



NEW YORK SCHOOL BUS CONTRACTORS ASSOCIATION CONSTITUTION AND BYLAWS

CONSTITUTION

ARTICLE I | Name and Principal Place of Business

- 1.1 This organization shall be known as the New York School Bus Contractors Association, Inc.
- 1.2 The location of the principal office of the organization shall be PO Box 1352, Guilderland, NY 12203.

ARTICLE II | Purpose

- 2.1. The objects and purposes of this Association shall be:
 - (1) To promote and foster the highest degree of safety in the transportation of school children.
 - (2) To work for the preservation and extension of transportation of school pupils by private contract rather than under government monopoly.
 - (3) To consider and deal with common intra-industry problems.
 - (4) To foster better understanding among contract-operators of school buses.
 - (5) To promote the general welfare of its members.

ARTICLE III | Membership

- 3.1 Any organization engaged in the contract-transportation of school children in the State of New York is eligible for regular membership.
- 3.2 Any organization engaged in services necessary to the operation, manufacture or production of school buses, is eligible for supplier or vendor membership.
- 3.3 Any person or organization engaged in the transportation of school children or the promotion thereof (association, school district, private school or B.O.C.E.S.) is eligible for associate membership.
- 3.4 Any individual who has been a regular member of this Association, but is no longer eligible for regular membership, is eligible for emeritus membership.
- 3.5 All membership applications are subject to the approval of the Board of Directors.
- 3.6 The directors shall have the power to suspend any member of the Association by the affirmative vote of at least two-thirds of a quorum vote of the Board if in their judgment the conduct of the member organization has been prejudicial to the interests and goals of the Association.
- 3.7 Any member may terminate his or her membership in the organization with written notice to the Board of Directors. At that time he or she will cease to have any rights of membership and there shall be no refund of dues.

ARTICLE IV | Nominations and Voting

- 4.1 A three (3) member committee on nominations shall be appointed by the President and shall meet at least sixty (60) days before each annual meeting at which general officers and directors are to be elected. Nominations proposed by the committee shall be made known to the Board of Directors before the annual meeting.
- 4.2 Independent nominations for board members and general officers may be made from the floor by individual members at the annual meeting.

- 4.3 Each paid up member organization shall have one vote at the general meeting and each director and general officer shall have one vote at any directors meeting.
- 4.4 All Life Members shall be included in voting rights as listed in Article V, Section 1 of the NYSBCA Constitution.
- 4.5 Supplier or vendor, associate and emeritus members shall not have a vote, and may not attend closed board meetings unless invited by the President.
- 4.6 In the event of the death, resignation, removal, or retirement of a director or officer, or if for any other reason there is a vacancy among directors, or officers, the Board of Directors shall immediately fill the vacancy or vacancies so created, by the election of a director or officer to hold office until the next annual meeting of the corporation at which the election of director or officer is in the regular order of business and until his or her successor has been elected.
- 4.7 The general officers and Board of Directors shall be elected from the slate of candidates by the members present at the annual meeting.

ARTICLE V | Board of Directors

- 5.1 The affairs of this Association shall be managed by a Board of Directors which in addition to the officers specified in Article VI, shall comprise fifteen (15) voting representatives elected from the general membership. Elected directors shall serve a three (3) year term beginning at the annual meeting of the year in which they are elected. By a majority vote of the Board of Directors, life members may be appointed to the Board as deemed appropriate. Life members shall serve as long as they continue to actively be involved in a private school bus contract business operating in New York State.
- 5.2 A quorum to conduct business shall consist of ten (10) members including officers.
- 5.3 The Board of Directors shall have power to:
 - (1) Authorize the expenditure of money for Association purposes; and
 - (2) Appoint an Executive Secretary, elect or appoint assistants to the officers, and to employ such servants and agent, as are necessary to conduct Association business.
- 5.4 The Board shall meet regularly during the year; the location, dates and setting by which to meet such as in-person, by conference call or by webinar are to be decided by the President.
- 5.5 All Board members shall receive proper notification of Board meetings.
- 5.6 The President and, in his absence, the Vice President shall preside at meetings of the Board of Directors and the Secretary shall act as Secretary thereof; but in the absence of either, their functions may be performed by any members of the Board elected by those present.
- 5.7 The President and/or the Board shall screen and approve any statements released on behalf of the Association.
- 5.8 All Past Presidents of the NYSBCA Board of Directors will automatically receive Life Membership of the Board following his/her term. They will continue with this membership as long as he/she abides by Article V, Section 1 of the NYSBCA Constitution.
- 5.9 If your company has been consolidated, your board seat will be a subsidiary of the acquired company with a cap of (3) board seats from one company.

Article VI | Officers

- 6.1 The general officers of this Association shall be a President, Vice President, Secretary and Treasurer.
- 6.2 The President, Vice President, Secretary and Treasurer shall be elected annually by the general membership at the annual meeting. Their term shall be one year, more or less, running from the annual meeting in

which they are elected to the next regular annual meeting. The President and the Vice President may not serve longer than three consecutive terms in the same position.

- 6.3 Each officer shall have one vote on the Board of Directors.
- 6.4 The Vice President shall assume the duties of the President if the President is incapacitated in any way.
- 6.5 The past President shall be a member of the Board of directors for the duration of the term of the incumbent President.
- 6.6 The Treasurer shall file with the Board of Directors such fidelity bond with corporate surety, as shall be determined by the Board of Directors, the cost of such bond to be borne by the Association.
- 6.7 It shall be the duty of the President to convene a meeting of the Board of Directors.

ARTICLE VII | Removal or Suspension of Officers and Directors

- 7.1 Any officer, director, or past president who fails to attend at least fifty percent of all duly called meetings or who acts in a manner that is contrary to the interests and goals of this Association may be suspended from the rights and privileges of his office by the affirmative vote of two-thirds of a quorum of the Board. A suspended officer, director, or past president shall be reinstated upon submission to the Board of the duly notarized signatures of no less than two-thirds of all regular members.
- 7.2 A life member of the Board may be removed by the affirmative vote of a majority of a quorum of the Board if he or she no longer satisfies the requirements for life membership as specified in Article V, or as provided for in section one of this Article.

ARTICLE VIII | Dues and Assessments

- 8.1 Dues of members of this Association shall be fixed from time to time by the Board of Directors, subject to membership approval at the next regular meeting of the Association. Proper notice of the change shall be given before such meeting. Such dues schedule shall be specified in the Bylaws.
- 8.2 Assessments: At any meeting of the Board, an assessment may be proposed. However, a majority of the board must give their approval before it becomes effective.
- 8.3 If you have been an existing paid member of NYSBCA for over 10 years and your company is acquired; you will be required to pay dues based on the total number of vehicles (units) your acquired company operates, in addition to your past dues structure at the time your company was acquired.

ARTICLE IX | General Membership Meetings

- 9.1 The Board of Directors shall designate the date and location of the annual meeting and any special meetings it deems necessary to convene.
- 9.2 The membership shall be given ample notice of the date and location of such meetings. At such meetings any business may be transacted not requiring a special notice.
- 9.3 Presence at any general membership meeting of twenty (20) members shall constitute a quorum.
- 9.4 The President or in his or her absence the Vice President shall preside, and the Secretary shall act as Secretary thereof; but should such officers not be present their functions may be performed by any member so chosen from those present.

ARTICLE X | Rules of Order

- 10.1 Robert's Rules of Order shall be the parliamentary authority of this Association.

Article XI | Mode of Amendment

- 11.1 These articles may be amended at any time by an affirmative vote of two-thirds of the members present at any annual or regular meeting.

BYLAWS

Section 1 Membership

Membership shall not be limited by number.

Section 2 Dues

- a) Regular members' dues are based on the total number of vehicles (units). Companies with up to:
- 25 units dues are five hundred dollars **(\$500.00)** per year.
 - 26-50 units dues are one thousand dollars **(\$1,000.00)** per year.
 - 51-100 units dues are one thousand five hundred dollars **(\$1,500.00)** per year.
 - 101-250 units dues are two thousand five hundred dollars **(\$2,500.00)** per year.
 - 251-500 units dues are four thousand five hundred dollars **(\$4,500.00)** per year.
 - 501-750 units dues are six thousand dollars **(\$6,000.00)** per year.
 - 751-1000 units dues are seven thousand dollars **(\$7,000.00)** per year.
 - 1001-1500 units dues are eight thousand dollars **(\$8,000.00)** per year.
 - 1501 or more units due are nine thousand **(\$9,000.00)** per year.
- b) Supplier or vendor members' dues are seven hundred dollars **(\$700.00)** per year for basic.
- Bronze dues are one thousand four hundred dollars **(\$1,400)** per year.
 - Silver dues are three thousand dollars **(\$3,000)** per year.
 - Gold dues are six thousand dollars **(\$6,000)** per year.
 - Platinum dues are ten thousand dollars **(\$10,000)** per year.
 - Lithium-ion dues are twenty thousand dollars **(\$20,000)** per year.
- c) Associate members' dues are two hundred fifty dollars **(\$250.00)** per year.
- d) Emeritus members' dues are twenty-five dollars **(\$25.00)** per year.

Dues which are unpaid 30 days after their due date shall be assessed an eighteen percent (18%) per annum late charge. Any member whose dues remain unpaid 90 days after the due date shall be deemed suspended from membership in the Association.

Section 3. Committees

The President shall upon election appoint the following standing committees:

1. State Agencies Committee

- a) NYSDOT
- b) NYSDMV
- c) SED Meeting

2. Membership Committee

- a) Nominating of Officers and Directors (*consists of the Past President, President, and Vice President*).
- b) Dues
- c) Awards (*Members include President, Executive Committee*)
- d) Safety & Rodeo Competition Committee
- e) Annual Convention

3. Marketing and Public Relations Committee

4. Government Relations Committee

The President shall also be empowered to create any special committees he or she deems necessary and to appoint the necessary members to such committees.

Section 4. Amendments

These bylaws may be amended by a majority vote of those members present at any regular or special meeting of the Association.