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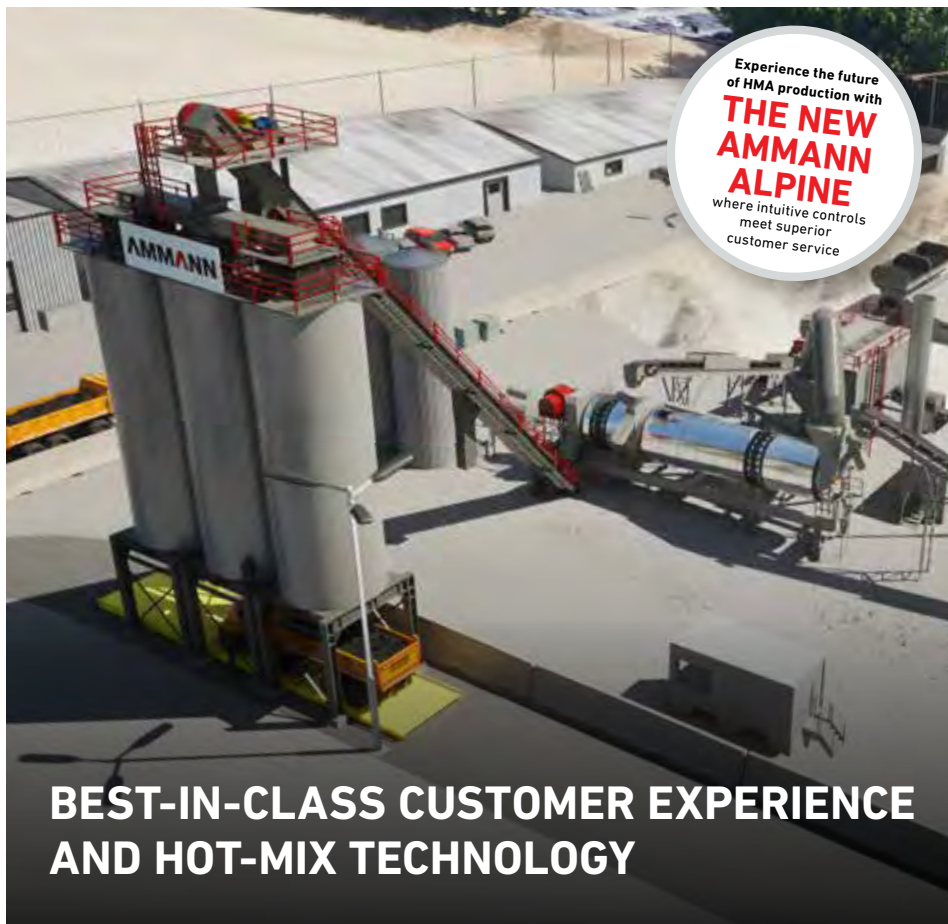
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Notes



Pennsylvania Asphalt Pavement Association



WOMEN OF ASPHALT

Women of Asphalt



MISSION, VISION, AND GOALS

All members of the national association and local branches of Women of Asphalt (WofA) shall embody the following mission, vision and goals.

Mission

Women of Asphalt is a national coalition which supports women in all aspects of the asphalt industry through mentoring, education, and advocacy, and by encouraging women to seek careers in the asphalt industry.

Vision

We lead and inspire women in the asphalt industry.

Goals

1. To foster and promote mentoring and networking opportunities for women in asphalt.
2. To create professional development opportunities for women in asphalt through education and training.
3. To advocate for women in the asphalt industry.
4. To encourage other women to join the asphalt industry.

The PA Branch of WofA is a standing committee within PAPA.

Women of Asphalt



Announcing the Pennsylvania Branch of Women of Asphalt!

Pennsylvania Branch Contacts

Chairwoman	Heather Warner, Allan Myers
Vice-Chairwoman	Tammy Mysliwiec, Pine Test Equipment
Treasurer	Janice Brasher, Allan Myers
Secretary	Sheri Eldredge, Lindy Paving, Inc.

We are excited to officially announce the Pennsylvania Branch of Women of Asphalt! Women of Asphalt (WofA) is a national coalition which supports women in all aspects of the asphalt industry through mentoring, education, and advocacy, and by encouraging women to seek careers in the asphalt industry.

MEMBERSHIP

By becoming a member of Women of Asphalt (WofA) you are joining an organization which strives to advance and support women in the asphalt industry. There is NO COST to join and invaluable benefits to be had including connecting with women around the country working in various positions within the asphalt community, mentoring programs, networking events and employment leads.

In order to become a member of Women of Asphalt Pennsylvania, you must first be a member of national Women of Asphalt. After becoming a national member, you can become a member of any state branch. The sign-up is quick, easy, and free!

The Pennsylvania Branch will have opportunities to be involved in various chapter committees. Please send an e-mail to WofA Pennsylvania Branch to inquire about these opportunities.

SPONSORSHIP

WofA - Pennsylvania will be hosting events throughout the year. The events will aim to give members and non-members an opportunity to connect and build industry relationships, provide learning opportunities, and help our communities. Sponsorships are integral in allowing us to provide the best experience possible.

SPONSORSHIP INFO

Women of Asphalt

HELP US HIT THE GROUND RUNNING

by becoming a
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for the Pennsylvania Branch -
WOMEN OF ASPHALT



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Donors who commit to annual donations of \$1000 are guaranteed to be a FOUNDING SPONSOR for this unique opportunity in WofA PA ... and only donations received in 2024 are eligible for this opportunity.

Funds will be used for marketing the branch, organizing events, providing educational materials, and communication.

Your logo will appear on our 2024-25 page in the PAPA Membership Directory, on communications to our members, during official meetings and event literature, and on our WofA PA Page on the PAPA Website.

How do I become a FOUNDING SPONSOR...

Credit Card Sponsorships are being accepted through PAPA at: <https://www.pa-asphalt.org/papa-resources/online-payments> and *should include a \$30 credit card processing fee (\$1030)*. Your invoice number/comments must include your company name and indicate WofA Sponsorship.

Checks can be made payable to PAPA and mailed to:
PA Asphalt Pavement Association
3544 N Progress Avenue, Suite 100
Harrisburg, PA 17110

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**PAPA GARY L. HOFFMAN
SCHOLARSHIP FUND**

PAPA GARY L. HOFFMAN
SCHOLARSHIP FUND

PAPA Gary L. Hoffman Scholarship Fund



The **PAPA Gary L. Hoffman Scholarship** is intended to assist college or technical school students, etc. who are pursuing a degree in civil engineering, construction management, construction engineering, and or other programs related to the Asphalt Industry, via a post high school degree or technical certification.

AMOUNT OF SCHOLARSHIPS

Scholarships up to \$5,000 will be awarded annually. In the future, the program may be expanded to include a named sponsored endowment scholarship.

Please contact the PAPA Executive Director to discuss that opportunity.

SCHOLARSHIP REQUIREMENTS

- Must be a U.S. citizen.
- Students must be enrolled full-time at a technical school, community college, or 4-year university.
- Preference will be given to residents of Pennsylvania.
- Preference will be given to students that express interest or are pursuing degree or career in the asphalt industry.
- Preference will be given to students who are affiliated with a PAPA member.

FUND RAISING

The Associate Member's Advisory Committee, Scholarship Subcommittee will raise scholarship funds from various activities including but not limited to Golf Tournaments, Skeet Shooting Tournaments, Raffles, Silent Auctions, Individual and Corporate Donations, etc.

PAPA Members are encouraged to consider making a yearly contribution to the Scholarship Fund. Contributions are tax deductible (check with your tax advisor).

SELECTION

We start receiving applications in September. After all applications are received, the PAPA Scholarship Committee will review submissions and select a winner or winners. Winner(s) will be chosen based on their completed application and responses to the application questions. Winner(s) and non-winners will be notified by the PAPA Scholarship Committee each year.

AWARDING THE SCHOLARSHIPS

Student scholarships will be presented and awarded at the PAPA Annual Conference in January at The Hershey Hotel, Hershey, PA, by the PAPA President.

PAPA Is Accepting Donations!

Visit www.pa-asphalt.org for more information.

PAPA Gary L. Hoffman Scholarship Fund



Donation Form

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Work:	Cell:	Other:

Is this a company donation? Yes No

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Signature of Individual or Company Representative _____

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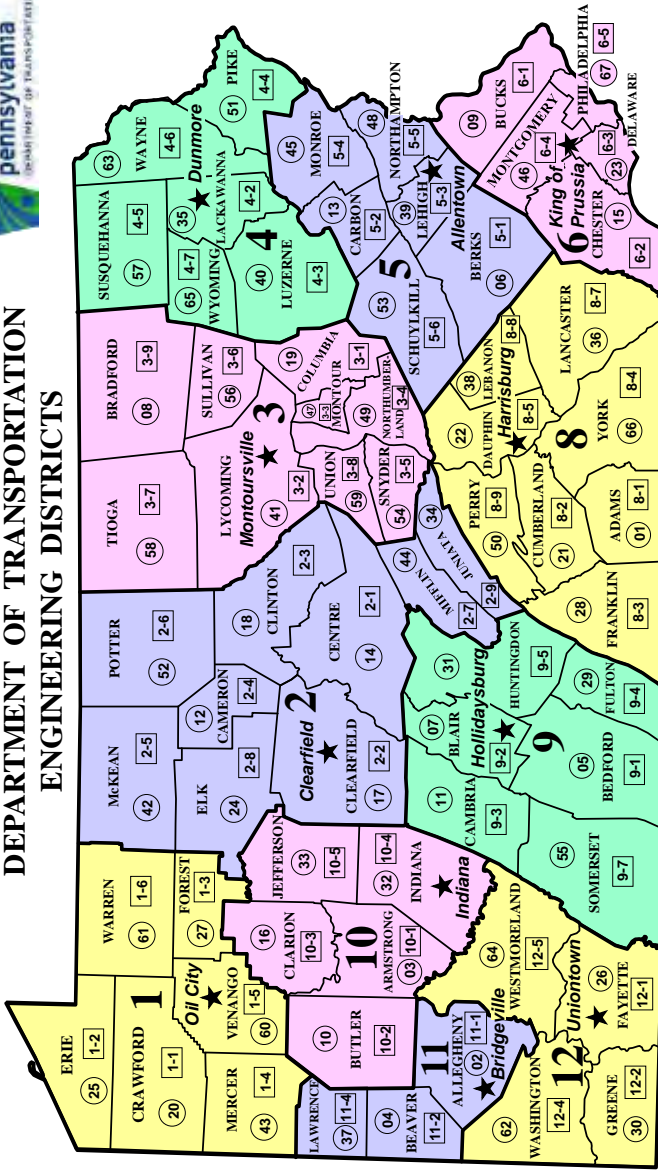
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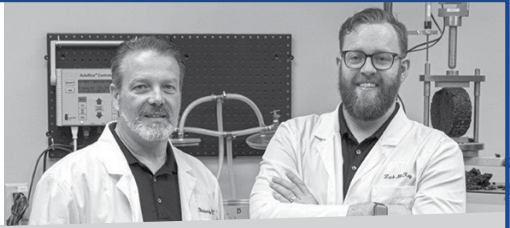
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Pennsylvania Asphalt Pavement Association

BYLAWS

Bylaws



The rules and regulations enacted by this association to provide a framework for its operation and management are adopted effective May 7, 2019

PENNSYLVANIA ASPHALT PAVEMENT ASSOCIATION BYLAWS

Effective January 1, 2022

ARTICLE I MEMBERSHIP

Section 1

Membership in this Association shall consist of five (5) classes:

- A. Producer Members
- B. Paving/Milling Contractor Members
- C. Associate Members
- D. Asphalt Supplier Members
- E. Consultant Members

Section 2

Any individual, partnership, or corporation producing Hot and/or Warm Asphalt-Plant Mix is eligible to become a Producer Member.

Section 3

Any individual, partnership, or corporation paving or milling Hot and/or Warm Asphalt-Plant Mix is eligible to become a Paving/Milling Contractor Member.

Section 4

Any individual, partnership or corporation involved in the industry but who does not produce Hot and/or Warm Asphalt-Plant Mix is eligible to become an Associate Member.

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Section 5

Any individual, partnership or corporation involved in liquid asphalt production and/or sales is eligible to become an Asphalt Supplier Member.

Section 6

Any individual, partnership or corporation involved in the consulting or advising industry is eligible to become a Consultant Member.

Section 7

Application for membership as a Producer Member, a Paving/Milling Contractor Member, an Associate Member, an Asphalt Supplier Member or a Consultant Member shall be made in writing addressed to the Secretary who shall submit such application to each member of the Board of Directors. Approval by a majority of the members of the Board of Directors shall constitute election. At the discretion of the Secretary, this vote may be taken by mail, fax, or electronic media. Unless a majority of the Board indicates disapproval within ten (10) days, election to membership is automatic.

Section 8

Any member having dues in arrears of three months will be notified immediately in writing and will have thirty (30) days from the date of notification to make payment, otherwise membership shall be terminated via written notification.

Section 9

Each Producer Member and Asphalt Supplier Member shall be entitled to one (1) vote. Paving/Milling Contractor Members, Associate Members, and Consultant Members shall not have a vote at any meeting of the Association.

ARTICLE II DUES

Section 1

The dues of Producer Members shall be as determined at each Annual Meeting by the Board of Directors but shall be subject to ratification by a majority of the active voting delegates of the Association. At the discretion of the President, this vote may be taken by mail, fax, or electronic media.

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Dues for State Producer Members shall be based on the following:

- a. Number of plants owned and operated annually by their corporation and those of any related entity
- b. A fee per ton produced quarterly from each plant

Dues from non-PA State Producer Members shall be based on the number of plants supplying Pennsylvania and a quarterly fee per ton shipped to Pennsylvania.

The Board of Directors may grant special requests for dues forgiveness and/or alternate assessment for cause from any member.

Section 2

The dues of Paving/Milling Contractor Members, Associate Members, Asphalt Supplier Members and Consultant Members shall be as determined by the Board of Directors.

Section 3

After the first quarter, all dues shall be prorated from the month of the approval of the application for membership.

Section 4

The dues of all members shall be paid as determined by the Board of Directors.

ARTICLE III OFFICERS

Section 1

The Officers of this Association shall be a President, Vice President, Secretary and Treasurer.

Section 2

The President, Vice President, and Treasurer shall be nominated from the current Board of Directors and elected by the delegates of the Association at the Annual Association Meeting.

Section 3

The Executive Director of the Association shall be appointed Secretary by the Board of Directors.

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Section 4

The President, Vice President, Secretary and Treasurer shall perform the duties ordinarily appertaining to their respective offices and such other duties as the Board of Directors may from time to time reasonably require of them.

Section 5

All Officers shall hold office for two (2) years or until their successor(s) is elected and qualified.

ARTICLE IV BOARD OF DIRECTORS

Section 1

The Board of Directors shall consist of no more than twenty (20) elected directors of which a maximum of four (4) shall be non-producer members, of which two (2) shall represent the liquid suppliers. The other Directors shall be duly authorized representatives of a Producer Member in good standing. The President, Vice President, and Treasurer shall be members of the Board.

The President shall also be Chairman of the Board of Directors and the Vice-President Vice-Chairman of the Board of Directors.

Each Director shall be a duly authorized representative of a Producer or Non-Producer Member in good standing. Each Director shall be elected to a term of five (5) years or until a successor is elected and duly qualified. Past Presidents serving on the Executive Committee shall be voting members of the Board of Directors. All past Presidents, not serving on the Executive Committee, shall be voting Ex-Officio members of the Board. If a vote is taken by the Board and a member company has two or more Board members, the member company will only have one vote on any motion.

Section 2

The Board of Directors shall do all things lawful and in strict compliance with the Antitrust Policy, necessary and feasible for the promotion and welfare of the interests of the Association to carry out its purpose and shall have full power to act for the Association between meetings of the Association.

Section 3

The Board of Directors may create standing committees, as it deems desirable. A member of the Board will serve as Chairperson of each standing

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committee, unless the Board approves a non-member to be Chairperson. The Board of Directors shall appoint a member from the Board to serve as the NAPA State Director.

Section 4

The Board of Directors shall have power to appoint such officers and agents as it may deem necessary for the transaction of the business of the Association, with duties and at such salaries and benefits as the Board may determine.

Section 5

The Annual Meeting of the Board of Directors and the Annual Business Meeting of the members of the Association shall be held in conjunction with the PAPA Annual Conference. Other meetings of the Board of Directors may be called and held at such time and place as may be determined by Resolutions of the Board or at the call of the President. Each Director may designate a proxy to attend a meeting. All proxies shall be Officers (Vice President and/or equivalent) of the member company in good standing and shall be approved in advance by the Board. The Board Secretary shall be notified in advance of a meeting that there will be representation by a proxy.

Section 6

Notice of all meetings of the Board of Directors held at any time other than at the Annual Meeting of the Association, shall be rendered by mail and/or electronic mail to each Director at least seven (7) days prior to the proposed meeting.

Section 7

By direction of the President, a USPS mail and/or electronic mail vote of the Board of Directors may be taken. Notice of such vote shall be given, but no vote shall be counted unless it is received by the suspense date specified in the notice. Such vote shall not be recorded, unless acted upon by a majority of those entitled to vote.

Section 8

The Board of Directors shall have power to fill any vacancy, temporary or otherwise, for any reason whatsoever.

Section 9

Any PAPA Director who is not in attendance for three (3) consecutive Board of Directors Meetings may be removed from office by a majority vote of the

Bylaws

Board. A new Director will be appointed. Where there is no eligible member to serve as a Director, the office will remain vacant until a qualified candidate can be elected or appointed to the position.

ARTICLE V EXECUTIVE COMMITTEE

Section 1

The Board of Directors shall have the power to establish an Executive Committee.

Section 2

The Executive Committee shall consist of the President, Vice President, Treasurer, Secretary/Executive Director, and two immediate past Presidents. The Technical Committee Chairperson, and other Ex-Officio member(s) may be appointed to the Executive Committee at the discretion of the President with approval of the Executive Committee. The Ex-Officio appointee(s) shall be a member in good standing who can provide historical continuity of the Association.

Section 3

The Executive Committee shall have the power of the Board in carrying out actions between meetings but cannot modify any action taken by the Board without approval by the Board. If a vote is taken by the Executive Committee and a member company has two or more members on the Committee, the member company will only have one vote on any motion.

Section 4

Duties of the Executive Committee:

- A. President.** The President shall be the chief executive officer of the Association, and shall:
- 1) Preside at all meetings of the Members of the Association and of the Board of Directors;
 - 2) Sign or authorize the Executive Director to sign, all contracts and other instruments of the Association authorized by the Board of Directors;
 - 3) Be an ex-officio member of all committees;

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- 4) See to the enforcement of the Restated Articles of Incorporation and Bylaws;
 - 5) See to the carrying out of all orders and resolutions of the Board of Directors; and,
 - 6) Perform such other duties as are set forth in the Articles of Incorporation or Bylaws as shall be assigned by the Board of Directors
- B. Vice President.** The Vice President shall have such powers and duties as may be prescribed by the Board of Directors and shall perform all duties of the President in case of the President's absence or inability to serve. If the President resigns their position, the Vice President shall serve out the remaining term and then stand for election for a full term, if he or she so chooses.
- C. Treasurer.** A guardian of a collection of financial reports submitted by the Secretary/Executive Director. Responsibilities include reviewing financial statements of the Association and Chairman of the Budget and Finance Committee. He reviews budget and financial information. The Treasurer shall have general supervision of the financial affairs of the Association and shall oversee independent audits as directed by the Board of Directors.
- D. Secretary/Executive Director.** The Secretary/Executive Director 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/Executive Director shall have general supervision of the financial affairs of the Association and shall:
- 1) 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;
 - 2) 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;
 - 3) Make financial statements to the Board of Directors in such form and frequency as it may direct;

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- 4) Provide for custody and safekeeping of all securities of the Association, subject to such custody arrangements as the Board of Directors may approve; and
- 5) Perform such other duties as may from time to time be assigned by the Board of Directors.
- 6) The Secretary/Executive Director is an appointive office; and 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 including supervision of the Director of Technical Services, Office Administrator, Accounting Administrator and any other temporary employees. Subject to the direction of the President, the Executive Director shall have general supervision of the affairs of the Association and shall manage and direct its activities; the Executive Director shall make such report to the Board of Directors and the members of the Association, as may be necessary as they may require; shall perform such other duties as are incidental to the office or are properly delegated to and required of the office by the Board of Directors.

ARTICLE VI QUORUM

A majority of the voting members responding to a call for any meeting of the Association shall constitute a quorum, authorized to transact any business duly presented at any meeting of the Association. A majority of Board Members shall constitute a quorum of the Board of Directors to transact business. A majority of any and all committees shall constitute a quorum to transact business.

ARTICLE VII FISCAL YEAR

The fiscal year established for the Association for Budget and Dues purposes shall be January 1 through December 31, effective January 1, 2003.

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ARTICLE VIII CONTRIBUTIONS/DONATIONS

Monetary contributions or donations may be made from any party(ies) directly to the Association provided that the party(ies) are not eligible for other categories of membership previously identified within these Bylaws.

ARTICLE IX MISCELLANEOUS

Section 1

Amendment. These bylaws may be amended at any regular meeting of the Board of Directors by majority vote of the members of the Board of Directors. At the discretion of the President, this vote may be taken by mail, fax, or electronic media. Amendments shall become effective at the close of the meeting at which they were adopted.

Section 2

Indemnification. The Association shall indemnify, to the fullest extent permitted by law, any officer or member of the Board of Directors against any liability or legal expense actually and reasonably incurred by such person on account of a claim or legal action arising out of the good faith performance by such person of their duties as an officer or member of the Board of Directors.

Notes



Pennsylvania Asphalt Pavement Association

ANTITRUST

ANTITRUST

Antitrust

RESOLUTION CONCERNING ANTITRUST COMPLIANCE POLICIES AND PROCEDURES OF THE PENNSYLVANIA ASPHALT PAVEMENT ASSOCIATION

BE IT RESOLVED, that it shall be the policy of the Pennsylvania Asphalt Pavement Association, a not-for-profit 501(c)(6) organization, to be in strict compliance with all Federal and State Antitrust laws, rules, and regulations. Therefore, the Association's Antitrust Compliance Policies and Procedures are adopted as follows:

1. These policies and procedures apply to all membership, board, committee and other meetings sponsored by the Association, all meetings attended by representatives of the Association and to the Association's employees in all of their activities within the scope of their employment.
2. All meetings of the Association whether membership, board, committee or any other type of meeting sponsored by the Association shall be conducted as though they were open to the public.
3. Discussions of prices and/or price levels are prohibited. In addition, no discussion is permitted of any elements of a company's operations which might influence price, such as (a) company's cost of operations, supplies, labor or services, (b) allowances for discounts, (c) terms of sale including credit arrangements, and (d) profit margins and mark-ups.
4. It is a violation of the Antitrust laws to agree not to compete; therefore, discussions of division of territories or customers or limitations on the nature of business carried on or products sold, are not permitted.
5. Boycotts in any form are unlawful. Discussions relating to boycotts are prohibited including discussions about blacklisting or unfavorable reports about particular companies including their financial situation.
6. It is the Association's policy at all meetings of the membership, Executive Committee and the Board of Directors, that particular attention is paid to avoiding discussion of the subjects previously described.
7. It is the Association's policy that minutes of each meeting be prepared by a duly designated recorder and these minutes be circulated to all members in attendance following the meeting.

Antitrust

8. It is the Association's policy that all meetings attended by representatives of the Association, where discussion can border on an area of antitrust sensitivity, that the Association's representative(s) request that the discussion be stopped and ask that the request be made a part of the minutes of the meeting being attended. If others continue such discussion, the Association's representative(s) should excuse himself/herself from the meeting, and request that the minutes show that he/she left the meeting at that point and the reason he/she left.

9. It is the Association's policy that a copy of these Antitrust Compliance Policies and Procedures be given to each Director, official representative of member companies and Association employees annually, and that the same be read or understood as the first order of business at all meetings of the membership of the Association. These revisions to the Pennsylvania Asphalt Pavement Association Antitrust Compliance Policies and Procedures, reviewed and approved at the May 7, 2019 official meeting of the Board of Directors, will go into effect immediately and be published in the 2019 Membership Directory.



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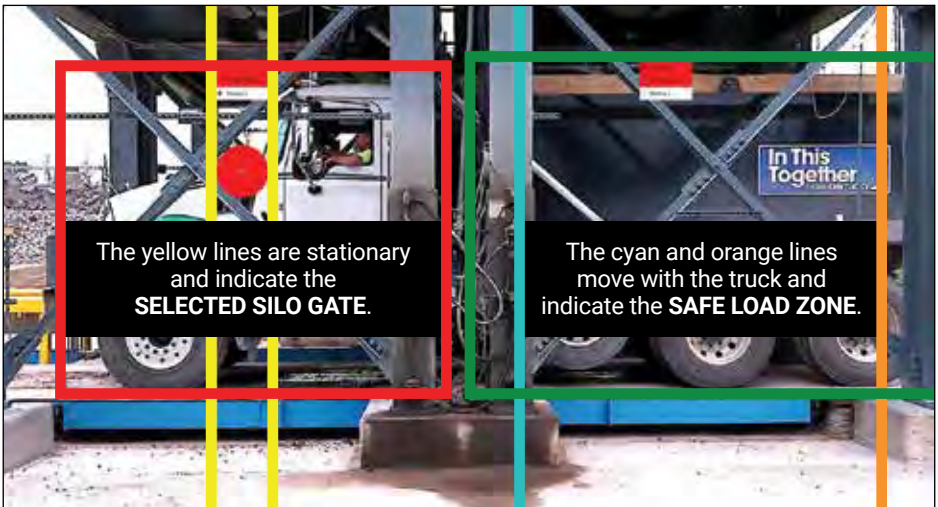


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