

# OREGON CONCRETE & AGGREGATE PRODUCERS ASSOCIATION, INC.

## BYLAWS

### ARTICLE 1 Purpose and Scope

#### A. Purpose

The purpose of the Oregon Concrete & Aggregate Producers Association, Inc. ("the Association") is to advance in every legitimate way construction and the construction materials industries in the State of Oregon. That purpose may be accomplished through these provisions, or other provisions that may be adopted from time to time by the Board of Directors:

1. Provide a forum for the interchange of ideas relative to concrete and aggregate production in all its phases;
2. Acquaint the general public with the merit of concrete and concrete products;
3. Use every legitimate means possible to bring about a thorough understanding and appreciation of concrete and aggregate products among state, local, and federal agencies, and design professionals in both the public and private sectors;
4. Provide social events for Members and Associates to enhance cooperation and understanding;
5. Maintain offices for the conduct of Association business;
6. Provide recognition of superior performance and professional competence of aggregate and concrete producers, support organizations, government employees and politicians, and other person involved in the industry;
7. Represent the industry in legislative and administrative affairs related to the construction and construction material industries.

#### B. Geographic Region

The geographic region served by the Association is the State of Oregon.

### ARTICLE 2 Membership

#### A. Classifications

1. The classes of membership and affiliation in the Association are [a] Active Members (voting members); and [b] Associates (non-voting delegates).
  2. Active Member. Active Members are the members of the association. A Member shall be an individual, partnership, corporation, or other business entity that is engaged in the production of ready-mixed concrete and/or aggregate and who is also in good standing with the Association.
  3. Associate. An Associate shall be an individual, partnership, corporation, or other business entity that is in good standing with the Association and qualifies under any of the following categories:

- a. Group 1 Associate. One who is engaged in the production or sale of cement or cementacious materials;
  - b. Group 2 Associate. One who is engaged in the manufacture or sale of equipment, materials, or services used by the concrete and/or aggregate industry, or members of technical or professional societies or organizations interested in the concrete and aggregate industry;
  - c. Contributing Associate. One who has a common or allied interest in the Association; or,
  - d. Honorary Associate. One who is or has contributed to the advancement or welfare of the Association and its members or delegates and who is not a manufacturer of concrete and/or aggregate. Honorary Associates pay no dues.
4. The Board of Directors is the sole judge of the qualifications and proper classification of a Member or Associate or prospective Member or Associate.

#### B. Application and Admission

1. All applications to become a Member or Associate shall be made in writing to the Association on application forms furnished for that purpose.
2. A majority vote of the members of the Board of Directors present and voting is required for the election to the status of Member or Associate.
3. Applicants who have been accepted as a Member or Associate, shall be so notified by the Association.
4. Companies applying for membership or renewal in the Association must pay dues to the Association from production of all of their company's affiliates and subsidiaries operating within the state. Member companies who purchase nonmember companies must pay dues on purchased company's production at the beginning of the Association's subsequent fiscal year (July 1). Member companies who purchase member producing companies must pay dues on the purchased company's production from the date of purchase provided that their dues were not already paid.

#### C. Resignation and Suspension

1. Any Member or Associate may resign at any time, but resignation will not relieve the resigning individual or entity from the payment of dues for the unexpired portion of the Member's or Associate's current billing year or give any right to rebate on dues paid or any right to a *pro rata* or other share of the assets of the Association. All resignations shall be made in writing to the Association.
2. By a two-thirds vote at a meeting called, in whole or in part, for that purpose the Board of Directors may terminate or suspend the membership or affiliation of any Member who in its judgment has violated the Bylaws or engaged in conduct detrimental to the best interest of the Association. The length of time of such suspension or expulsion shall be specified, and shall run its course unless modified or canceled by appeal. The Member or Associate to be expelled or suspended shall be given 15 days prior written notice of the Board Meeting at which the vote on

suspension or expulsion shall take place. Such notice shall include the reasons for such proposed action. An expelled or suspended Member or Associate shall have the right to appeal the decision to the Members at the next meeting of the Membership. To exercise such appeal rights, the affected Member or Associate shall notify the President no later than 20 days after the Board Meeting at which the Member or Associate was suspended or expelled. The decision of the Board, if not appealed, or of the Members shall be final.

#### D. Change of Name or Status

1. If any Member or Associate changes its business title, or firm name, it shall immediately notify the Association of the same and, if satisfactory assurance is given to the Board of Directors that a change in the classification of the Member or Associate is not indicated, the name shall be changed on the records of the Association without affecting the standing of the Member or Associate.
2. If any Member or Associates changes its operation to the extent that its classification eligibility is affected, it shall immediately notify the President of the same and the Board of Directors may change the classification of that Member or Associate.
3. Except as provided in these Bylaws, no membership or affiliation in the Association shall be transferable.

#### E. Membership Rights

1. Members who maintain their membership by payment of dues and who otherwise qualify shall be considered in good standing and entitled to the statutory rights of persons defined as "members" in the Oregon Nonprofit Corporation Act, and to the privileges of Membership set forth in the Association's Restated Articles of Incorporation and these Bylaws, including the right to vote.
2. Associates are not "members" as that term is defined in the Oregon Nonprofit Corporation Act. Provided they maintain their affiliation by payment of dues and otherwise qualify, they shall be considered to be in good standing and enjoy the privileges specifically granted to Associates in the Association's Restated Articles of Incorporation and these Bylaws.

#### F. Voting Rights

1. Each Member shall be entitled to one vote on matters brought before the Members for decision.
2. Associate members who are also members of the Board of Directors shall have the right to vote as Board Members on all matters properly brought before the Board of Directors for a vote thereon.

#### G. Membership Meetings

1. Annual Meeting. The Annual Membership Meeting of the Association shall be held in the fourth quarter of each fiscal year of the Association at a time and place selected by the Board of Directors. Not less than 30 days prior written notice of the meeting shall be given to the Members of the Association.

2. Special Meetings. Special meetings of the Members may be called by the Chairman of the Board, the Board, or upon written request from 10 or more Members which must be delivered to the President. Notice of a special meeting must be mailed at least 10 days prior to the date of the meeting, giving date, time, place, and the specific purpose(s) for which the meeting is called.
3. Robert's Rules of Order. The rules and order for the conduct of all meetings shall conform as nearly as practicable to the parliamentary procedures set forth in Robert's Rules of Order, latest edition, when not in conflict with these Bylaws.
4. Quorum; Voting. Twenty five percent (25%) of the Active Member membership of the Association shall constitute a quorum for the transaction of business. Unless otherwise provided, if a quorum is present, the affirmative vote of a majority of the votes represented and voting shall be sufficient for the transaction of business.

H. Representatives

Active Members and Associates shall designate one individual as the liaison of the Member or Associate to the Association, and such individual shall be called the "Representative" to the Association. The Representative shall be listed as such in the Association record. Once each year, at least 60 days prior to the annual meeting, the President shall circulate a questionnaire to each Representative for the purpose of updating Association records regarding the Member or Associate which he or she represents. At least 30 days prior to the annual meeting the list of names of the Representatives shall be forwarded to the Nominating Committee.

## ARTICLE 3 Board of Directors

### A. Composition

1. The Board of Directors shall be composed of persons who are Representatives of Member or Associate Firms, and shall consist of fifteen members who shall serve a two year term, except for subsection (e.) as noted below and shall be comprised as follows.
  - a. Officer Directors. The Chairman of the Board, Vice Chairman of the Board, and Secretary-Treasurer of the Association shall be Directors.
  - b. Active Membership Regional Directors. One Director shall be chosen from each of the following geographical areas of the State:
    - District No. 1 – Metro  
Multnomah, Washington, Columbia, Clackamas,  
Clatsop, Yamhill, and Tillamook Counties
    - District No. 2 – Valley  
Polk, Marion, Lincoln, Benton, Linn, and Lane  
Counties
    - District No. 3 – Southern  
Douglas, Coos, Curry, Josephine, and Jackson  
Counties
    - District No. 4 – Eastern  
Hood River, Sherman, Gilliam, Morrow, Klamath,  
Umatilla, Wallowa, Union, Jefferson, Grant, Baker,  
Crook, Deschutes, Wasco, Wheeler, Lake, Harney,  
and Malheur Counties
  - c. Active Membership At-Large Directors. Two Active Membership directors shall be elected from the state at large. One shall be chosen from among aggregate producers who either are not engaged in a ready mixed concrete operation or are selected from the aggregate division of a company producing both aggregate and ready mixed concrete; and one shall be chosen from among ready mixed concrete producers either who are not engaged in an aggregate production operation or are selected from the ready mixed division of a company producing both aggregate and ready mixed concrete.
  - d. Associate Directors. Three Directors shall be elected from the ranks of Associates, one who is a Representative of a Group 1 Associate and two who are Representatives of Group 2 Associates. Group 2 Associate Directors shall be selected in a manner that gives the various service groups the opportunity to serve on the Board of Directors.
  - e. Past Chairmen of the Board. The immediate past Chairman of the Board and two additional past Chairmen of the Board shall be elected to the Board for one year terms.

- f. Promotion Committee Chair. The Chair of the Promotion Committee shall be selected from a group of ready mix producers. The Chair of this committee shall be elected to the Board for a two year term.

B. Selection Procedure

1. A Nominating Committee will be appointed annually to nominate eligible candidates from the ranks of the Representatives for election to the Board of Directors. The Nominating Committee will be chaired by the immediate past Chairman of the Board and shall consist of all past Chairmen of the Board and any other persons selected by the Board of Directors to serve.
2. The Nominating Committee shall select, from among the ranks of owners and employees of Members and Associates, a list of nominees for election to the Board of Directors, by category of Director, at the next succeeding annual meeting.
3. Notwithstanding the above nomination procedure, additional nominations of qualified Representatives may be made from the floor at the Annual Membership Meeting by the representative of any Member.
4. The election of Directors by Members at the Annual Membership Meeting may be by voice vote. Each Member eligible to cast a ballot shall be treated as a single Member and shall appoint a person to cast its vote.
5. Cumulative voting for Directors is prohibited.

C. Terms

1. Each Director, except an Officer Director and a Past President Director, shall serve a two-year term and shall serve until the Director resigns, or until a successor has been duly elected or appointed. Directors shall take office on the day of their election, designation, or appointment. A Director may serve more than one term.

D. Vacancies

1. If the membership of any Director, or the company or other business entity with which that Director is affiliated, shall for any reason terminate, that Director's office shall automatically become vacant.
2. If the office of any Director becomes vacant for any reason, the Board of Directors may elect a person to fill the unexpired term. The successor shall be appointed from the same geographical area or category as his or her predecessor.

E. Duties and Powers

1. The Board shall have full direction of the affairs and shall conduct all business of the Association within the limitations of the Restated Articles of Incorporation and these Bylaws.

## F. Meetings

1. Annual Meeting. The Board shall meet annually on the day preceding the Annual Membership Meeting.
2. Regular Meetings. The Board shall meet at intervals not to exceed every three months at times and places to be determined by the Board or the Chairman of the Board.
3. Special Meetings. Special meetings of the Board may be called by the Chairman of the Board or by any three members of the Board on two day's notice.
4. Robert's Rules of Order. The rules and order for the conduct of all meetings shall conform as nearly as practicable to the parliamentary procedures set forth in Robert's Rules of Order.
5. Quorum; Voting. Seven of the Board members shall constitute a quorum for the transaction of business. Unless otherwise provided, if a quorum is present, a majority vote of the Directors present and voting will be necessary and sufficient to take any action.
6. Proxy. Director proxies are prohibited.
7. Assemblage. Members of the Board of Directors or of any committee designated by the Board may hold meeting of such Board, or committee, by means of conference telephones or similar communication equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this provision shall constitute presence in person at the meeting.

## ARTICLE 4 Officers

### A. Composition

1. The elective officers of the Association shall be: [a] a Chairman of the Board; [b] a Vice Chairman of the Board; and [c] a Secretary/Treasurer. The appointive officers shall be the President and such other designated appointive officers as the Board of Directors may determine.

### B. Selection Procedure

1. At the first Board of Directors following the Annual Meeting of the Association, the Board of Directors shall elect from among the elected Member Directors the Chairman of the Board, the Vice Chairman of the Board, and the Secretary/Treasurer. The Nominating Committee created to nominate members of the Board of Directors shall also nominate candidates for officers. Notwithstanding such nomination procedure, additional nominations of qualified Board Members may be made from the floor at the Annual Membership Meeting by the representative of any Member. It shall be presumed that the Vice Chairman of the Board is the Chairman elect.
2. The Board of Directors shall appoint the appointive officers and shall have the responsibility to fix their compensation.

### C. Terms

1. Each elective officer shall take office on the first day of the Association's fiscal year following election and shall hold office until the next end of that fiscal year or until the officer resigns or until a successor has been duly chosen and qualified.
2. The term of office of each elected office shall be one year. Elective officers shall be eligible for re-election, except that the Chairman of the Board shall not serve more than two consecutive terms.
3. The term of office of each appointive office shall be determined by the Board of Directors and may be "at will" or for a term of years, but in no instance shall appointments be for a term of office in excess of three years.

### D. Vacancies

1. In case of a vacancy, for any cause, in any elective office, the Board of Directors shall appoint a successor who shall serve the unexpired portion of the term or, in the case of disability, until the disability ceases.
2. In case of a vacancy in the office of the President, or other appointive officer, the Board of Directors shall appoint replacement, except that in the event of a temporary disability of the President the Board shall appoint an Acting President to perform the duties of that office.
3. If the membership or affiliation in the Association of any elected officer, or that officer's company or other business entity terminates, the office shall automatically become vacant.

E. Duties

1. Chairman of the Board. The Chairman of the Board shall be the chief executive officer of the Association, and shall:
  - a. Preside at all meetings of the members of the Association and of the Board of Directors;
  - b. Be an *ex officio* member of all committees;
  - c. Exercise general supervision of the affairs of the Association;
  - d. See to the enforcement of the Restated Articles of Incorporation and Bylaws;
  - e. See to the carrying out of all orders and resolutions of the Board of Directors; and,
  - f. Perform such other duties as are set forth in the Restated Articles of Incorporation or Bylaws or shall be assigned by the Board of Directors.
2. Vice Chairman of the Board. The Vice Chairman of the Board shall have such powers and duties as prescribed by the Board of Directors, and shall perform all duties of the Chairman of the Board in the case of the Chairman's absence or inability to serve.
3. Secretary/Treasurer. The Secretary/Treasurer shall be the custodian of the records and corporate seal and shall have the general supervision of the minutes of Board of Directors meetings, special membership meetings, and the Annual membership Meeting. In addition, the Secretary/Treasurer shall have general supervision of the financial affairs of the Association and shall:
  - a. Have power to disburse such funds of the Association as shall be required in the conduct of its affairs and the carrying on of its activities;
  - b. Have authority to sign any check, draft, or other order of the Association for the payment of money, unless otherwise ordered by resolution adopted by the Board of Directors.
  - c. Make financial statements to the Board of Directors in such form and frequency as it may direct;
  - d. Provide for custody and safekeeping of all securities of the Association, subject to such custody arrangements as the Board of Directors may approve, and;
  - e. Perform such other duties as may from time to time be assigned by the Board of Directors.

The Secretary/Treasurer shall furnish a surety bond in an amount stipulated by the Association.

4. President. The President is an appointive office and the person holding such office, subject to the control of the Board of Directors, shall be the principal administrative officer of the Association and shall perform such duties as may be assigned by the Board of Directors.
5. Other Appointive Officers. Other appointive officers shall be assigned responsibility for such activities as the President, with the approval of the Board of Directors, may determine, and they shall report to and be responsible to the President.

## **ARTICLE 5 Dues**

### A. Dues

1. Dues for the Association shall be as adopted from time to time by the Board of Directors and made available in printed form to all Members and Associates. Dues are payable quarterly, semi-annually, or annually provided that three months dues shall be paid upon first becoming or renewing membership as an Active Member or Associate.

### B. Assessments

1. Upon recommendation of the Board of Directors and the approval by a two-thirds vote of those present and voting at any duly called membership meeting, at which a quorum is present, assessments may be made upon all Members and Associates or all Members for the purpose of meeting emergency expenditures. Funds raised in this manner shall never be used for the sole benefit of any individual Member or Associate or a special group of Members and/or Associates, and no disbursements from any surplus remaining from funds so raised shall be made except upon authority of a two-thirds vote at a duly called membership meeting.

### C. Payment of Dues and Assessments

1. Nonpayment of dues and assessments constitutes grounds for expelling or suspending a Member or Associate. The Board of Directors may establish a grace period during which a Member or Associate shall not be subject to termination for non-payment of dues or assessments. If no such grace period is established, any Member or Associate who fails or refuses to pay dues within sixty days of being billed therefore shall be deemed to have resigned from the Association.

### D. Program Fees

1. Fees for the Association services and program shall be charged to the participating OCAPA Members on actual cost basis plus a reasonable contingency for unexpected expenses. Fees for Association services and programs shall be charged to participating non-OCAPA Members on a fair market value basis.

## **ARTICLE 6 Committees and Councils**

### **A. General**

1. The function of all committees shall be advisory only, unless authority to act for the Association is specifically conferred by these Bylaws or under special circumstances by the Board of Directors.

### **B. Committees**

1. The Chairman of the Board may appoint committees as may be authorized at regular or special meetings of the Association or as authorized by the Board of Directors. Each committee shall have a chairman who will be responsible for reporting the committee's activities.

### **C. Committee Appointments**

1. The Chairman of the Board shall have the authority to appoint the members and chairmen of the committees subject to confirmation by the Board of Directors. Unless otherwise stipulated in the Bylaws or provided for by action of the Board of Directors, the terms of all committee members shall expire at each Annual Membership Meeting, upon their resignation, or the appointment of their successors.

## **ARTICLE 7 Indemnification of Directors, Officers, Employees, and Agents**

### **A. Indemnification – General**

1. The Association shall indemnify and advance expenses to each of its Directors, officers, employees, and agents to the fullest extent permissible under the Oregon Nonprofit Corporation Act, as the same exists or may hereafter be amended, against all expense, liability, and loss incurred or suffered by such person arising from the fact that such person served in such position with the Association or is or was serving at the request of the Association or is or was serving at the request of the Association as a Director, officer, partner, trustee, employee, or agent of another foreign or domestic business or nonprofit corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, and such indemnification shall continue as to a person who has ceased to be a Director, officer, partner, trustee, employee, or agent and shall inure to the benefit of his or her heirs, executors, and administrators. This indemnification shall include and be administered pursuant to the Oregon Nonprofit Corporation Act including, without limitation, the following provisions:

### **B. Right to Indemnification**

1. Any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that such person is or was a Director, officer, employee, or agent of the Association or is or was serving at the request of the Association as a Director, officer, employee, or agent of another business or nonprofit corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, shall be indemnified by the Association against expenses (including attorney's fees), judgment, fines, and amounts paid in settlement, including excise taxes assessed with respect to an employee benefit

plan, actually and reasonably incurred by such person in connection with such action, suit, or proceeding (“Expenses”) if such person acted in good faith and in a manner reasonably believed to be in the best interest of the Association or at least not opposed to its best interests, and, with respect to any criminal action, suit, or proceeding, if such person had no reasonable cause to believe that such conduct was unlawful.

2. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of *nolo contendere* or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which was reasonably believed to be in or not opposed to the best interests of the Association, nor, with respect to any criminal action or proceeding, that such person had reasonable cause to believe that such conduct was unlawful.
3. Except as otherwise provided below, no indemnification shall be made in respect of any claim, issue, or matter brought by or in the right of the Association as to which such person shall have been adjudged to be liable to the Association, nor shall indemnification be made in connection with any other proceeding in which such person shall have been adjudged to have received improper personal benefit.

C. Mandatory Indemnification

1. If any Director, officer, officer, employee, or agent may apply to the court in which such action was brought, or to any court with competent jurisdiction of liability, for indemnity from the Association. If such person was wholly successful in defending the action, suit, or proceeding on the merits or otherwise, and the court orders indemnification, such person shall also be entitled to indemnification for the reasonable cost incurred to obtain the court-ordered indemnification. If the person was not wholly successful with their defense, the court may, upon review of all relevant circumstances, determine that such person is fairly and reasonably entitled to indemnification and order indemnification to the extent it deems proper, whether or not such person met the standards of conduct provided above, or if such person was adjudged liable to the corporation, and whether or not the liability is based on a judgment, settlement, or otherwise.

D. Determination of Standards of Conduct

1. Unless specifically ordered by a court, all indemnification under Sub Article 7, A shall be made by the Association only upon a determination that indemnification is proper in the circumstances because the Director, officer, employee, or agent has met the applicable standards of conduct. Such determination shall be made:
  - a. by the Board of Directors by a majority vote of a quorum consisting of Directors not at the time parties to such proceeding;
  - b. if such a quorum cannot be obtained, then by a majority vote of a committee of the Board, duly appointed and designated to act in the matter by a majority vote of the full Board (in which designation Directors who are parties may participate), consisting solely of two or more Directors not at the time parties to such proceeding;
  - c. in a written opinion by legal counsel other than an attorney (or a firm having associated with it an attorney) who has been retained by or who has performed services within the preceding three years

for any party to be indemnified, selected by the Board of Directors or a committee thereof by vote as set forth in Sub Articles 7, E, a or 7, 1, b, or if they requisite quorum of the full Board cannot be obtained therefore and such committee cannot be established, by a majority vote of the full Board (in which selection Directors who are parties may participate); or

d. by the Members, but interested Directors shall not be allowed to vote on such action;

2. Authorization of indemnification and the evaluation as to reasonableness of Expenses shall be made in the same manner as the determination that indemnification is permissible, except that if the determination is made by special legal counsel, authorization of indemnification and evaluation as to reasonableness of expenses shall be made by those entitled under Sub Article 7, E, 1, C to select counsel.

#### E. Advance for Expenses

1. Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Association in advance of the final disposition of such action, suit, or proceeding if authorized by a disinterested Board of Directors or, if there be no quorum of disinterested Directors, then by majority vote of the Members. The Directors of Members shall not authorize such payments unless they first receive both:
  - a. an affidavit of the person seeking advancement of expenses that he or she has a good faith belief that the person met the applicable standards of conduct which, when determined, will entitle such person to indemnification; and
  - b. an undertaking by or on behalf of such person to repay such amount if it is not ultimately determined that such person is entitled to be indemnified by the Association.

#### F. Insurance

1. The Association may purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee, or agent of the Association or who, while a Director, officer, employee, or agent of the Association is or was serving at the request of the Association as an officer, employee, or agent of another business or nonprofit corporation, partnership, joint venture, trust, other enterprise, or employee benefit plan against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such. The Association may maintain such insurance whether or not the Association would have the power to indemnify such Director, officer, employee, or agent against such liability under the other provisions of this Article or under the Oregon Nonprofit Corporation Act as it now exists or may hereafter be amended.

G. Nonexclusive Right

1. The indemnification provided by this Article shall not be deemed to be exclusive of any other right to which a person seeking indemnification may be entitled under these Bylaws, or the Restated Articles of Incorporation, pursuant to any other agreement or vote of the shareholders or disinterested Directors, or otherwise (including without limitation any right to indemnification that a person may be entitled to under the Oregon Nonprofit Corporation Act as it now exists or may hereafter be amended). This Article 7 shall apply to both actions taken in such person's official capacity and to actions taken in any other capacity covered hereby. The indemnification provided by this Article shall continue to a person who has ceased to be a Director, officer, employee, or agent, and shall insure to the benefit of such person's heirs, executors, and administrators. No repeal of or amendment to this Article shall adversely affect any right or protection of any such person to which this Article applies and which exists at the time of such repeal or replacement.

H. Severability

1. If any provision of this Article, or any application thereof, shall be invalid, unenforceable, or contrary to applicable law, the remainder of this Article, or the application of such provisions to persons or circumstances other than those as to which it is held invalid, unenforceable, or contrary to applicable law, shall not be affected thereby and shall continue in full force and effect.

## ARTICLE 8 Amendments

### A. Amendments

- i. 1. The Bylaws may be amended or altered by a two-thirds vote of the Membership at any meeting called for such purpose, or by two-thirds of the current Membership by a mail ballot.

### B. Notice

1. Notice of proposed amendments or alterations shall be mailed to all Members not less than ten days in advance of the meeting at which they are to be considered. Associates shall be allowed a voice in discussions of such proposed amendments or alterations, but shall not be entitled to vote on their adoption or rejection.

Approved by the Membership of the Oregon Concrete & Aggregate Producers Association on June 21, 2002