

CURRENT TEXT	PROPOSED TEXT
<p>A. Admission to Membership</p> <p>An applicant for membership in the Association shall present to the President/CEO a written application in such form as may be provided by the Board of Directors.</p>	<p>Every applicant for membership shall make application to the President/CEO on a prescribed form that shall contain a certification that the applicant will abide by the Bylaws and will conform to APTA’s policies and procedures.</p>
<p>B. Classes of Members</p> <p>The Board of Directors may, in its discretion, revise the classes of membership as it deems necessary and appropriate, consistent with the Bylaws.</p>	<p>The President and CEO may, in their discretion, revise the classes of membership as they deem necessary and appropriate, consistent with these Bylaws, in consultation with the Executive Committee and notice to the Board at its next meeting.</p>
<p>Affiliates: This class shall consist of associated railroads, public interest groups, legislative representatives, publishers, universities and academic institutions, labor organizations, advocacy groups, and other organizations with an interest in transit.</p>	<p>Affiliates: This class shall consist of associated railroads, public interest groups, legislative representatives, publishers, universities and academic institutions, labor organizations, advocacy groups, and other organizations with an interest in transit. Affiliates are non-voting members of the Association and are not eligible to run for office for the Executive Committee or Board of Directors.</p>
<p>E. Suspension and Expulsion</p> <p>Upon a two-thirds vote of the members present at a meeting of the Board of Directors, a member may be suspended or expelled from the Association for violation of these Bylaws, or for nonconformance to standards of business</p>	<p>E. Suspension and Expulsion</p> <p>Upon a majority vote of the Executive Committee, a member may be suspended or expelled from the Association for violation of these Bylaws, or for nonconformance with APTA’s policies and procedures.</p>

<p>practice adopted in accordance with Article III, Section A of these Bylaws and provided that the member has been given an opportunity to be heard. An expelled member shall not be reinstated except by a two-thirds vote of the members present at a meeting of the Board of Directors, and then only upon furnishing satisfactory evidence to the Board of Directors of intention to abide by the Bylaws, including such standards of business practices as have been adopted by the Association.</p>	<p>The APTA Executive Committee will give written notice to the member outlining the reasons for suspension or expulsion. A member under consideration for suspension or expulsion will have thirty (30) days to respond to the Executive Committee’s notice. The suspended or expelled member shall not be reinstated except by a majority vote of the Executive Committee, and then only upon furnishing satisfactory evidence to the Executive Committee of their intention to abide by the Bylaws, including APTA’s policies and procedures.</p>
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<p>ARTICLE VI: VOTING</p>	
<p>A. Voting Authority – Designation</p> <p>Each Member shall appoint and certify to the President a person to be its voting representative.</p>	<p>Remove</p>

<p>ARTICLE VIII: Board of Directors</p>	
<p>B. Composition of the Board of Directors</p> <p>The board of directors shall be comprised of the members of the executive committee; the designated committee directors, the designated transit system directors, the designated business member directors, the at-large directors.</p> <p>6. An individual may not serve on the Board of Directors in more than one capacity. However, multiple individuals from a single member organization may serve simultaneously.</p>	<p>B. Composition of the Board of Directors</p> <p>The board of directors shall be comprised of the members of the executive committee; the designated committee directors, the designated transit system directors, the designated business member directors, the at-large directors, and a Leadership APTA and an Emerging Leader.</p> <p>6. An individual may serve on the Board of Directors in more than one capacity and multiple individuals from a single member organization may serve simultaneously.</p>

<p>ARTICLE IX: EXECUTIVE COMMITTEE</p> <p>A. Composition of The Executive Committee</p> <ol style="list-style-type: none"> 1. Chair; 2. Vice Chair; 3. Immediate Past Chair; 4. Secretary-Treasurer; 5. Legacy System Representative; 6. Legislative Committee Chair; 7. Transit Board Members Committee Representative; 8. Business Member Board of Governors Representative; 9. Canadian Member Representative; 10. Transit CEO Representative from ten highest dues paying transit systems (other than a transit legacy system); 11. Representative from ten highest dues paying business members; 12. Bus and Paratransit CEOs Committee Representative; 13. Commuter Rail CEOs Committee Representative; 14. Rail Transit CEOs Committee Representative; 15. Mid-size Operations Committee Representative; 16. Small Operations Committee Representative; 17. Three At-Large Business members; 18. Three At-Large Transit Board members; and 19. Three At-Large members. 	<p>ARTICLE IX: EXECUTIVE COMMITTEE</p> <p>A. Composition of The Executive Committee</p> <ol style="list-style-type: none"> 1. Chair; 2. Vice Chair; 3. Immediate Past Chair; 4. Secretary-Treasurer; 5. Legacy System Representative; 6. Legislative Committee Chair; 7. Transit Board Members Committee Representative; 8. Business Member Board of Governors Representative; 9. Canadian Member Representative; 10. Transit CEO Representative from ten highest dues paying transit systems (other than a transit legacy system); 11. Representative from ten highest dues paying business members; 12. Bus and Paratransit CEOs Representative; 13. Commuter Rail CEOs Committee Representative; 14. Rail Transit CEOs Committee Representative; 15. Mid-size Operations Committee Representative; 16. Small Operations Committee Representative; 17. Three At-Large Business members; 18. Three At-Large Transit Board members; and 19. Three At-Large members
<p>ARTICLE X: ELECTIONS</p> <p>A. Timing</p> <p>Unless otherwise provided for by the board of directors, election of board of directors and executive committee members shall be held at the annual meeting of the Association. Newly elected members of the board of directors and executive committee shall assume duties immediately at the conclusion of the annual</p>	<p>ARTICLE X: ELECTIONS</p> <p>A. Timing</p> <p>Unless otherwise provided for by the board of directors, election of board of directors and executive committee members shall be held at the annual meeting of the Association. Newly elected members of the board of directors and executive committee shall assume their</p>

<p>meeting at which they are elected and shall continue in office until their successors are elected and seated.</p>	<p>duties immediately after the annual meeting of the members at which they are elected and shall continue in office until their successors are elected or appointed.</p>
<p>B. Nominating Committee</p> <p>At least ninety days but no more than one hundred five days prior to each annual meeting, the chair shall appoint, upon advice of the executive committee, a nominating committee which shall conduct itself in accordance with these bylaws and guidelines that may be issued from time to time by the board of directors. * * * The nominating committee shall meet in person not less than thirty days after it has been announced to the membership.</p> <p>The nominating committee each year shall give every consideration to board members of APTA transit members for service as chair and vice chair. If a transit board member has not served as APTA chair in the previous two years, the nominating committee shall make every effort to nominate an eligible transit board member for the position of vice chair.</p>	<p>B. Nominating Committee</p> <p>In the month of June each year, prior to the annual meeting, the chair shall appoint, upon advice of the executive committee, a nominating committee which shall conduct itself in accordance with the Board approved policy governing the nominating committee. The nominating committee shall announce the slate of nominees at least 30 days before the annual meeting of the membership.</p> <p>The nominating committee each year shall give every consideration to board members of APTA transit members for service as chair and vice chair. If a transit board member has not served as APTA chair in the previous two years, the nominating committee shall make every effort to nominate an eligible transit board member for the position of vice chair. In the event no eligible transit board member applies, the nominating committee may nominate any other eligible applicant.</p>
<p>ARTICLE XVI: AMENDMENTS</p> <p>Any proposed amendment shall first be submitted to the Board of Directors and if approved by a two-thirds vote of the voting members present at a meeting of the Board, or by a two-thirds vote of its members by mail, shall then be submitted to the members of the Association. After approval by the Board of</p>	<p>ARTICLE XVI: AMENDMENTS</p> <p>Any proposed amendment shall first be submitted to the Board of Directors and if approved by a two-thirds vote of the voting members present at a meeting of the Board, or by a two-thirds vote</p>

<p>Directors in accordance with this Article, these Bylaws may be amended at an Annual Meeting or special meeting of the Association by a two-thirds vote of the voting members present, or in a mail ballot by a two-thirds vote of the voting members of the Association. The voting shall be in accordance with Article VI of these Bylaws. If submitted to the members of the Association at a meeting, at least thirty (30) days' notice of the proposed amendment shall be given.</p>	<p>of its members by email, shall then be submitted to the members of the Association.</p> <p>After approval by the Board of Directors in accordance with this Article, these Bylaws may be amended at an Annual Meeting or special meeting of the Association by a two-thirds vote of the voting members present, or in an email ballot by a two-thirds vote of the voting members of the Association. The voting shall be in accordance with Article VI of these Bylaws.</p> <p>A taskforce may also be established to consider amendment requests. The taskforce will use the following criteria:</p> <p>An amendment proposed by a member who represents at least 1 percent of the total plural vote; the proposed amendment is supported, in writing, by at least 5 active members of APTA; or the amendment is proposed by the Bylaws taskforce with a majority vote of the taskforce members.</p> <p>Any proposed amendments meeting the criteria above, will be forwarded to the Executive Committee for consideration and possible recommendation to the Board of Directors for approval. The taskforce will be responsible for setting the schedule for APTA members to make bylaws amendment proposals.</p>
	<p>ARTICLE XVII: CONFLICTS WITH APTA BYLAWS OR FEDERAL OR D.C. LAW</p> <p>A. In the case of a conflict between these Bylaws and the APTA Bylaws or Federal or District of Columbia law, the APTA Bylaws and/or the Federal or District of Columbia law shall prevail.</p> <p>B. If a committee's bylaws are silent on an issue that APTA bylaws address, then the APTA bylaws control.</p>

