



Supplier Council Member

NATIONAL ASSOCIATION OF STATE DIRECTORS OF PUPIL TRANSPORTATION SERVICES BYLAWS Of the SUPPLIER COUNCIL

As of October 2022

Mission Statement:

To promote safe and efficient school transportation by ensuring that the interests, concerns, developments and capabilities of the Supplier Members of the industry are represented to the National Association of State Directors of Pupil Transportation Services [hereinafter referred to as NASDPTS.]

Purpose and Composition:

To represent the interests of the Supplier Members of the National Association of State Directors of Pupil Transportation Services. To provide a forum in which Council members can address technical and governmental relations issues concerning the manufacture of buses, equipment, and services to the school bus transportation industry.

[Excerpted from the Antitrust Guidelines and Acknowledgement]

OBJECTIVES

1. Advise NASDPTS regarding concerns, developments and capabilities of Supplier Members.
2. Support the mission and purposes of NASDPTS.
3. Provide NASDPTS with Supplier Member support in its efforts to represent school transportation to state, provincial and federal government agencies by testifying and preparing comments to the docket, etc.
4. Upon written request and direction of the NASDPTS's Executive Committee, speak on behalf of NASDPTS.
5. Assist NASDPTS in the development of position policy statements, not of a technical nature, on issues of industry concern.
6. Ensure participation of Supplier Council members in development of the National School Transportation Specifications & Procedures to include the following:
 - a. The Steering Committee will appoint Supplier Council member representatives

(minimum of two) to serve in an advisory capacity on National School Transportation Specifications & Procedures Writing and Interpretations Committees. At least one of these representatives shall be a member of the Steering Committee.

- b. The Steering Committee will provide a list of nominees drawn from all Supplier Member companies in good standing to serve as technical advisors during the National Congress on School Transportation.
- c. Supplier Council member representatives, including Steering Committee members, are appointed to serve the best interests of the entire school transportation industry.
- d. Develop greater participation in NASDPTS by Supplier Council members.

MEETINGS

The Supplier Council shall meet twice annually in conjunction with the STN Expo and on the last day of the NASDPTS annual conference. Invitations and announcements regarding these meetings will be sent to the members of NASDPTS.

The Steering Committee shall convene prior to the annual and semi-annual meetings of the Supplier Council at a time to be set by the chairperson of the Steering Committee. The chairperson of the Steering Committee may call ad hoc meetings as needed.

Floor action:

Supplier Council member companies and organizations may wish to put forward issues for Steering Committee consideration during the two annual meetings of the Supplier Council. Member companies or individuals who wish to do so shall contact the Steering Committee Chairperson a minimum of 14 days prior to the next scheduled meeting by e-mail, fax, regular mail, or telephone, to ensure that adequate time is available for discussion. Any supporting documents or information should also be submitted within this time frame to provide Steering Committee members adequate time to review the material prior to the meeting. While issues may be proposed from the floor, time restrictions might not allow for full consideration, and may result in their being tabled until the next meeting.

See Nominating Committee and Membership Committee for their meetings.

COMPOSITION

The Supplier Council of NASDPTS is a council comprised of companies worldwide, engaged in supplying equipment and services to the school transportation industry. Supplier Council membership shall be representatives of the Supplier Council categories as outlined in Article 3.1.2 of the NASDPTS's Constitution:

Organizations or firms engaged in any of the following: construction or manufacture of new school bus bodies and/or chassis; manufacturing or selling materials/components used in the manufacture of new school buses or in the school transportation aftermarket; supplying professional services that support school transportation; providing public or private pupil transportation or providing media coverage with a focus on school

transportation.

Membership on the School Transportation Supplier Council is held by Supplier Member companies and not by individuals.

All members of the Supplier Council via an up-to-date signature on the Antitrust Guidelines and Acknowledgement form shall acknowledge having read, understood and agreed to abide by the antitrust guidelines of the School Transportation Supplier Council of the National Association of State Directors of Pupil Transportation Services.

COMPOSITION AND SELECTION OF THE STEERING COMMITTEE

The Steering Committee of the NASDPTS Supplier Council shall be comprised of 11 individuals drawn from companies that are members in good standing of the Supplier Council at the time of the NASDPTS's annual meeting. Regular attendance at Steering Committee meetings and active participation in committee business is required.

The President of NASDPTS is a permanent non-voting member of the Steering Committee. In addition, past Chairpersons of the Steering Committee may serve as non-voting members of the committee so long as they are employees of a School Transportation Supplier Council company in good standing. The Immediate Past Chairperson may vote to break a tie.

ELIGIBILITY & QUALIFICATIONS FOR STEERING COMMITTEE

Any School Transportation Supplier Council company may request consideration for a seat on the Steering Committee by presenting relevant company and person selected as representative information on company letterhead to any current member of the Nominating Committee or the Steering Committee at least 10 days prior to Supplier Council meeting held in conjunction with the Annual NASDPTS Conference. The Nominating Committee shall recommend new members to the full Steering Committee. The request will be considered and voted upon at the annual meeting of the School Transportation Supplier Council held on the last day of the NASDPTS Annual Conference. Nominees will be admitted to the Committee upon the approval of a two-thirds vote of all members of the Steering Committee.

To be eligible for a seat on the Steering Committee, individuals must be designated in writing to NASDPTS as the representative of the School Transportation Supplier Council by the company's Vice President or equivalent executive management member. The individual so designated is expected to actively participate in the affairs of the Committee; substitutions for convenience sake are unacceptable. Nominees for a seat on the Steering Committee must be executive management level officials in a policy making position in their organization or be given authority by top management to act on behalf of their company.

Two bus body companies that manufacture Type C or Type D school buses and one company that manufactures only Type A and/or Type B school buses are always eligible for election to the Steering Committee. (The term of these memberships is subject to the same limitation as all other memberships.) To provide balance—no more than three representatives from competitive businesses are allowed.

In addition, nominees must meet the following criteria:

1. Must be employed by a School Transportation Supplier Council firm that must be in good standing with NASDPTS.
2. Must be willing to work without compensation and at their own expense on behalf of NASDPTS.
3. The company must have been a Supplier Council active member in good standing for a minimum of two consecutive years.

TERMS OF OFFICE

The term of office of a School Transportation Supplier Council company on the Steering Committee is three years. Member companies may serve up to two consecutive terms on the Committee; member companies are eligible for reelection to the Steering Committee after a one-year absence from the Committee.

With the exception of the past chairpersons, a School Transportation Supplier Council company may be represented by only one employee on the Steering Committee.

STEERING COMMITTEE VOTING RIGHTS

Only one vote per membership on the Steering Committee shall be allowed. Only dues-paying School Transportation Supplier Council member companies may vote. No proxy votes are permitted. Telephone, conference call, and/or e-mail letter votes are permissible when deemed necessary by the Chairperson.

A quorum is established when a simple majority of the Steering Committee members are present at a meeting. Except as specifically provided in the bylaws or in "Robert's Rules of Order, Newly Revised," all motions involving the normal conduct of business must be approved by a majority of the members present at a meeting. The Immediate Past Chairperson may vote to break a tie.

Voting members of the Steering Committee include the Chair, Vice-Chair, Secretary, Treasurer and the remaining seven members. The NASDPTS President and Executive Director also serve on the Steering Committee as non-voting members. The NASDPTS Member Services and/or Administrative Services staff [both non-voting] may attend the Steering Committee meetings to fulfill their staff responsibilities.

BYLAW AMENDMENTS

Amendments to the NASDPTS Supplier Council bylaws must be approved by a two-thirds vote of all members of the Steering Committee. No proxy votes are permitted. For bylaw amendments, the vote of members not present during bylaw considerations must be solicited and shall be accepted by mail/email. Telephone votes are not permitted for bylaw amendments. Supplier Council bylaws are subject to final approval of the NASDPTS's Executive Committee.

STEERING COMMITTEE OFFICER SELECTION, TERMS & RESPONSIBILITIES

The Steering Committee shall be headed by a Chairperson. Other officers of the Steering Committee shall include a Vice Chairperson, Treasurer and Secretary. Election of officers will take place annually after new members are seated on the Steering Committee. Terms of office shall be for three years. Officers are eligible

for reelection.

The chairperson shall rotate among the \$35,000 OEM Member School Bus Manufacturers and be elected to a two-year term of office. [Current Rotation order is IC, Blue Bird, and Thomas.] The chairperson must hold a position of Vice President or equivalent within their respective organization or be given authority by top management to act on behalf of their company.

In the event the chairperson is unable to complete his or her annual term, the vice chairperson shall assume the chair position for vacancies less than 6 months. The vice-chair must be the next company representative eligible for chair. If the expiration term is greater than 6 months—the vacancy will be filled by a replacement appointed by the vacated chair's company.

In the event of a vacancy in any of the officer positions, the position shall be filled within 60 days. Telephone, conference call, mail/email ballots will be accepted.

CHAIRPERSON RESPONSIBILITIES

1. The chairperson must be a \$35,000 OEM member.
2. Highest ranking member of School Transportation Supplier Council and chairperson of the Steering Committee.
3. Presides over the general membership meetings of the Supplier Council and all scheduled or called meetings of the Steering Committee.
4. Presides over the Nominating Committee.
5. Has a seat on the NASDPTS Executive Committee and is a member of the NASDPTS Board of Directors.
6. Provides NASDPTS input on activities within the various industries represented in the supplier membership to promote better understanding of mutual concerns.
7. Organizes and administers the Steering Committee.
8. Appoints ad hoc or standing committees.
9. Organizes the annual membership and mid-year meetings of the Steering Committee and Supplier Council [at the Annual NASDPTS Conference and STN Expo].
10. Coordinates the assistance of Supplier Members as needed by NASDPTS
11. Keeps appropriate records of Steering Committee business.

VICE-CHAIR RESPONSIBILITIES

1. Serves as Chair in the absence or resignation of the Chair.

SECRETARY

1. Provides minutes of all Steering Committee and Supplier Council meetings.
2. Ensures the minutes are submitted at the subsequent meeting for approval and posted on the NASDPTS Supplier Council web page.
3. Assists with ensuring all Supplier Council members have read, understood, agreed to, and signed the Antitrust Guidelines and Acknowledgement.
4. Assists with ensuring appropriate changes are made to the Supplier Council web page, including the Members Only Supplier Council information and the NASDPTS list serve.

TREASURER

1. The Treasurer shall give a report of the dues paid and unpaid of Supplier Member companies at the mid-year and annual Supplier Council membership meetings, and as requested by the Chair at Steering Committee meetings.
2. Coordinates with the NASDPTS treasurer to present a financial report to the Supplier Council meetings at the annual and semi-annual meetings.
3. Provides a Supplier Council view of the NASDPTS financial report, especially as it relates to the Supplier Council memberships and dues.

REASONS FOR DISMISSAL

A member shall be dismissed from membership on the Steering Committee for the following reasons:

1. The company drops membership or fails to keep dues paid on a current basis.
2. Regular attendance at Steering Committee meetings and active participation in committee business is required. Unexcused absence of two consecutive scheduled meetings terminates that company's membership on the Steering Committee (does not affect the company's membership in NASDPTS's Supplier Council).

STEERING COMMITTEE VACANCIES

Vacancies on the Steering Committee shall occur under the following circumstances:

1. Regularly scheduled turnover of term per the bylaws.
2. An un-expired vacancy. (The member company appointee to a vacant term shall serve out the un-expired term of the vacancy.)
3. Dismissal or resignation.

Vacancies will be filled as follows: The Nominating Committee is to recommend a new member company or companies to replace a vacancy within 60 days of the vacancy. After soliciting telephone and email ballots, the Chairperson is empowered to make the final appointment.

COMMITTEES

The Chairperson of the Supplier Council Steering Committee shall be able to appoint committees. These committees shall be chaired by members of the Steering Committee and be staffed by members of dues-paying supplier companies in good standing. A member of the Steering Committee can chair only one standing committee [see below].

Standing committees shall include a Nominating Committee, Bylaws Committee and Membership Committee.

NOMINATING COMMITTEE

The Nominating Committee shall consist of the Immediate Past Chair of the School Transportation Supplier Council [or an appointee of that company], the President of NASDPTS, and at least three other Steering Committee members chosen to represent all Supplier Members. Terms on the Nominating Committee shall be staggered as determined by the Steering Committee.

BYLAWS COMMITTEE

The Bylaws Committee shall consist of a past Chair of the Supplier Council Steering Committee, The President of the NASDPTS Executive Board and/or Executive Director, and at least two other members chosen to represent all Supplier Council members.

MEMBERSHIP COMMITTEE

The Membership Committee shall be chaired by a member of the Steering Committee and consist of at least three other members chosen to represent all Supplier Members. The purpose of the Membership Committee is to market membership in the NASDPTS Supplier Council among other companies eligible for membership and to assist the NASDPTS Member Services staff member in identifying and contacting prospects and encouraging member companies to continue active participation. The NASDPTS Member Services staff member shall be a member of the Membership Committee.

AD HOC COMMITTEES

Chair of committee may be appointed by Supplier Council Chair and should include a member of the Steering Committee.

SUPPLIER COUNCIL DUES

Dues shall be assessed of all qualified suppliers who wish to be affiliated with the NASDPTS Supplier Council. Dues shall be consistent with the NASDPTS Bylaws which state that Supplier Council Members shall establish their dues in accordance with the Supplier Council Bylaws. The dues structure may be changed by the Steering Committee in coordination with the Board of Directors of NASDPTS. Dues are assessed on a calendar year basis.

Members in good standing are listed on the NASDPTS Supplier Council web page, may have up to ten company employees on the NASDPTS list serve to receive NASDPTS messages sent out to the membership, have access to the NASDPTS Members Only page, and are eligible for using the NASDPTS logo and affiliation.

If a Supplier Member company withholds all or part of their membership dues by the mid-year meeting, the company shall no longer be a member in good standing. Members no longer in good standing are:

- Removed from the Supplier Council membership list on the NASDPTS web page.
- Removed from the list serve and are ineligible for accessing the Members Only page.

- They are ineligible to attend Supplier Council meetings and/or the NASDPTS Annual Conference.
- They are ineligible for displaying the NASDPTS logo or affiliation on their web sites or any printed material.

Listed below are the Supplier Council categories and dues as set by the Steering Committee March 20, 2017 and approved by the NASDPTS Board of Directors as of October 13, 2019.

\$35,000.00	Bluebird, Thomas Built Buses and IC Bus
\$10,000.00	Other School Bus Manufacturer (any other OEM School Bus Manufacturer) (\$7,500 New Member, 1 st year)
\$ 5,500.00	Major School Bus Component Manufacturer or Major School Transportation Provider (\$4,125 New Member, 1 st year)
\$ 1,500.00	Other School Transportation Provider School Bus component/Service Suppliers School Transportation Publishers (\$1,147 New Member, 1 st year)
\$ 500.00	Original Equipment Manufacturer (OEM) Dealership (\$375 New Member, 1 st year)

Complimentary conference registrations allowed with paid membership:

- Bluebird, Thomas Built Buses, IC Bus – 6
- Other School Bus Manufacturer – 2
- Major School Bus Component Manufacturer & Major School Transportation Provider – 1