

BYLAWS
OF
WESTERN ALLIANCE FOR
QUALITY TRANSPORTATION CONSTRUCTION (WAQTC)

ARTICLE ONE

NAME, PURPOSE, & BENEFITS

The name of this organization is the Western Alliance for Quality Transportation Construction (WAQTC). Participation in this organization is voluntary; however, the membership recognizes the advantages of a unified effort leading to significant accomplishments.

WAQTC is focused in three main areas; standardizing test methods (WAQTC, AASHTO, & ASTM), accreditation of sampler / testers through the Transportation Technician Qualification Program (TTQP), and working together on national programs of significance including research, training, and technology deployment.

The organization's purpose is displayed by the following mission statement.

Provide leadership in the pursuit of continuously improving quality in transportation construction.

Through our partnership, we will:

- **promote an atmosphere of trust, cooperation, and communication between government agencies and the private sector**
- **respond in a unified and consistent manner to identified quality improvement needs and new technologies that impact the products that we provide**
- **provide a forum to promote uniform test standards**
- **provide highly skilled, knowledgeable materials sampling and testing technicians**
- **provide reciprocity for Qualified testing technicians between accredited Agencies**

Agencies with membership in the WAQTC have received large cost savings in the development and maintenance of the TTQP training materials. This cost savings is accomplished through a sharing of personnel, while reducing materials duplication.

Partnering that takes place at both the executive and technical levels supplies each agency with needed data exchanges and valuable feed back of agency program management.

In today's environment of doing more with less and with the loss of knowledge through retirement the sharing of technical expertise is critical.

With a limited work force, more requirements have been added to the contracting community. By

having regional programs the contractor has a savings in both time and money when working with multiple agencies.

ARTICLE TWO

ORGANIZATIONAL STRUCTURE

- Executive Committee (EC)
 - Contributing Member
 - Accredited Contributing Members
 - Advisory member
 - Guest

- Transportation Qualification Program (TTQP) Committees
 - Qualification Advisory Committee (QAC)
 - Agency Qualification Committee (AQC)

ARTICLE THREE

EXECUTIVE COMMITTEE (EC)

Section 1. Structure. The EC is responsible for the mission, objectives, structure, policy decisions, the direction of the WAQTC, and other programs as may be undertaken in the future.

The EC is broken into two distinct membership groups: contributing members, with the subgroup of accredited contributing members; and advisory members. Membership will be comprised of at least one representative from a member organization. All members will have the responsibility of involving themselves in the operation and direction of the organization. Only in areas where consensus cannot be reached and a vote is required will the added burden of voting fall on contributing members.

Agencies that have agreed to follow the standards of the TTQP accreditation program will have the status of Accredited Contributing Membership on the EC.

Additional members such as suppliers, producers, the construction industry, consultants, academia, or FHWA Division office staff may serve as advisory members.

Section 2. Increase or Decrease in the EC. A simple majority of the EC membership may increase or decrease the membership at any meeting of the EC.

Section 3. Term of Membership. Members may participate on the EC for whatever period is designated by their Agency, or dictated by job function or business requirements. For the sake of

uniformity and mission accomplishment, it will be expected that only those that can serve for longer than one year will be appointed. When a member leaves the EC, the member Agency will appoint a replacement, either temporary or permanent, within two weeks.

Section 4. Meetings. The EC will meet at least once a year at a location as agreed to by a majority of the EC or required by the business at hand. Other meetings may be held as required to fulfill the mission, administer a task, or at the request of any EC member. Business may also be conducted through E-mail, conference or video calls, or other such means agreed to by the participant Agencies.

Section 5. Subcommittees. The EC may appoint subcommittees which will have and exercise such powers that the EC vests in them to accomplish an assignment. As noted previously, non-Agency parties may be asked to serve on these subcommittees in an advisory capacity. A majority of any such subcommittee may fix the time and place of its meetings and approve any action as the act of the subcommittee, if approved by the EC to do so. Any subcommittee, appointed by or acting under the EC, may develop its own general operating rules or procedures as required to accomplish their task as long as they are in harmony with the mission of the WAQTC.

Section 6. Quorum and Voting. It is the goal of this organization that all decisions are reached by a consensus of the members. The following criteria will apply when the membership decides a vote is appropriate. A majority of the contributing members of the EC or any subcommittee, acting at a meeting duly assembled, will constitute a quorum for the transaction of business. Each contributing member Agency will have one vote irrespective of the number of members it has on the EC or any subcommittee, except the FHWA members who will serve as ex officio and will not take part in voting. Only those members on the EC recognized as Accredited Contributing Members shall have a single vote on all operational matters of the TTQP.

If a member of the EC, or any subcommittee, cannot be present for a meeting, that Agency may appoint a replacement provided that the replacement has the authority to vote the Agency's position. When less than the total WAQTC Agency membership elects to enter into a project agreement in pursuit of an outcome that supports the mission, only those participating members will have voting rights concerning that particular project. The input of the non-participatory members will be considered in all decisions.

Section 7. Goals and Action Plans. The goals, and associated action plans, of the WAQTC may be altered at any meeting provided that all Agencies have been given the opportunity for input and have been apprised that it is the intent of the EC to alter these documents at such a meeting.

ARTICLE FOUR

OFFICERS

Section 1. General. Officers of the WAQTC will be from the membership of the EC, either by rotation or by election. There will be no designated term of office, unless expressly stated in the Bylaws. Other subcommittees, appointed by the EC or acting under the EC, may appoint the number and type of officers as required to accomplish their assigned or designated task. It is agreed that all member Agencies will attempt to share equally in these duties.

Section 2. Chair. The initial chair as of July 1, 2009, will be the EC representative from the Idaho Transportation Department. Two years after this initial appointment the new Chair shall be the existing Vice-Chair. Accepting the position is not mandatory; however, members have a responsibility to serve if able to do so. Should the prospective Chair decline the position, the EC may hold a special election. The length of a Chair's term will be two years. The EC may elect a Chair by simple majority of the EC members if it becomes necessary. The Chair duties include leading coordinating EC meetings, overseeing the regular operation of consultant contracts and such additional powers and responsibilities as may from time to time be vested in him/her by the EC.

Section 3. Vice-Chair. The initial Vice-Chair as of July 1, 2009 will be the EC representative from Montana. After this initial appointment the role of the Vice-Chair will rotate among member states in ascending alphabetical order. The EC may elect a Vice-Chair by simple majority of the EC members if it becomes necessary. The Vice-Chair will automatically assume the duties of the Chair after two years of service or in the event of the existing Chair's departure. The Vice-Chair will support the Chair as requested and will fill in for the Chair at meetings if the Chair is absent, and such additional powers and responsibilities as may from time to time be vested in him/her by the EC. The length of a Vice-Chair's term will be two years.

Section 4. Secretary-Treasurer. The Secretary-Treasurer position will be elected by a simple majority vote of the EC membership. The Secretary-Treasurer will be responsible for managing, tracking, and reporting the financial dealings of the EC, and such additional powers and responsibilities as may be vested in him/her by the EC. The Secretary-Treasurer will work with the Pooled Fund manager to ensure a true and accurate account of all financial transactions is kept. The Secretary-Treasurer will review and approve all expenses paid. On a quarterly basis, the Secretary-Treasurer will review expense and income statements provided by the Pooled Fund manager for accuracy. With the Secretary-Treasurer's assistance the EC will develop the operating budget. The Secretary-Treasurer will ensure that the EC retains a list showing the pooled fund status of all members. The Secretary-Treasurer will submit a semi-annual Report of the financial condition of the WAQTC pooled Fund to the EC.

Section 5. Coordinator. The Coordinator will be elected by a simple majority vote of the Committee membership and will be responsible for such actions, as meeting coordination, preparing agendas, the smooth operation of meetings and successful conduction of business, and such other responsibilities as directed by the Chair. This position may also be a contracted position.

Section 6. Recorder. The Recorder will be elected by a simple majority vote of the Committee membership and will be responsible for recording the major points, decisions, and action items during Committee meetings, distributing these to members, and accumulating and maintaining all such notes, or related materials, for future reference. This position may also be a contracted position.

Section 7. Resignation. Any officer of the EC may resign at any time provided that two weeks notice is given.

ARTICLE FIVE

ADMINISTRATIVE FUNCTIONS

Section 1. Administration of Tasks. It is agreed that each member Agency will share in the various administrative duties or committee tasks that are required in the support of the mission of the WAQTC.

Section 2. Funding. The entire membership, or division thereof wishing to participate, may enter into project agreements in support of the mission of the WAQTC. Participation in such projects is voluntary taking into consideration such factors as return on investment. Funding for projects, or other undertakings that support the mission, will be on a basis as agreed to by the member Agencies participating in that project. Business will be conducted through whatever mechanism is most advantageous such as: pooled fund studies, task reimbursement, or other inter-Agency agreements. The appropriate agreement will be drawn for the task at hand. This document will lay out the reason for the agreement and desired outcome, the projected cost, the amounts that each Agency will contribute and in what form, and the responsibilities and expectations of each party to the agreement.

ARTICLE SIX

EMBLEM

The emblem of the organization will be diamond shaped, bearing the inscription WESTERN ALLIANCE FOR QUALITY TRANSPORTATION CONSTRUCTION (WAQTC), and having an illustration of mountains bordered by graphical designs. The emblem may be placed on all products that result from the efforts of the WAQTC or that fall under its leadership.

ARTICLE SEVEN

CHANGES TO BYLAWS

These bylaws may be altered, amended, or repealed and new bylaws adopted at any meeting of the EC, by simple majority vote of EC members. Furthermore, all Agencies must have been made aware of the intended change and given the opportunity to comment or be represented at that meeting.