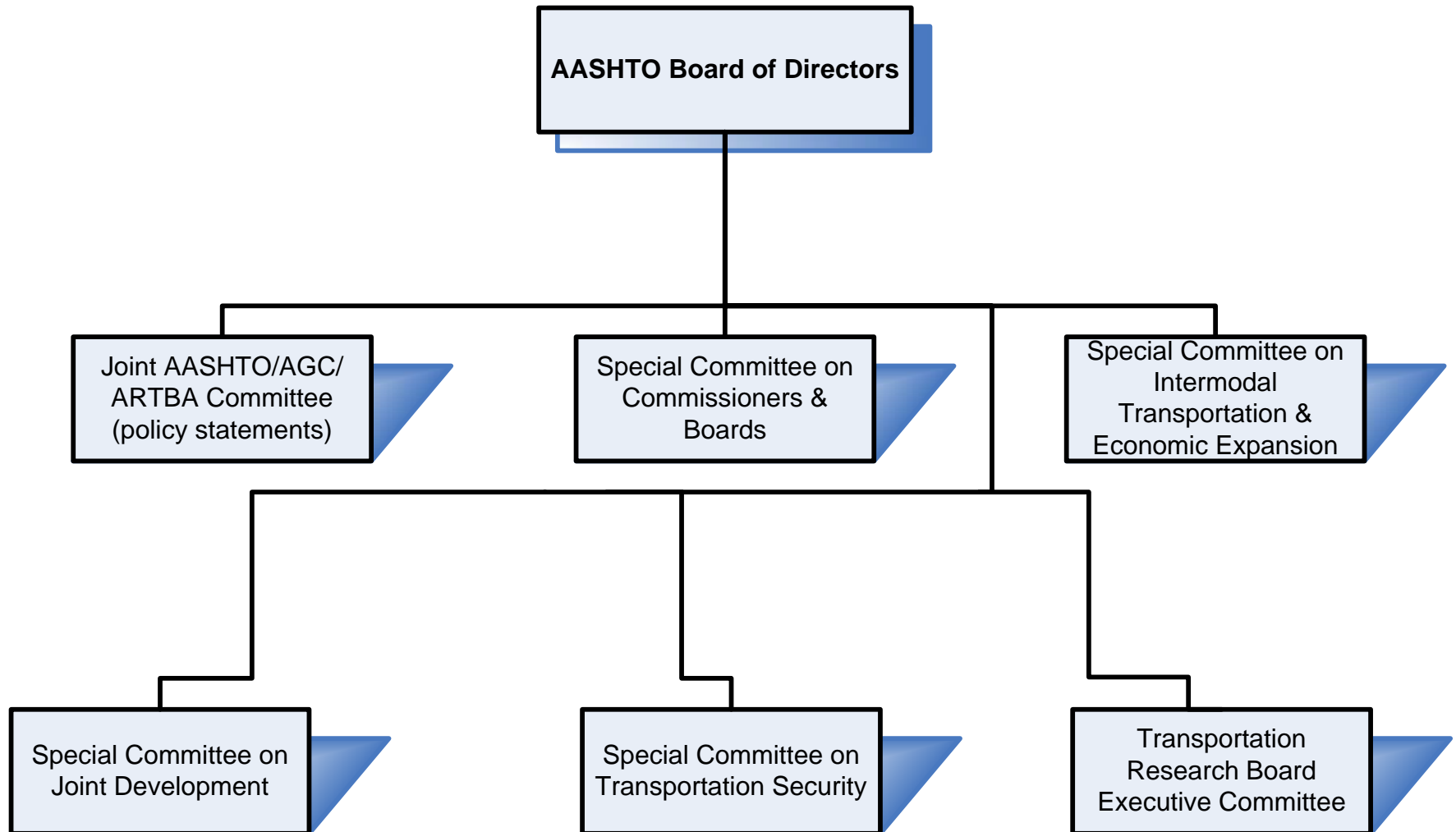
# AASHTO COMMITTEE ORGANIZATION

## Committees Reporting to the Board of Directors



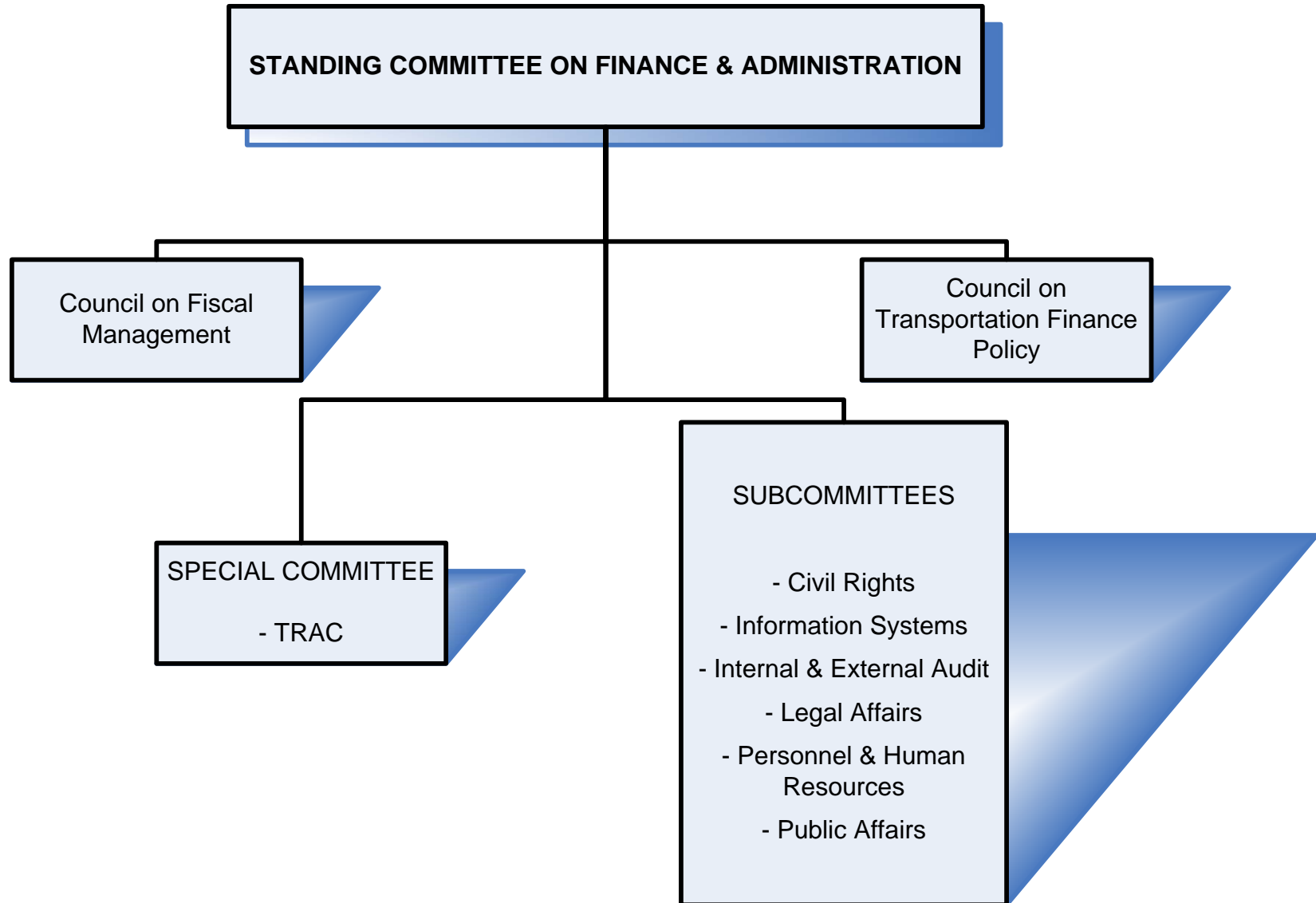
# AASHTO COMMITTEE ORGANIZATION

Special Committees, Joint Committees and Others Reporting to the Board of Directors



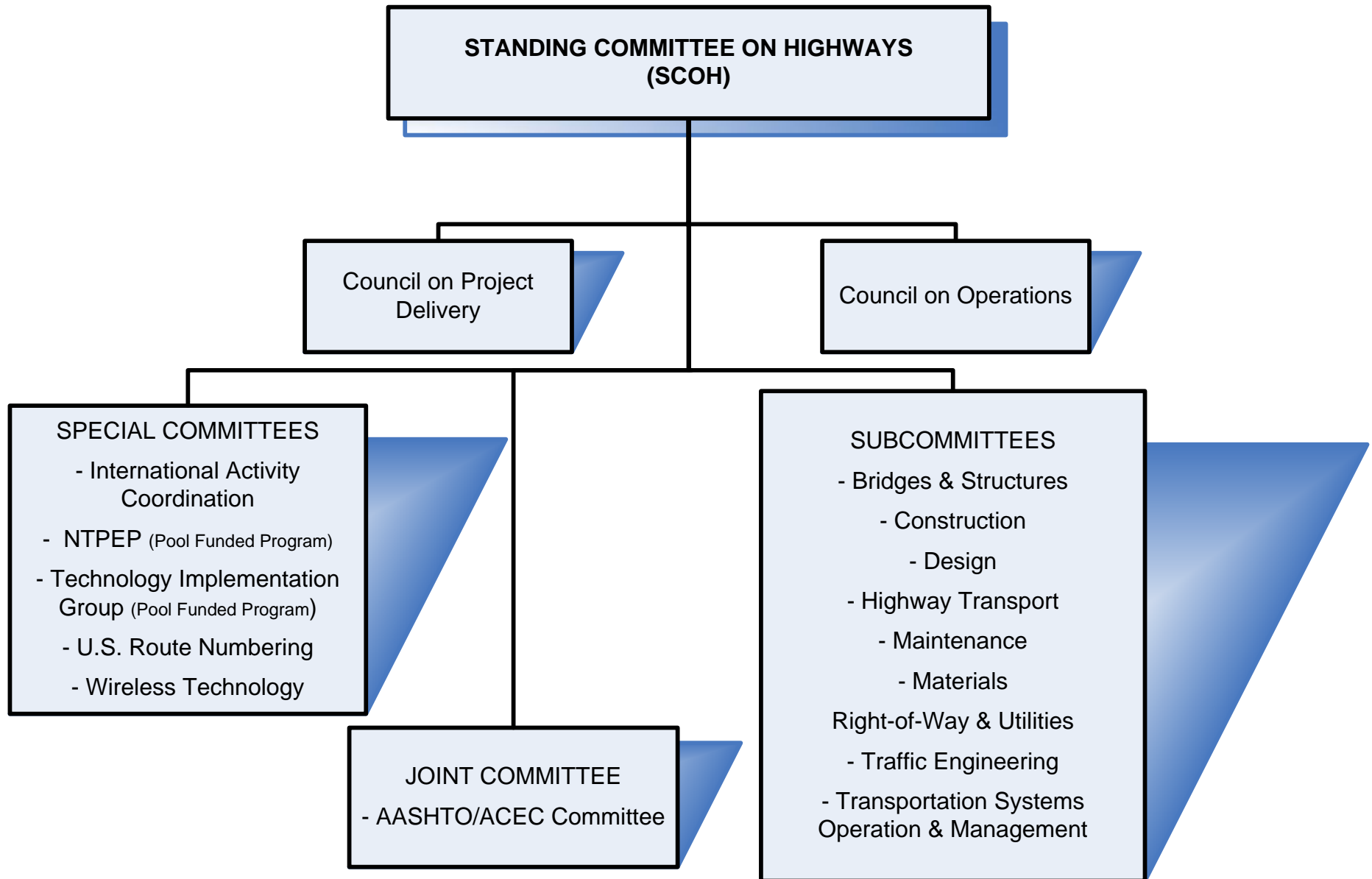
# AASHTO COMMITTEE ORGANIZATION

Councils and Committees Reporting to the Standing Committee on Finance & Administration



# AASHTO COMMITTEE ORGANIZATION

Councils and Committees Reporting to the Standing Committee on Highways



# AASHTO COMMITTEE ORGANIZATION

Standing Committees Reporting to the Board of Directors – One Subordinate Committee

