

**New Hampshire**  
**School Transportation**  
**Association**  
  
**By-Laws**

Amended: June 14, 2022  
(Prior Revision: June 8, 2021)

## ARTICLE I

- Section 1 This Association shall be known as the NEW HAMPSHIRE SCHOOL TRANSPORTATION ASSOCIATION.
- Section 2 The location of the principal office of the Association shall be at the address of the executive director or treasurer.
- Section 3 The New Hampshire School Transportation Association (NHSTA) is an organization representing the interests of pupil/school bus transportation operations in New Hampshire. Its members shall be comprised of both private and public entities engaged in the delivery and/or support of student transportation services.

## ARTICLE II--Mission and Goals

- Section 1 The mission of the Association is to promote the highest level of safety possible for its student riders.
- Section 2 Goals of the Association shall be to bring together private contractors, school districts, municipalities, consultants, equipment manufacturers/dealers, allied industries federal, state, and local government authorities, and other interested parties to work closely with each other in an effort to make/keep operations safe, efficient, practical and affordable.

Specific goals should include:

- a) Provide opportunities to enhance public awareness.
  - b) Provide a platform for professional development.
  - c) Involve all segments of the community by:
    - Soliciting and securing advice and suggestions regarding the improvement in laws, rules and regulations affecting passenger transportation;
    - Communicating and disseminating information to public authorities, including members of school boards, local, state and federal officials, and members of legislative and executive departments;
    - Advising the members and community-at-large concerning rules and regulations of local, state, and federal bodies pertaining to persons engaged in this business.
  - d) Establish relationships and/or affiliation with existing allied industries and/or associations for the advancement of the industry.
  - e) Perform all acts lawfully which may be deemed necessary or prudent in conducting the business of the Association.
- Section 3 In furtherance of the mission and goals, the Association shall have power, but not be limited to:
- a) Create and dissolve committees as needed.
  - b) Be involved in legislation and rulemaking
  - c) Initiate trade promotion activities, including advertising and publicity
  - d) Obtain affiliations

## ARTICLE III-- Fiscal Year

The fiscal year of the Association shall be July 1, to June 30

#### ARTICLE IV—Membership

- Section 1 Membership is open by Category to any person, firm, association, organization, or school involved with the transportation of passengers. The categories of membership are: Full Membership, Affiliate Membership, Individual Membership and Honorary Membership.
- Section 2 Each Full Member firm, association, organization or school district shall have the right to one designated vote in association matters at any annual or special meeting. Affiliate Members, Individual Members and Honorary Members shall not have voting privileges.
- Section 3 (1) Memberships will be for a period of one year (or less) upon payment of the appropriate dues. Membership will terminate upon non-payment of said dues upon written notification from the Association. Dues must be paid in full by October 1<sup>st</sup> or termination of membership will be given. The rights of a member to vote together with all other rights, privileges, and interest of a member in or to the Association and its activities shall cease upon termination of membership. Any member may withdraw from membership upon not less than thirty (30) days notice in writing to the Association. Dues will not be refunded upon voluntary withdrawal.
- (2) Members may be subject to expulsion for engaging in conflicting or detrimental activities not in the best interest of the Association, or failure to cure any breach of any duty or obligation of such member within sixty (60) days after formal written notice by the Association by order of a two thirds majority vote of the Board of Directors. There will be no refund of any dues or prorated share thereof to the expelled member and the full annual dues amount must be paid upon re-instatement.
- Section 4 Membership shall not be limited in number.
- Section 5 All applications for membership shall be subject to review and proper determination of membership dues category by the Board of Directors.
- Section 6 Any person meriting the gratitude or recognition of the Association may be eligible for Honorary Membership under such terms as may be determined by the Board of Directors. Honorary Members may not vote nor hold elected office

#### ARTICLE V--Meetings

- Section 1 Membership meetings shall be held at least once annually, or more frequently on an as needed basis as determined by the President, a majority vote of the Board of Directors, or written application of at least ten (10) members qualified to vote. At least twenty (20) days written notice of the location and time of each meeting shall be sent to the membership.
- Section 2 The Board of Directors shall schedule the annual meeting within sixty (60) days of the closing of the fiscal year for the purpose of electing officers and Directors, and to hear reports of various committees.

Section 3 All general membership meetings will be conducted under Roberts Rules of Order the parliamentary authority of this Association.

#### ARTICLE VI--Dues and Fees

Section 1 Members of this Association shall be assessed dues annually, the amount to be fixed by the Board of Directors. Dues must be paid in full by October 1<sup>st</sup> or termination of membership will be given.

Section 2 Special assessments may be authorized by a vote of two-thirds of the voting membership, in attendance, at a regular or special meeting called in accordance with these by-laws. Failure of any member to pay such assessment shall be subject to Article IV, Section 3, sub-section 1 of these by-laws.

Section 3 The board of directors shall have the authority to establish a pro rata schedule of dues payments for those new members joining the Association part way through the fiscal year. Pro-rated schedules shall only be used after Jan. 1, of the fiscal year, and will be subject to Article 4, Section 3, Part 2 of these by-laws.

#### ARTICLE VII--Organization and Term of the Board of Directors

Section 1 This Association shall have the following officers: President, Vice President, Treasurer and Immediate Past President. These officers shall serve on the Board of Directors.

Section 2 This Association shall be managed by a Board of Directors, consisting of the four (4) officers of the Association, and eleven (11) directors which may include no more than two (2) advisory directors appointed by a majority vote of the officers and director on the board. Officers and directors shall be elected for two year terms with the exception of the advisory directors who shall serve a one-year, renewable term. Six (6) directors shall be elected in odd numbered years, and five (5) in even numbered years.

Section 3 The officers and directors shall be elected at the annual meeting of the Association.

Section 4 A duly elected officer or director of the Association may designate an attendee to board of director meetings in his/her stead. The designee shall have full authority to participate and vote on Association matters as a director.

Section 5 No more than three directors from any member can be represented on the Board of Directors at the same time. Only two (2) directors from any member shall have full authority to vote on Association matters as a director. □

#### ARTICLE VIII--Nominations and Vacancies

Section 1 A three (3) member committee on nominations shall be appointed by the President at least sixty (60) days before the annual meeting. The function of the committee shall be to nominate candidates for officers and directors. The committee shall notify members of the Association in writing of their choices at least twenty (20) days prior to the elections.

- Section 2      Officer vacancies that occur during the year shall be filled as follows:  
 --President to be filled by the vice president.  
 --Remaining officer positions to be filled by a nomination by the president, and confirmed by a majority vote of the board of directors.
- Section 3      Vacancies in a director position that occur during ones term, shall be filled by a nomination by the President, and confirmed by a majority vote of the board of directors.

#### ARTICLE IX--Procedures

- Section 1      Eight (8) members of the Board of Directors shall constitute a quorum for transaction of business at Board meetings. Of the eight, at least one must be an officer. These members must be either physically or electronically present.
- Section 2      The Board of Directors shall meet no less than bi-monthly.
- Section 3      Special meetings of the Board of Directors may be held at the discretion of the President or upon the written request of three (3) members of the Board. All Board of Director members shall be notified, in writing or via electronic means of any special meeting.
- Section 4      The Board of Directors shall have power:  
 (1) To purchase, or otherwise acquire, lease, sell, convey, transfer or assign any property, rights, interests or privileges of the Association.  
 (2) To appoint, review, suspend, or terminate an executive director to serve at the pleasure of the Board. The executive director or a designee shall serve as secretary to the Board, and shall have authority to employ persons upon such terms and conditions as said Board may see fit.  
 (3) To remove for cause any officer and/or director of the Association by a two-thirds vote of those present. If such action is contemplated by the Board, all officers and directors shall be notified at least ten (10) days in advance of the date of the meeting that a discussion of this possibility is scheduled. A final vote on removal shall be taken at a subsequent meeting to be held at least thirty (30) days  5 later.  
 (4) To remove any officer or director who misses four (4) or more board of director meetings in a row, or six (6) in a fiscal year, without designating a replacement as provided for in Article VII, Section 4 of these by-laws who attends said meetings in his/her stead.  
 (5) To authorize the borrowing of money for Association purposes, and for the purpose to execute or cause to be executed in the name of the Association such bills, notes or other evidences of debts.  
 (6) To create and appoint committees.  
 (7) To apply for, and use grants, funds, services and products from public and private agencies and organizations.
- Section 5      The President, and in his/her absence, the Vice President, shall preside at meetings of the Board of Directors, but in the absence of either, their functions may be performed by any other officer of the Board.

Section 6 The Treasurer shall authorize the Executive Director to receive all monies and pay all bills in a timely manner and report on the financial condition of the Association at board of director meetings and at the annual meeting. The Vice President shall serve, as Assistant Treasurer, and shall serve as Treasurer only upon the resignation or expulsion of the Treasurer.

Section 7 The regular order of business shall be:  
(1) Call of the roll  
(2) Acceptance of minutes of previous meetings  
(3) Acceptance of financial statements  
(4) Reports of officers, directors, and committees  
(5) Old Business  
(6) New Business

Section 8 Any action by the Board of Directors or the membership requiring the casting of a vote may be accomplished through an electronic transmission of a written ballot. Approval by electronic submission of ballots pursuant to this section shall be valid only when the number of votes cast by the ballot equals or exceeds the quorum required by these bylaws and the number of approvals equals or exceeds the number of votes required to approve the matter as required by these bylaws. The intent of this provision is not to replace the monthly in-person board of directors meetings, and whenever possible, will adhere to Article 9, Section 3.

#### ARTICLE X--Limited Liability of Volunteers

Officially recognized volunteers of the Association shall be immune from civil liability in any action brought on basis of any act or omission resulting in damage or injury providing such act is consistent with New Hampshire law, RSA 508:17.

#### ARTICLE XI--Compensation and Representation

Section 1 Officers and members of the Board of Directors shall not be compensated for their services as board members. The Board of Directors may authorize payments of all ordinary and necessary expenses incurred by officers and board members in the conduct of Association business.

Section 2 The executive director shall receive compensation as determined by the Board of Directors. Payment for expenses incurred in the operation of Association business may also be authorized by the Board.

#### ARTICLE XII--Amendments

Section 1 These by-laws may be amended by a majority vote of those eligible members present and voting at the annual meeting or any special general membership meeting. Written amendments shall be included with the notice of such meeting.

#### ARTICLE XIII--Disposition of Assets

Section 1 In the event of dissolution of this Association, the remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3)

of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal, state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated for such purposes.