

BYLAWS
OF
WESTERN ALLIANCE FOR
QUALITY TRANSPORTATION CONSTRUCTION (WAQTC)

ARTICLE ONE

NAME, PURPOSE, and 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, and ASTM), certifying 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:

- 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 identify 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 opportunities for qualified testing technicians among Accredited Contributing Members.

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 feedback 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 saves in both time and money when working with multiple agencies.

ARTICLE TWO

ORGANIZATIONAL STRUCTURE

- Executive Board
 - Contributing Member
 - Accredited Contributing Members (TTQP)
 - Advisory member
 - Guest
- Transportation Qualification Program (TTQP) Committees
 - Qualification Advisory Committee (QAC)
 - Agency Qualification Committee (AQC)

ARTICLE THREE

EXECUTIVE BOARD

Section 1. Structure. The Executive Board 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 Board 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 the member organization. All members will have the responsibility of involving themselves in the operation and direction of the organization.

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

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 Executive Board. A simple majority of the Board membership may increase or decrease the membership at any meeting of the Board.

Section 3. Term of Membership. Members may participate on the Board 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 Board, the member Agency will appoint a replacement, either temporary or permanent, within two weeks.

Section 4. Meetings. The Board will meet at least once a year at a location as agreed to by a majority of the Board 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 Board 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 Board may appoint subcommittees which will have and exercise such powers that the Board 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 Board to do so. Any subcommittee, appointed by or acting under the Board, 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. When consensus cannot be reached, a vote of the membership is appropriate, the following criteria will apply: A majority of the Contributing Members of the Board 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 Board 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 Board recognized as Accredited Contributing Members shall have a single vote on all operational matters of the TTQP.

If a member of the Board, 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 Board 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 Board, 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 Board or acting under the Board, 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 chair as of July 1, 2016, will be the Board representative from the Oregon Department of Transportation. 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 Board may hold a special election. The length of a Chair's term will be two years. The Board may elect a Chair by simple majority of the Board members if it becomes necessary. The Chair duties include leading and coordinating Board 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 Board.

Section 3. Vice-Chair. The Vice-Chair as of July 1, 2016, will be the Board representative from Washington State Department of Transportation. After this initial appointment the role of the Vice-Chair will rotate among member states in alphabetical order. The Treasurer is not eligible to become Vice Chair. The Board may elect a Vice-Chair by simple majority of the Board 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 Board. The length of a Vice-Chair's term will be two years.

Section 4. Treasurer. The Treasurer position will be the Board representative from the pooled fund lead state. The Treasurer will be responsible for managing, tracking, and reporting the financial dealings of the Board, and such additional powers and responsibilities as may be vested in him/her by the Board. 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 Board will develop the operating budget. The Secretary-Treasurer will ensure that the Board 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 Board.

Section 5. Coordinator. The Coordinator will be elected by a simple majority vote of the Board membership and will be responsible for meeting coordination, preparing agendas, the smooth operation of meetings and successful conduction of business, recording the major points, decisions, and action items during Board meetings, distributing these to members, and accumulating and maintaining all such notes, or related materials, for future reference, and such other responsibilities as directed by the Chair. This position may also be a contracted position.

Section 6. Copyright Officer. The Copyright Officer will be elected by a simple majority vote of the Board membership and will be responsible for receiving and evaluating permission requests, ensuring the permissions policy is followed, and coordinating permissions with member agencies. This position may also be a contracted position.

Section 7. Archivist. The Archivist will be elected by a simple majority vote of the Board membership and will be responsible for collecting, organizing, and making available historical information, publications, and documents, and performing historical research upon request. This position may also be a contracted position.

Section 8. Resignation. Any officer of the Board 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 Board, by simple majority vote of Board Contributing Members. Furthermore, all Agencies must have been made aware of the intended change and given the opportunity to comment and be represented at that meeting.

ARTICLE EIGHT

CHANGES TO TTQP OPERATIONAL MATTERS

The TTQP Operational Agreement and Administration Manual may be altered, amended, or repealed and revisions or replacements adopted at any meeting of the Board, by simple majority vote of Board Accredited Contributing members. Furthermore, all Agencies must have been made aware of the intended change and given the opportunity to comment and be represented at that meeting.