

**BYLAWS OF THE YOUNG LEADERS COUNCIL
OF THE NATIONAL STONE, SAND & GRAVEL ASSOCIATION**

Article I - Membership

Section 1

Membership in the Young Leaders Council (YLC) shall consist of any Active Member, Associate Member, or Pulverized Minerals Division (PMD) Member of the National Stone, Sand & Gravel Association (NSSGA) that is 40 years of age or under. Definitions of Membership Classes are described in the Bylaws of the National Stone, Sand & Gravel Association.

Section 2

If a YLC member were 40 years of age at the YLC Annual Meeting, that person would still be considered an active member of the YLC and may attend the YLC events of the balance of the year. That person would not participate in the YLC activities in the following year.

Article II - Officers

The officers of the YLC shall consist of the Chairman and Vice Chairman. The Chairman and Vice Chairman shall serve no more than one one-year term in each respective capacity. The Chairman will select their Vice Chairman from the Active Members or PMD Members of the Steering Committee.

Article III - Steering Committee

Section 1

The Steering Committee shall consist of the Chairman and Vice Chairman of the YLC, not more than two Associate Members representing NSSGA's M & S Division, the Immediate Past Chairman of the YLC, and no more than 7 Active Members or PMD Members of NSSGA. The Steering Committee will be chaired by the Chairman of the YLC. At no time shall the total membership of the Steering Committee exceed eleven persons.

Section 2

Steering Committee members are eligible to serve two consecutive three-year terms or until that person reaches 40 years of age, whichever comes first.

Section 3

The Ex Officio Immediate Past Chairman will serve a one-year term on the Steering Committee and then return to the regular roster of the YLC.

Section 4

The Steering Committee representative(s) of the Manufacturers and Services (M & S) Division of NSSGA shall not be eligible for either the Chairman or Vice Chairman position of the YLC.

Section 5

Membership on the Steering Committee will be limited to one representative per NSSGA member company.

Section 6

The persons selected as Chairman and Vice Chairman shall assume their respective positions at the conclusion of the YLC Annual Meeting.

Article IV - Steering Committee Election Procedures

Section 1

Announcements of opportunities to fill future vacancies on the Steering Committee will be made to the full YLC membership by memo from the Chairman. Nominations for vacancies on the Steering Committee shall be submitted in writing to any member of the Steering Committee and that nomination will be considered by the entire Steering Committee.

Section 2

In the absence of a required number of nominees from the general YLC membership to fill the vacancies of the Steering Committee, Steering Committee members may nominate any person they desire who is eligible for election.

Section 3

Each member of the Steering Committee is entitled to one vote for the respective nominee of their choice for the open position on the Steering Committee. If more than one candidate is nominated for an open position on the Committee, a written ballot will be taken. If no candidate receives, on the first vote taken for the position, a majority of votes cast, the two persons receiving the highest number of votes, or more than two in the event of a tie, shall be voted upon. The one receiving the highest number of votes shall be declared elected to such position.

If there is more than one open position on the Steering Committee, the person receiving the next highest vote count will be elected to fill the next available position. This process will continue until all open positions of the Steering Committee are filled.

Section 4

The term of a current member of the Steering Committee will automatically roll-over to another three year term as long as the following applies: (a) the person has not reached 40 years of age before the beginning of the second term, (b) there is an expressed willingness of the Steering Committee member to continue in his/her capacity, and (c) no other member of the YLC has expressed interest in the open position.

If another member of the YLC has been nominated for the open position of the incumbent Steering Committee member, and the incumbent has an expressed interest in continuing in his/her capacity, then a balloted election shall take place to fill the open position.

Article V - Antitrust Compliance

The YLC shall conduct all its business, meetings and other affairs in strict compliance with NSSGA's "Resolution Concerning Antitrust Compliance Policies and Procedures", details of which are found in the Bylaws of NSSGA.

Article VI - Amendments

These bylaws may be amended or repealed by the affirmative vote of a majority of members of the Steering Committee either by returning mail ballots or being present and voting at any meeting of the Steering Committee, provided that the mail ballot or call of the meeting contains an explanation of the proposed amendment or repeal, including a statement of the reason(s).

Approved 2/8/98

Amended 3/24/99; Article III, Section 1, Section 4

Amended 4/9/00; Article III, Section 2; Article IV, Section 4