

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

2009

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

Open to Public Inspection

A For the 2009 calendar year, or tax year beginning and ending

| | | | | |
|--|--|--|--|--|
| B Check if applicable <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending | Please use IRS label or print or type See Specific Instructions | C Name of organization AMERICAN CONCRETE PAVEMENT ASSOCIATION Doing Business As | | D Employer identification number 36-2548294 |
| | | Number and street (or P.O. box if mail is not delivered to street address) Room/suite 5420 OLD ORCHARD ROAD A100 | | E Telephone number 847-966-2272 |
| | | City or town, state or country, and ZIP + 4 SKOKIE, IL 60077 | | G Gross receipts \$ 3,368,275. H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number |

I Tax-exempt status: 501(c) (6) (insert no.) 4947(a)(1) or 527

J Website: WWW.ACPA.ORG

K Form of organization: Corporation Trust Association Other **L Year of formation:** 1964 **M State of legal domicile:** IL

Part I Summary

| | | | | |
|------------------------------------|-----|---|---------------------------|--------------|
| Activities & Governance | 1 | Briefly describe the organization's mission or most significant activities: PROVIDES TECHNICAL SERVICES, INFORMATION AND EDUCATIONAL MATERIALS/PROGRAMS TO MEMBERS, STATE, | | |
| | 2 | Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets. | | |
| | 3 | Number of voting members of the governing body (Part VI, line 1a) | 3 | 37 |
| | 4 | Number of independent voting members of the governing body (Part VI, line 1b) | 4 | 37 |
| | 5 | Total number of employees (Part V, line 2a) | 5 | 15 |
| | 6 | Total number of volunteers (estimate if necessary) | 6 | 0 |
| | 7a | Total gross unrelated business revenue from Part VIII, column (C), line 12 | 7a | 0. |
| Revenue | 8 | Contributions and grants (Part VIII, line 1h) | Prior Year | Current Year |
| | 9 | Program service revenue (Part VIII, line 2g) | 3,477,784. | 2,722,742. |
| | 10 | Investment income (Part VIII, column (A), lines 3, 4, and 7d) | 747,578. | 570,974. |
| | 11 | Other revenue (Part VIII, column (A), lines 5, 6d, 8e, 9c, 10c, and 11e) | 55,233. | <1,140.> |
| | 12 | Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) | 4,316,502. | 3,323,102. |
| | 13 | Grants and similar amounts paid (Part IX, column (A), lines 13a-13d) | | |
| | 14 | Benefits paid to or for members (Part IX, column (A), line 4) | | |
| | 15 | Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) | 1,743,777. | 1,517,107. |
| | 16a | Professional fundraising fees (Part IX, column (A), line 11e) | | |
| | 16b | Total fundraising expenses (Part IX, column (D), line 25) | | |
| Expenses | 17 | Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f) | 2,787,331. | 2,240,960. |
| | 18 | Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) | 4,531,108. | 3,758,067. |
| | 19 | Revenue less expenses Subtract line 18 from line 12 | <214,606.> | <434,965.> |
| | 20 | Total assets (Part X, line 16) | Beginning of Current Year | End of Year |
| Net Assets or Fund Balances | 21 | Total liabilities (Part X, line 26) | 1,935,150. | 1,457,297. |
| | 22 | Net assets or fund balances Subtract line 21 from line 20 | 356,477. | 192,681. |
| | | | 1,578,673. | 1,264,616. |

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Sign Here: Signature of officer: *Gerald Voigt* Date: 6-15-2010
 Name and title: GERALD VOIGT, CEO

Paid Preparer's Use Only: Preparer's signature: *Peter A. Janta* Date: 6/11/10 Check if self-employed: Preparer's identifying number:
 Firm's name (or yours if self-employed), address, and ZIP + 4: RSM MCGLADREY, INC. 570 LAKE COOK ROAD, STE 300 DEERFIELD, ILLINOIS 60015
 Phone no.: 847-940-1300

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

SCANNED JUL 27 2010

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Part III Statement of Program Service Accomplishments

1. Briefly describe the organization's mission: SEE SCHEDULE O FOR CONTINUATION PROVIDES TECHNICAL SERVICES, INFORMATION AND EDUCATIONAL MATERIALS/PROGRAMS TO MEMBERS, STATE, FEDERAL AND LOCAL PUBLIC WORKS AGENCIES AND THE GENERAL PUBLIC. ACPA CONDUCTS AND/OR PARTICIPATES IN ROAD AND AIRFIELD RESEARCH TO DEVELOP STATE-OF-THE-ART, SAFE AND

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No If "Yes," describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ including grants of \$) (Revenue \$) MEETINGS, SEMINARS AND PROGRAMS TO DISSEMINATE INFORMATION ON CONCRETE PAVEMENT AND THE CONCRETE PAVEMENT INDUSTRY.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$) RESEARCH AND SUPPORT FOR RESEARCH TO IMPROVE CONCRETE PAVEMENT TECHNOLOGY.

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$) NEWSLETTERS AND PUBLICATIONS TO DISSEMINATE INFORMATION ON CONCRETE PAVEMENT AND THE CONCRETE PAVEMENT INDUSTRY.

4d Other program services. (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses \$

Part IV Checklist of Required Schedules

| | | Yes | No |
|-----|--|-----|----|
| 1 | Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> | | X |
| 2 | Is the organization required to complete Schedule B, Schedule of Contributors? | | X |
| 3 | Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i> | | X |
| 4 | Section 501(c)(3) organizations. Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i> | | |
| 5 | Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i> | X | |
| 6 | Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i> | | X |
| 7 | Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II..</i> | | X |
| 8 | Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> | | X |
| 9 | Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i> | | X |
| 10 | Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> | | X |
| 11 | Is the organization's answer to any of the following questions "Yes"? <i>If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i> | X | |
| | • Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI.</i> | | |
| | • Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i> | | |
| | • Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i> | | |
| | • Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX.</i> | | |
| | • Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i> | | |
| | • Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? <i>If "Yes," complete Schedule D, Part X.</i> | | |
| 12 | Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII.</i> | X | |
| 12A | Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional</i> | | |
| | | Yes | No |
| 12A | | | X |
| 13 | Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i> | | X |
| 14a | Did the organization maintain an office, employees, or agents outside of the United States? | | X |
| b | Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? <i>If "Yes," complete Schedule F, Part I</i> | | X |
| 14b | | | X |
| 15 | Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i> | | X |
| 16 | Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i> | | X |
| 17 | Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i> | | X |
| 18 | Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> | | X |
| 19 | Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> | | X |
| 20 | Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i> | | X |

Part IV Checklist of Required Schedules (continued)

| | Yes | No |
|---|-----|----|
| 21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> | | X |
| 22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> | | X |
| 23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> | X | |
| 24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i> | | X |
| 24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? | | |
| 24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? | | |
| 24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? | | |
| 25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> | | |
| 25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> | | |
| 26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i> | | X |
| 27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i> | | X |
| 28 Was the organization a party to a business transaction with one of the following parties, (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions) | | |
| 28a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| 28b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| 28c An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| 29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> | | X |
| 30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> | | X |
| 31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> | | X |
| 32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> | | X |
| 33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> | | X |
| 34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i> | X | |
| 35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> | | X |
| 36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> | | |
| 37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> | | X |
| 38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O | X | |

Part V Statements Regarding Other IRS Filings and Tax Compliance

| | | Yes | No |
|------------|--|------------|----|
| 1a | Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable. | | |
| | 1a 8 | | |
| b | Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. | | |
| | 1b 0 | | |
| c | Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? | | |
| | 1c | | |
| 2a | Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return. | | |
| | 2a 15 | | |
| b | If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return. (see instructions) | X | |
| 3a | Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return? | | X |
| b | If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O | | |
| | 3b | | |
| 4a | At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? | | X |
| b | If "Yes," enter the name of the foreign country: _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. | | |
| | 5a | | X |
| b | Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? | | X |
| | 5b | | |
| c | If "Yes," to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction? | | |
| | 5c | | |
| 6a | Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible? | | X |
| b | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? | | |
| | 6b | | |
| 7 | Organizations that may receive deductible contributions under section 170(c). | | |
| a | Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? | | |
| | 7a | | |
| b | If "Yes," did the organization notify the donor of the value of the goods or services provided? | | |
| | 7b | | |
| c | Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? | | |
| | 7c | | |
| d | If "Yes," indicate the number of Forms 8282 filed during the year. | | |
| | 7d | | |
| e | Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? | | |
| | 7e | | |
| f | Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | | |
| | 7f | | |
| g | For all contributions of qualified intellectual property, did the organization file Form 8899 as required? | | |
| | 7g | | |
| h | For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required? | | |
| | 7h | | |
| 8 | Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year? | | |
| | 8 | | |
| 9 | Sponsoring organizations maintaining donor advised funds. | | |
| a | Did the organization make any taxable distributions under section 4966? | | |
| | 9a | | |
| b | Did the organization make a distribution to a donor, donor advisor, or related person? | | |
| | 9b | | |
| 10 | Section 501(c)(7) organizations. Enter: | | |
| a | Initiation fees and capital contributions included on Part VIII, line 12. | 10a | |
| b | Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities. | 10b | |
| 11 | Section 501(c)(12) organizations. Enter: | | |
| a | Gross income from members or shareholders. | 11a | |
| b | Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.) | 11b | |
| 12a | Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? | 12a | |
| b | If "Yes," enter the amount of tax-exempt interest received or accrued during the year. | 12b | |

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Section A. Governing Body and Management

| | | Yes | No |
|----|---|-----|----|
| 1a | Enter the number of voting members of the governing body | | |
| 1b | Enter the number of voting members that are independent | | |
| 2 | Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? | | X |
| 3 | Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? | | X |
| 4 | Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed? | X | |
| 5 | Did the organization become aware during the year of a material diversion of the organization's assets? | | X |
| 6 | Does the organization have members or stockholders? | X | |
| 7a | Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body? | X | |
| 7b | Are any decisions of the governing body subject to approval by members, stockholders, or other persons? | | X |
| 8 | Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: | | |
| 8a | The governing body? | X | |
| 8b | Each committee with authority to act on behalf of the governing body? | X | |
| 9 | Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O | | X |

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

| | | Yes | No |
|-----|--|-----|----|
| 10a | Does the organization have local chapters, branches, or affiliates? | X | |
| 10b | If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization? | X | |
| 11 | Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form? | X | |
| 11A | Describe in Schedule O the process, if any, used by the organization to review this Form 990. | | |
| 12a | Does the organization have a written conflict of interest policy? If "No," go to line 13 | X | |
| 12b | Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts? | | X |
| 12c | Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done | X | |
| 13 | Does the organization have a written whistleblower policy? | X | |
| 14 | Does the organization have a written document retention and destruction policy? | X | |
| 15 | Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision? | | |
| 15a | The organization's CEO, Executive Director, or top management official | X | |
| 15b | Other officers or key employees of the organization | X | |
| 16a | Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? | | X |
| 16b | If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements? | | |

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed **NONE**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply
 Own website Another's website Upon request
- 19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:
ELKE ALLEN - 847-966-2272
5420 OLD ORCHARD ROAD #A100, SKOKIE, IL 60077

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's **current** key employees. See instructions for definition of "key employee."
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
 - List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
 - List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.
- List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if the organization did not compensate any current officer, director, or trustee

| (A) Name and Title | (B) Average hours per week | (C) Position (check all that apply) | | | | | | (D) Reportable compensation from the organization (W-2/1099-MISC) | (E) Reportable compensation from related organizations (W-2/1099-MISC) | (F) Estimated amount of other compensation from the organization and related organizations |
|---------------------------------|-------------------------------|--|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
| | | Individual trustee or director | Institutional trustee | Officer | Key employee | Highest compensated employee | Former | | | |
| SCOTT M. ASHMORE DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| THOMAS A. BECK DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| JIM A. BRASELTON DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| MARK R. BROWN DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| BRENT BURWELL DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| JOSEPH D. BUSH DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| PAUL CORR DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| LEET E. DENTON DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| DONALD L. DETWILER DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| MIKE EVANGELISTA DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| FARID K. HAMAD DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| TERRY HAMER DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| DAVID M. HOWARD DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| JENNE IMHOLTE DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| STEPHEN R. JACKSON DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| TERRENCE L. KRAEMER DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |
| WILLIAM R. LARSON DIRECTOR | 1.00 | X | | | | | 0. | 0. | 0. | |

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

| (A) Name and title | (B) Average hours per week | (C) Position (check all that apply) | | | | | | (D) Reportable compensation from the organization (W-2/1099-MISC) | (E) Reportable compensation from related organizations (W-2/1099-MISC) | (F) Estimated amount of other compensation from the organization and related organizations |
|---------------------------------|-------------------------------|--|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
| | | Individual trustee or director | Institutional trustee | Officer | Key employee | Highest compensated employee | Former | | | |
| BOB LEONARD DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| MIKE LIPPS DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| BRIAN MCCARTHY DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| GREG MCCORMICK DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| KEVIN W. MCMULLEN DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| RON A. MESKIS DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| RONNIE PRUITT DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| KARI D. SARAGUSA DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| ROBERT SEGHETTI DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| MICHAEL A. SHAYESON DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| 1b Total | | | | | | | | 1,283,076. | 0. | 174,188. |

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization **7**

| | Yes | No |
|---|-----|----|
| 3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i> | | X |
| 4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i> | X | |
| 5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i> | | X |

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. **NONE**

| (A) Name and business address | (B) Description of services | (C) Compensation |
|----------------------------------|--------------------------------|---------------------|
| | | |
| | | |
| | | |
| | | |
| | | |

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **0**

SEE SCHEDULE J-2 FOR PART VII, SECTION A CONTINUATION

| Part VII | | Statement of Revenue | | (A) | (B) | (C) | (D) | |
|--|---|---|--|---------------|------------------------------------|----------------------------|---|---------|
| | | | | Total revenue | Related or exempt function revenue | Unrelated business revenue | Revenue excluded from tax under sections 512, 513, or 514 | |
| Contributions, gifts, grants and other similar amounts | 1 a | Federated campaigns | 1a | | | | | |
| | b | Membership dues | 1b | 2722742. | | | | |
| | c | Fundraising events | 1c | | | | | |
| | d | Related organizations | 1d | | | | | |
| | e | Government grants (contributions) | 1e | | | | | |
| | f | All other contributions, gifts, grants, and similar amounts not included above | 1f | | | | | |
| | g | Noncash contributions included in lines 1a-1f \$ | | | | | | |
| | h | Total. Add lines 1a-1f | | | 2722742. | | | |
| Program Service Revenue | 2 a | MEETING FEES | Business Code 900099 | 252,228. | 252,228. | | | |
| | b | FAA/IPRF COOP AGRM | 900099 | 99,983. | 99,983. | | | |
| | c | RESEARCH REIMB | 900099 | 85,034. | 85,034. | | | |
| | d | PUBLICATION SALES | 451211 | 65,583. | 65,583. | | | |
| | e | EDUCATION INCOME | 900099 | 52,793. | 52,793. | | | |
| | f | All other program service revenue | 541519 | 15,353. | 15,353. | | | |
| | g | Total. Add lines 2a-2f | | | 570,974. | | | |
| | Other Revenue | 3 | Investment income (including dividends, interest, and other similar amounts) | | 23,188. | | | 23,188. |
| 4 | | Income from investment of tax-exempt bond proceeds | | | | | | |
| 5 | | Royalties | | | | | | |
| 6 a | | Gross Rents | (i) Real | (ii) Personal | | | | |
| | | b | Less: rental expenses | | | | | |
| | | c | Rental income or (loss) | | | | | |
| | | d | Net rental income or (loss) | | | | | |
| 7 a | | Gross amount from sales of assets other than inventory | (i) Securities | (ii) Other | | | | |
| | | b | Less: cost or other basis and sales expenses | | | | | |
| | | c | Gain or (loss) | | | | | |
| | | d | Net gain or (loss) | | | <24,328.> | <24,328.> | |
| 8 a | | Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 | a | | | | | |
| | | b | Less: direct expenses | b | | | | |
| | | c | Net income or (loss) from fundraising events | | | | | |
| 9 a | | Gross income from gaming activities. See Part IV, line 19 ... | a | | | | | |
| | b | Less: direct expenses | b | | | | | |
| | c | Net income or (loss) from gaming activities | | | | | | |
| 10 a | Gross sales of inventory, less returns and allowances | a | | | | | | |
| | b | Less: cost of goods sold | b | | | | | |
| | c | Net income or (loss) from sales of inventory | | | | | | |
| Miscellaneous Revenue | | Business Code | | | | | | |
| 11 a | MISC INCOME | 900099 | | 30,526. | 30,526. | | | |
| b | | | | | | | | |
| c | | | | | | | | |
| d | All other revenue | | | | | | | |
| e | Total. Add lines 11a-11d | | | 30,526. | | | | |
| 12 | Total revenue. See instructions. | | | 3323102. | 577,172. | 0. | 23,188. | |

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII. | (A) Total expenses | (B) Program service expenses | (C) Management and general expenses | (D) Fundraising expenses |
|---|-----------------------|---------------------------------|--|-----------------------------|
| 1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21 | | | | |
| 2 Grants and other assistance to individuals in the U.S. See Part IV, line 22 | | | | |
| 3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16 | | | | |
| 4 Benefits paid to or for members | | | | |
| 5 Compensation of current officers, directors, trustees, and key employees | 723,907. | | | |
| 6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) | | | | |
| 7 Other salaries and wages | 570,046. | | | |
| 8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions) | 136,142. | | | |
| 9 Other employee benefits | | | | |
| 10 Payroll taxes | 87,012. | | | |
| 11 Fees for services (non-employees) | | | | |
| a Management | | | | |
| b Legal | 42,439. | | | |
| c Accounting | 23,450. | | | |
| d Lobbying | | | | |
| e Professional fundraising services. See Part IV, line 17 | | | | |
| f Investment management fees | | | | |
| g Other | | | | |
| 12 Advertising and promotion | 54,669. | | | |
| 13 Office expenses | 51,050. | | | |
| 14 Information technology | 9,018. | | | |
| 15 Royalties | | | | |
| 16 Occupancy | 73,980. | | | |
| 17 Travel | 90,211. | | | |
| 18 Payments of travel or entertainment expenses for any federal, state, or local public officials | | | | |
| 19 Conferences, conventions, and meetings | 303,186. | | | |
| 20 Interest | | | | |
| 21 Payments to affiliates | | | | |
| 22 Depreciation, depletion, and amortization | 17,574. | | | |
| 23 Insurance | 234,667. | | | |
| 24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.) | | | | |
| a <u>INTERNATIONAL GROOVING</u> | 677,913. | | | |
| b <u>CONCRETE PAVEMENT TECH</u> | 400,000. | | | |
| c <u>FEDERAL AVIATION ADMINI</u> | 94,311. | | | |
| d <u>CONSULTANT FEES</u> | 35,004. | | | |
| e <u>AWARDS AND RECONGNITION</u> | 20,400. | | | |
| f All other expenses | 113,088. | | | |
| 25 Total functional expenses. Add lines 1 through 24f | 3,758,067. | | | |
| 26 Joint costs. Check here <input type="checkbox"/> if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation | | | | |

Part X Balance Sheet

| | | (A) Beginning of year | | (B) End of year | |
|------------------------------------|---|--|------------|--------------------|------------|
| Assets | 1 | Cash - non-interest-bearing | 149,030. | 1 | 89,825. |
| | 2 | Savings and temporary cash investments | 146,799. | 2 | 176,281. |
| | 3 | Pledges and grants receivable, net | 28,397. | 3 | 9,672. |
| | 4 | Accounts receivable, net | 97,332. | 4 | 124,578. |
| | 5 | Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L | | 5 | |
| | 6 | Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L | | 6 | |
| | 7 | Notes and loans receivable, net | | 7 | |
| | 8 | Inventories for sale or use | 89,910. | 8 | 61,481. |
| | 9 | Prepaid expenses and deferred charges | 49,812. | 9 | 52,961. |
| | 10a | Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D | 297,746. | | |
| | 10b | Less: accumulated depreciation | 247,490. | | |
| | | | 18,643. | 10c | 50,256. |
| | 11 | Investments - publicly traded securities | 1,345,900. | 11 | 888,538. |
| | 12 | Investments - other securities. See Part IV, line 11 | | 12 | |
| | 13 | Investments - program-related. See Part IV, line 11 | | 13 | |
| | 14 | Intangible assets | | 14 | |
| 15 | Other assets. See Part IV, line 11 | 9,327. | 15 | 3,705. | |
| 16 | Total assets. Add lines 1 through 15 (must equal line 34) | 1,935,150. | 16 | 1,457,297. | |
| Liabilities | 17 | Accounts payable and accrued expenses | 350,452. | 17 | 151,585. |
| | 18 | Grants payable | | 18 | |
| | 19 | Deferred revenue | 6,025. | 19 | 41,096. |
| | 20 | Tax-exempt bond liabilities | | 20 | |
| | 21 | Escrow or custodial account liability. Complete Part IV of Schedule D | | 21 | |
| | 22 | Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L | | 22 | |
| | 23 | Secured mortgages and notes payable to unrelated third parties | | 23 | |
| | 24 | Unsecured notes and loans payable to unrelated third parties | | 24 | |
| | 25 | Other liabilities. Complete Part X of Schedule D | | 25 | |
| | 26 | Total liabilities. Add lines 17 through 25 | 356,477. | 26 | 192,681. |
| Net Assets or Fund Balances | Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34. | | | | |
| | 27 | Unrestricted net assets | 1,578,673. | 27 | 1,264,616. |
| | 28 | Temporarily restricted net assets | | 28 | |
| | 29 | Permanently restricted net assets | | 29 | |
| | Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34. | | | | |
| | 30 | Capital stock or trust principal, or current funds | | 30 | |
| | 31 | Paid-in or capital surplus, or land, building, or equipment fund | | 31 | |
| | 32 | Retained earnings, endowment, accumulated income, or other funds | | 32 | |
| 33 | Total net assets or fund balances | 1,578,673. | 33 | 1,264,616. | |
| 34 | Total liabilities and net assets/fund balances | 1,935,150. | 34 | 1,457,297. | |

Part XI Financial Statements and Reporting

- 1 Accounting method used to prepare the Form 990 Cash Accrual Other _____
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- b Were the organization's financial statements audited by an independent accountant?
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both.
 Separate basis Consolidated basis Both consolidated and separate basis
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

| | Yes | No |
|----|-----|----|
| | | |
| 2a | | X |
| 2b | X | |
| 2c | X | |
| | | |
| 3a | | X |
| 3b | | |

Form 990 (2009)

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities
For Organizations Exempt From Income Tax Under section 501(c) and section 527

OMB No 1545-0047

2009

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organization is described below.**
▶ **Attach to Form 990 or Form 990-EZ.** ▶ **See separate instructions.**

If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part VI, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," to Form 990, Part IV, line 5 (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

| | |
|---|---|
| Name of organization AMERICAN CONCRETE PAVEMENT ASSOCIATION | Employer identification number 36-2548294 |
|---|---|

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV

2 Political expenditures ▶ \$ _____

3 Volunteer hours _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No

4a Was a correction made? Yes No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____

4 Did the filing organization file Form 1120-POL for this year? Yes No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which payments were made. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

| (a) Name | (b) Address | (c) EIN | (d) Amount paid from filing organization's funds. If none, enter -0- | (e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0- |
|----------|-------------|---------|--|---|
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A Check if the filing organization belongs to an affiliated group
 B Check if the filing organization checked box A and "limited control" provisions apply.

| Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.) | (a) Filing organization's totals | (b) Affiliated group totals | | | | | | | | | | | | |
|--|---|--|--------------------|------------------------------|---|---|---|---|--|--|-------------------|--------------|--|--|
| 1a Total lobbying expenditures to influence public opinion (grass roots lobbying) | | | | | | | | | | | | | | |
| b Total lobbying expenditures to influence a legislative body (direct lobbying) | | | | | | | | | | | | | | |
| c Total lobbying expenditures (add lines 1a and 1b) | | | | | | | | | | | | | | |
| d Other exempt purpose expenditures | | | | | | | | | | | | | | |
| e Total exempt purpose expenditures (add lines 1c and 1d) | | | | | | | | | | | | | | |
| f Lobbying nontaxable amount. Enter the amount from the following table in both columns. | | | | | | | | | | | | | | |
| <table border="1" style="width: 100%;"> <thead> <tr> <th style="text-align: left;">If the amount on line 1e, column (a) or (b) is:</th> <th style="text-align: left;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table> | If the amount on line 1e, column (a) or (b) is: | The lobbying nontaxable amount is: | Not over \$500,000 | 20% of the amount on line 1e | Over \$500,000 but not over \$1,000,000 | \$100,000 plus 15% of the excess over \$500,000 | Over \$1,000,000 but not over \$1,500,000 | \$175,000 plus 10% of the excess over \$1,000,000 | Over \$1,500,000 but not over \$17,000,000 | \$225,000 plus 5% of the excess over \$1,500,000 | Over \$17,000,000 | \$1,000,000. | | |
| If the amount on line 1e, column (a) or (b) is: | The lobbying nontaxable amount is: | | | | | | | | | | | | | |
| Not over \$500,000 | 20% of the amount on line 1e | | | | | | | | | | | | | |
| Over \$500,000 but not over \$1,000,000 | \$100,000 plus 15% of the excess over \$500,000 | | | | | | | | | | | | | |
| Over \$1,000,000 but not over \$1,500,000 | \$175,000 plus 10% of the excess over \$1,000,000 | | | | | | | | | | | | | |
| Over \$1,500,000 but not over \$17,000,000 | \$225,000 plus 5% of the excess over \$1,500,000 | | | | | | | | | | | | | |
| Over \$17,000,000 | \$1,000,000. | | | | | | | | | | | | | |
| g Grassroots nontaxable amount (enter 25% of line 1f) | | | | | | | | | | | | | | |
| h Subtract line 1g from line 1a. If zero or less, enter -0- | | | | | | | | | | | | | | |
| i Subtract line 1f from line 1c. If zero or less, enter -0- | | | | | | | | | | | | | | |
| j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? | | <input type="checkbox"/> Yes <input type="checkbox"/> No | | | | | | | | | | | | |

4-Year Averaging Period Under Section 501(h)
 (Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

| Lobbying Expenditures During 4-Year Averaging Period | | | | | |
|--|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) | (a) 2006 | (b) 2007 | (c) 2008 | (d) 2009 | (e) Total |
| 2a Lobbying nontaxable amount | | | | | |
| b Lobbying ceiling amount (150% of line 2a, column(e)) | | | | | |
| c Total lobbying expenditures | | | | | |
| d Grassroots nontaxable amount | | | | | |
| e Grassroots ceiling amount (150% of line 2d, column (e)) | | | | | |
| f Grassroots lobbying expenditures | | | | | |

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

| | (a) | | (b) |
|--|-----|----|--------|
| | Yes | No | Amount |
| 1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of: | | | |
| a Volunteers? | | | |
| b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? | | | |
| c Media advertisements? | | | |
| d Mailings to members, legislators, or the public? | | | |
| e Publications, or published or broadcast statements? | | | |
| f Grants to other organizations for lobbying purposes? | | | |
| g Direct contact with legislators, their staffs, government officials, or a legislative body? | | | |
| h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means? | | | |
| i Other activities? If "Yes," describe in Part IV | | | |
| j Total. Add lines 1c through 1i | | | |
| 2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)? | | | |
| b If "Yes," enter the amount of any tax incurred under section 4912 | | | |
| c If "Yes," enter the amount of any tax incurred by organization managers under section 4912 | | | |
| d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year? | | | |

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

| | Yes | No |
|---|-----|----|
| 1 Were substantially all (90% or more) dues received nondeductible by members? | | X |
| 2 Did the organization make only in-house lobbying expenditures of \$2,000 or less? | X | |
| 3 Did the organization agree to carryover lobbying and political expenditures from the prior year? | | X |

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, lines 1 and 2 are answered "No" OR if Part III-A, line 3 is answered "Yes."

| | | |
|---|-----------|--|
| 1 Dues, assessments and similar amounts from members | 1 | |
| 2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid). | | |
| a Current year | 2a | |
| b Carryover from last year | 2b | |
| c Total | 2c | |
| 3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues | 3 | |
| 4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year? | 4 | |
| 5 Taxable amount of lobbying and political expenditures (see instructions) | 5 | |

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4; Part I-C, line 5; and Part II-B, line 1. Also, complete this part for any additional information.

Schedule D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization

AMERICAN CONCRETE PAVEMENT ASSOCIATION

Employer identification number

36-2548294

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

| | (a) Donor advised funds | (b) Funds and other accounts |
|---|-------------------------|--|
| 1 Total number at end of year | | |
| 2 Aggregate contributions to (during year) | | |
| 3 Aggregate grants from (during year) | | |
| 4 Aggregate value at end of year | | |
| 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? | | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? | | <input type="checkbox"/> Yes <input type="checkbox"/> No |

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

| | |
|--|--|
| 1 Purpose(s) of conservation easements held by the organization (check all that apply) | |
| <input type="checkbox"/> Preservation of land for public use (e.g., recreation or pleasure) | <input type="checkbox"/> Preservation of an historically important land area |
| <input type="checkbox"/> Protection of natural habitat | <input type="checkbox"/> Preservation of a certified historic structure |
| <input type="checkbox"/> Preservation of open space | |
| 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year. | |
| | Held at the End of the Tax Year |
| a Total number of conservation easements | 2a |
| b Total acreage restricted by conservation easements | 2b |
| c Number of conservation easements on a certified historic structure included in (a) | 2c |
| d Number of conservation easements included in (c) acquired after 8/17/06 | 2d |
| 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ | |
| 4 Number of states where property subject to conservation easement is located ▶ | |
| 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| 6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ | |
| 7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ | |
| 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| 9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements | |

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8

- 1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items
- b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
- (i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- (ii) Assets included in Form 990, Part X ▶ \$ _____
- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items:
- a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- b Assets included in Form 990, Part X ▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3. Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____
4. Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.
5. During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a. Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b. If "Yes," explain the arrangement in Part XIV and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a. Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b. If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10

| | (a) Current year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|--|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance | | | | | |
| b Contributions | | | | | |
| c Net investment earnings, gains, and losses | | | | | |
| d Grants or scholarships | | | | | |
| e Other expenditures for facilities and programs | | | | | |
| f Administrative expenses | | | | | |
| g End of year balance | | | | | |

2. Provide the estimated percentage of the year end balance held as:
- a Board designated or quasi-endowment ▶ _____%
 - b Permanent endowment ▶ _____%
 - c Term endowment ▶ _____%

3a. Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
- (ii) related organizations

| | Yes | No |
|--------|-----|----|
| 3a(i) | | |
| 3a(ii) | | |
| 3b | | |

b. If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4. Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Investments - Land, Buildings, and Equipment. See Form 990, Part X, line 10

| Description of investment | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|--|--------------------------------------|---------------------------------|------------------------------|----------------|
| 1a Land | | | | |
| b Buildings | | | | |
| c Leasehold improvements | | | | |
| d Equipment | | 297,746. | 247,490. | 50,256. |
| e Other | | | | |
| Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c)) | | | | 50,256. |

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

| | | | |
|----|---|----|------------|
| 1 | Total revenue (Form 990, Part VIII, column (A), line 12) | 1 | 3,323,102. |
| 2 | Total expenses (Form 990, Part IX, column (A), line 25) | 2 | 3,758,067. |
| 3 | Excess or (deficit) for the year Subtract line 2 from line 1 | 3 | <434,965.> |
| 4 | Net unrealized gains (losses) on investments | 4 | 120,908. |
| 5 | Donated services and use of facilities | 5 | |
| 6 | Investment expenses | 6 | |
| 7 | Prior period adjustments | 7 | |
| 8 | Other (Describe in Part XIV.) | 8 | |
| 9 | Total adjustments (net). Add lines 4 through 8 | 9 | 120,908. |
| 10 | Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9 | 10 | <314,057.> |

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

| | | | |
|---|---|----|------------|
| 1 | Total revenue, gains, and other support per audited financial statements | 1 | 3,444,007. |
| 2 | Amounts included on line 1 but not on Form 990, Part VIII, line 12: | | |
| a | Net unrealized gains on investments | 2a | 120,905. |
| b | Donated services and use of facilities | 2b | |
| c | Recoveries of prior year grants | 2c | |
| d | Other (Describe in Part XIV.) | 2d | |
| e | Add lines 2a through 2d | 2e | 120,905. |
| 3 | Subtract line 2e from line 1 | 3 | 3,323,102. |
| 4 | Amounts included on Form 990, Part VIII, line 12, but not on line 1: | | |
| a | Investment expenses not included on Form 990, Part VIII, line 7b | 4a | |
| b | Other (Describe in Part XIV.) | 4b | |
| c | Add lines 4a and 4b | 4c | 0. |
| 5 | Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.) | 5 | 3,323,102. |

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

| | | | |
|---|---|----|------------|
| 1 | Total expenses and losses per audited financial statements | 1 | 3,758,067. |
| 2 | Amounts included on line 1 but not on Form 990, Part IX, line 25: | | |
| a | Donated services and use of facilities | 2a | |
| b | Prior year adjustments | 2b | |
| c | Other losses | 2c | |
| d | Other (Describe in Part XIV.) | 2d | |
| e | Add lines 2a through 2d | 2e | 0. |
| 3 | Subtract line 2e from line 1 | 3 | 3,758,067. |
| 4 | Amounts included on Form 990, Part IX, line 25, but not on line 1: | | |
| a | Investment expenses not included on Form 990, Part VIII, line 7b | 4a | |
| b | Other (Describe in Part XIV.) | 4b | |
| c | Add lines 4a and 4b | 4c | 0. |
| 5 | Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18) | 5 | 3,758,067. |

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4, Part IV, lines 1b and 2b; Part V, line 4, Part X, line 2; Part XI, line 8, Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b Also complete this part to provide any additional information.

FIN 48 FOOTNOTE:

ON JANUARY 1, 2009, ACPA ADOPTED THE ACCOUNTING STANDARD ON ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES, WHICH ADDRESSES THE DETERMINATION OF WHETHER TAX BENEFITS CLAIMED OR EXPECTED TO BE CLAIMED ON A TAX RETURN SHOULD BE RECORDED IN THE FINANCIAL STATEMENTS. UNDER THIS GUIDANCE, ACPA MAY RECOGNIZE THE TAX BENEFIT FROM AN UNCERTAIN TAX POSITION ONLY IF IT IS MORE LIKELY THAN NOT THAT THE TAX POSITION WILL BE SUSTAINED ON EXAMINATION BY TAXING AUTHORITIES, BASED ON THE TECHNICAL MERITS OF THE

Part XIV Supplemental Information (continued)

POSITION. EXAMPLES OF TAX POSITIONS INCLUDE THE TAX-EXEMPT STATUS OF ACPA, AND VARIOUS POSITIONS RELATED TO THE POTENTIAL SOURCES OF UNRELATED BUSINESS TAXABLE INCOME (UBIT). THE TAX BENEFITS RECOGNIZED IN THE FINANCIAL STATEMENTS FROM SUCH A POSITION ARE MEASURED BASED ON THE LARGEST BENEFIT THAT HAS A GREATER THAN 50 PERCENT LIKELIHOOD OF BEING REALIZED UPON ULTIMATE SETTLEMENT. THE GUIDANCE ON ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES ALSO ADDRESSES DE-RECOGNITION, CLASSIFICATION, INTEREST AND PENALTIES ON INCOME TAXES, AND ACCOUNTING IN INTERIM PERIODS. AT JANUARY 1, 2009 AND DECEMBER 31, 2009, THERE WERE NO MATERIAL UNRECOGNIZED TAX BENEFITS IDENTIFIED OR RECORDED AS LIABILITIES. ACPA HAD NO UNRELATED TAXABLE BUSINESS INCOME FOR THE YEARS ENDED DECEMBER 31, 2009 AND 2008.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest
Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990,
Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization

AMERICAN CONCRETE PAVEMENT ASSOCIATION

Employer identification number

36-2548294

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain.

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply.

- | | |
|--|---|
| <input type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?

If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?

If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III.

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs. section 53.4958-4(a)(3)? If "Yes," describe in Part III.

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

| | Yes | No |
|-----------|-----|----------|
| | | |
| 1b | | |
| 2 | | |
| | | |
| 4a | | X |
| 4b | | X |
| 4c | | X |
| | | |
| 5a | | |
| 5b | | |
| | | |
| 6a | | |
| 6b | | |
| | | |
| 7 | | |
| | | |
| 8 | | |
| | | |
| 9 | | |

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2009

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

| (A) Name | (B) Breakdown of W-2 and/or 1099-MISC compensation | | | (C) Retirement and other deferred compensation | (D) Nontaxable benefits | (E) Total of columns (B)(i)-(D) | (F) Compensation reported in prior Form 990 or Form 990-EZ |
|-----------------|--|-------------------------------------|-------------------------------------|--|-------------------------|---------------------------------|--|
| | (i) Base compensation | (ii) Bonus & incentive compensation | (iii) Other reportable compensation | | | | |
| GERALD F. VOIGT | (i) | 239,003. | | 24,015. | 9,763. | 272,781. | |
| | (ii) | | | | | | |
| JOHN ROBERTS | (i) | 190,780. | | 19,284. | 3,160. | 213,224. | |
| | (ii) | | | | | | |
| LARRY SCOFIELD | (i) | 136,811. | | 13,800. | 3,418. | 154,029. | |
| | (ii) | | | | | | |
| LEIF WATHNE | (i) | 140,547. | | 14,600. | 5,947. | 161,094. | |
| | (ii) | | | | | | |
| MICHAEL AYERS | (i) | 154,697. | | 15,550. | 3,197. | 173,444. | |
| | (ii) | | | | | | |
| | (i) | | | | | | |
| | (ii) | | | | | | |
| | (i) | | | | | | |
| | (ii) | | | | | | |
| | (i) | | | | | | |
| | (ii) | | | | | | |
| | (i) | | | | | | |
| | (ii) | | | | | | |
| | (i) | | | | | | |
| | (ii) | | | | | | |
| | (i) | | | | | | |
| | (ii) | | | | | | |
| | (i) | | | | | | |
| | (ii) | | | | | | |

SCHEDULE J-2

(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Form 990

▶ Attach to Form 990 to list additional information for Form 990, Part VII, Section A, line 1a.

▶ See the Instructions for Form 990.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the Organization

AMERICAN CONCRETE PAVEMENT ASSOCIATION

Employer Identification number

36-2548294

Part I Continuation of Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

| (A) Name and title | (B) Average hours per week | (C) Position (check all that apply) | | | | | | (D) Reportable compensation from the organization (W-2/1099-MISC) | (E) Reportable compensation from related organizations (W-2/1099-MISC) | (F) Estimated amount of other compensation from the organization and related organizations |
|--|-------------------------------|--|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
| | | Individual trustee or director | Institutional trustee | Officer | Key employee | Highest compensated employee | Former | | | |
| RICK SNIEGOWSKI DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| FRANK SURIANELLO DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| JAMES M. TANNER DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| STEVEN L. TRITSCH DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| FRANCISCO UZCATEGUI DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| PAUL VON BERG DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| BRENT J. WEBER DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| MIKE ZIGNEGO DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| RONALD F. ZINK DIRECTOR | 1.00 | X | | | | | | 0. | 0. | 0. |
| WILLIAM DAVENPORT VP | 40.00 | | | X | | | | 130,793. | 0. | 17,525. |
| GERALD F. VOIGT CEO | 40.00 | | | X | | | | 239,003. | 0. | 33,778. |
| JOHN ROBERTS VP | 40.00 | | | X | | | | 190,780. | 0. | 22,444. |
| ELKE ALLEN VP/COMPTROLLER | 40.00 | | | X | | | | 70,533. | 0. | 9,427. |
| ANDREW GIERALTOWSKI VP/SECRETARY | 40.00 | | | X | | | | 92,798. | 0. | 17,478. |
| LARRY SCOFIELD DIRECTOR OF PAVEMENT INN | 40.00 | | | | | X | | 136,811. | 0. | 17,218. |
| LEIF WATHNE VP HIGHWAYS | 40.00 | | | | | X | | 140,547. | 0. | 20,547. |
| MICHAEL AYERS DIR. EDUC. FOR DESIGN & | 40.00 | | | | | X | | 154,697. | 0. | 18,747. |
| GARY MITCHELL DIR. AIRPORTS & PAVEMENT | 40.00 | | | | | X | | 127,114. | 0. | 17,024. |
| | | | | | | | | | | |
| | | | | | | | | | | |

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization

AMERICAN CONCRETE PAVEMENT ASSOCIATION

Employer identification number

36-2548294

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

FEDERAL AND LOCAL PUBLIC WORKS AGENCIES AND THE GENERAL PUBLIC. ACPA
CONDUCTS AND/OR PARTICIPATES IN ROAD AND AIRFIELD RESEARCH TO DEVELOP
STATE-OF-THE-ART, SAFE AND DURABLE CONCRETE PAVEMENTS THAT REQUIRE
MINIMAL MAINTENANCE AND REDUCE CONGESTION RESULTING FROM THE MORE
FREQUENT REPAIR NEEDS OF PETROLEUM-BASED PAVING MATERIALS. THE ACPA
HAS BEEN A LEADER IN CREATING AWARENESS OF THE NEED TO REDUCE THE
NUMBER OF INJURIES AND FATALITIES THAT OCCUR ON U.S. ROADS BECAUSE OF
DEFICIENCIES. ACPA ALSO HAS BEEN A LEADER IN PURSUING PAVEMENT DESIGN
AND CONSTRUCTION THAT IS MORE SUSTAINABLE AND ENVIRONMENTALLY FRIENDLY.

FORM 990 PART III LINE 1 ,DESCRIPTION OF ORGANIZATION MISSION:

DURABLE CONCRETE PAVEMENTS THAT REQUIRE MINIMAL MAINTENANCE AND REDUCE
CONGESTION RESULTING FROM THE MORE FREQUENT REPAIR NEEDS OF
PETROLEUM-BASED PAVING MATERIALS. THE ACPA HAS BEEN A LEADER IN
CREATING AWARENESS OF THE NEED TO REDUCE THE NUMBER OF INJURIES AND
FATALITIES THAT OCCUR ON U.S. ROADS, BECAUSE OF DEFICIENCIES. ACPA
ALSO HAS BEEN A LEADER IN PURSUING PAVEMENT DESIGN AND CONSTRUCTION
THAT IS MORE SUSTAINABLE AND ENVIRONMENTALLY FRIENDLY.

FORM 990, PART VI, SECTION A, LINE 4: THE ORGANIZATION AMENDED THE BYLAWS
EFFECTIVE DECEMBER 3, 2009. PLEASE SEE THE ATTACHED FOR DETAILS ON THE
REVISIONS.

FORM 990, PART VI, SECTION A, LINE 6: THE ORGANIZATION CONSISTS OF 37
INDEPENDENT BOARD OF DIRECTORS AND 414 MEMBERS.

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization

AMERICAN CONCRETE PAVEMENT ASSOCIATION

Employer identification number

36-2548294

FORM 990, PART VI, SECTION A, LINE 7A: THE ORGANIZATION'S MEMBERS AND STOCKHOLDERS MAY ELECT ONE OR MORE MEMBERS OF THE GOVERNING BODY.

FORM 990, PART VI, SECTION B, LINE 11: THE COMPTROLLER, EXECUTIVE DIRECTOR, & FINANCE COMMITTEE REVIEW THE TAX RETURN BEFORE IT IS MAILED TO THE INTERNAL REVENUE SERVICE.

FORM 990, PART VI, SECTION B, LINE 12C: THE ACPA RELIES ON THE PROFESSIONAL INTEGRITY OF ITS DIRECTORS NOTING THAT CONFLICTS ARE OFTEN EVIDENT TO THE PERSON IN SUCH A CIRCUMSTANCE. SHOULD AN ACPA STAFF, OFFICER OR DIRECTOR DETERMINE A CONFLICT HAS ARISEN WITH ANOTHER STAFF MEMBER, OFFICER, OR DIRECTOR, THEY ARE OBLIGATED TO DISCLOSE THE SITUATION.

FORM 990 PART VI SECTION B ,LINE 15: THE CHIEF EXECUTIVE'S SALARY IS DETERMINED BY AN INDEPENDENT PERFORMANCE REVIEW BY THE ASSOCIATION'S COMPENSATION COMMITTEE. THE COMPENSATION COMMITTEE LOOKS AT ALL ASPECTS OF COMPENSATION, INCLUDING WORK QUALITY, TYPE AND LEVEL OR SERVICE, ACHIEVEMENTS BEYOND EXPECTATIONS, AS WELL AS HOW COMPENSATION COMPARES TO OTHER INDUSTRY POSITIONS.

OTHER THAN CHIEF EXECUTIVE OFFICER, ACPA OFFICERS ARE NOT COMPENSATED POSITIONS. FOR OTHER EMPLOYEES, THE STARTING COMPENSATION IS SET BY THE CHIEF EXECUTIVE IN CONSULTATION WITH MEMBERS OF THE COMPENSATION COMMITTEE.

FORM 990, PART VI, SECTION C, LINE 19: THE ORGANIZATION PROVIDES ITS

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization

AMERICAN CONCRETE PAVEMENT ASSOCIATION

Employer identification number

36-2548294

DOCUMENTS UPON REQUEST.

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a** Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity
- b** Gift, grant, or capital contribution to other organization(s)
- c** Gift, grant, or capital contribution from other organization(s)
- d** Loans or loan guarantees to or for other organization(s)
- e** Loans or loan guarantees by other organization(s)

- f** Sale of assets to other organization(s)
- g** Purchase of assets from other organization(s)
- h** Exchange of assets
- i** Lease of facilities, equipment, or other assets to other organization(s)

- j** Lease of facilities, equipment, or other assets from other organization(s)
- k** Performance of services or membership or fundraising solicitations for other organization(s)
- l** Performance of services or membership or fundraising solicitations by other organization(s)
- m** Sharing of facilities, equipment, mailing lists, or other assets
- n** Sharing of paid employees

- o** Reimbursement paid to other organization for expenses
- p** Reimbursement paid by other organization for expenses
- q** Other transfer of cash or property to other organization(s)
- r** Other transfer of cash or property from other organization(s)

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

| | (a) Name of other organization(s) | (b) Transaction type (a-r) | (c) Amount involved |
|-----|---|-------------------------------|------------------------|
| (1) | INNOVATIVE PAVEMENT RESEARCH FOUNDATION | B | 13,000. |
| (2) | INNOVATIVE PAVEMENT RESEARCH FOUNDATION | K | 10,257. |
| (3) | | | |
| (4) | | | |
| (5) | | | |
| (6) | | | |

Name(s) shown on return

Depreciation and Amortization 990
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

Business or activity to which this form relates

Identifying number

AMERICAN CONCRETE PAVEMENT ASSOCIATION FORM 990 PAGE 10 36-2548294

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I

| | | | |
|----|---|------------------------------|------------------|
| 1 | Maximum amount See the instructions for a higher limit for certain businesses | 1 | 250,000. |
| 2 | Total cost of section 179 property placed in service (see instructions) | 2 | |
| 3 | Threshold cost of section 179 property before reduction in limitation | 3 | 800,000. |
| 4 | Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0- | 4 | |
| 5 | Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions | 5 | |
| 6 | (a) Description of property | (b) Cost (business use only) | (c) Elected cost |
| 7 | Listed property. Enter the amount from line 29 | 7 | |
| 8 | Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7 | 8 | |
| 9 | Tentative deduction. Enter the smaller of line 5 or line 8 | 9 | |
| 10 | Carryover of disallowed deduction from line 13 of your 2008 Form 4562 | 10 | |
| 11 | Business income limitation. Enter the smaller of business income (not less than zero) or line 5 | 11 | |
| 12 | Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11 | 12 | |
| 13 | Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12 | 13 | |

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

| | | | |
|----|--|----|---------|
| 14 | Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year | 14 | |
| 15 | Property subject to section 168(f)(1) election | 15 | |
| 16 | Other depreciation (including ACRS) | 16 | 17,574. |

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

| | | | |
|----|--|----|--|
| 17 | MACRS deductions for assets placed in service in tax years beginning before 2009 | 17 | |
| 18 | If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/> | | |

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation (business/investment use only - see instructions) | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|--------------------------------|--------------------------------------|--|---------------------|----------------|------------|----------------------------|
| 19a 3-year property | | | | | | |
| b 5-year property | | | | | | |
| c 7-year property | | | | | | |
| d 10-year property | | | | | | |
| e 15-year property | | | | | | |
| f 20-year property | | | | | | |
| g 25-year property | | | 25 yrs. | | S/L | |
| h Residential rental property | / | | 27.5 yrs. | MM | S/L | |
| | / | | 27.5 yrs. | MM | S/L | |
| i Nonresidential real property | / | | 39 yrs. | MM | S/L | |
| | / | | | MM | S/L | |

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

| | | | | | | |
|----------------|---|--|---------|----|-----|--|
| 20a Class life | | | | | S/L | |
| b 12-year | | | 12 yrs. | | S/L | |
| c 40-year | / | | 40 yrs. | MM | S/L | |

Part IV Summary (See instructions)

| | | | |
|----|--|----|---------|
| 21 | Listed property. Enter amount from line 28 | 21 | |
| 22 | Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr. | 22 | 17,574. |
| 23 | For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs | 23 | |

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

| 24a Do you have evidence to support the business/investment use claimed? <input type="checkbox"/> Yes <input type="checkbox"/> No | | 24b If "Yes," is the evidence written? <input type="checkbox"/> Yes <input type="checkbox"/> No | | | | | | |
|---|-------------------------------|--|-------------------------------|--|---------------------------|------------------------------|----------------------------------|---------------------------------------|
| (a) Type of property (list vehicles first) | (b) Date placed in service | (c) Business/ investment use percentage | (d) Cost or other basis | (e) Basis for depreciation (business/investment use only) | (f) Recovery period | (g) Method/ Convention | (h) Depreciation deduction | (i) Elected section 179 cost |
| 25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use | | | | | | | 25 | |
| 26 Property used more than 50% in a qualified business use: | | | | | | | | |
| | | % | | | | | | |
| | | % | | | | | | |
| | | % | | | | | | |
| 27 Property used 50% or less in a qualified business use: | | | | | | | | |
| | | % | | | | S/L - | | |
| | | % | | | | S/L - | | |
| | | % | | | | S/L - | | |
| 28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 | | | | | | | 28 | |
| 29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 | | | | | | | | 29 |

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

| 30 Total business/investment miles driven during the year (do not include commuting miles) | (a) Vehicle | | (b) Vehicle | | (c) Vehicle | | (d) Vehicle | | (e) Vehicle | | (f) Vehicle | |
|--|----------------|--|----------------|--|----------------|--|----------------|--|----------------|--|----------------|--|
| | | | | | | | | | | | | |
| 31 Total commuting miles driven during the year | | | | | | | | | | | | |
| 32 Total other personal (noncommuting) miles driven | | | | | | | | | | | | |
| 33 Total miles driven during the year. Add lines 30 through 32 | | | | | | | | | | | | |
| 34 Was the vehicle available for personal use during off-duty hours? | Yes | | Yes | | Yes | | Yes | | Yes | | Yes | |
| | | | | | | | | | | | | |
| 35 Was the vehicle used primarily by a more than 5% owner or related person? | Yes | | Yes | | Yes | | Yes | | Yes | | Yes | |
| | | | | | | | | | | | | |
| 36 Is another vehicle available for personal use? | Yes | | Yes | | Yes | | Yes | | Yes | | Yes | |
| | | | | | | | | | | | | |

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons

| 37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? | Yes | No |
|---|-----|----|
| | | |
| 38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners | | |
| 39 Do you treat all use of vehicles by employees as personal use? | | |
| 40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received? | | |
| 41 Do you meet the requirements concerning qualified automobile demonstration use? | | |

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

| (a) Description of costs | (b) Date amortization begins | (c) Amortizable amount | (d) Code section | (e) Amortization period or percentage | (f) Amortization for this year |
|--|---------------------------------|---------------------------|---------------------|--|-----------------------------------|
| 42 Amortization of costs that begins during your 2009 tax year: | | | | | |
| | | | | | |
| 43 Amortization of costs that began before your 2009 tax year | | | | | 43 |
| 44 Total. Add amounts in column (f). See the instructions for where to report | | | | | 44 |

2009 DEPRECIATION AND AMORTIZATION REPORT

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| Asset No | Description | Date Acquired | Method | Life | C o n v | Line No | Unadjusted Cost Or Basis | Bus % Excl | Section 179 Expense | * Reduction in Basis | Basis For Depreciation | Beginning Accumulated Depreciation | Current Sec 179 Expense | Current Year Deduction | Ending Accumulated Depreciation |
|----------|------------------------------------|---------------|--------|------|---------|---------|--------------------------|------------|---------------------|----------------------|------------------------|------------------------------------|-------------------------|------------------------|---------------------------------|
| | MACHINERY & EQUIPMENT | | | | | | | | | | | | | | |
| 1 | F & P - SKOKIE | VARIOUS | SL | 5.00 | | HYL6 | 77,582. | | | | 77,582. | 77,582. | | 0. | 77,582. |
| 2 | F & P - SKOKIE | 07/01/01 | SL | 5.00 | | HYL6 | 587. | | | | 587. | 587. | | 0. | 587. |
| 3 | F & P - SKOKIE | 07/01/02 | SL | 5.00 | | HYL6 | 17,222. | | | | 17,222. | 17,222. | | 0. | 17,222. |
| 4 | F & P - WASH | 07/01/02 | SL | 5.00 | | HYL6 | 37,217. | | | | 37,217. | 37,217. | | 0. | 37,217. |
| 5 | F & P - WASH | 07/01/01 | SL | 5.00 | | HYL6 | 2,520. | | | | 2,520. | 2,520. | | 0. | 2,520. |
| 6 | F & P - SKOKIE | 07/01/03 | SL | 5.00 | | HYL6 | 8,742. | | | | 8,742. | 8,742. | | 0. | 8,742. |
| 7 | F & P - SKOKIE | 07/01/04 | SL | 5.00 | | HYL6 | 16,607. | | | | 16,607. | 16,607. | | 0. | 16,607. |
| 8 | F & P - SKOKIE | 07/01/05 | SL | 5.00 | | HYL6 | 47,214. | | | | 47,214. | 45,638. | 1,576. | 1,576. | 47,214. |
| 9 | F & P - WASHINGTON | 07/01/05 | 200DB | 7.00 | | HYL7 | 2,794. | | | | 2,794. | 2,794. | | 0. | 2,794. |
| 10 | F & P - SKOKIE | 07/01/06 | SL | 5.00 | | HYL6 | 15,274. | | | | 15,274. | 13,460. | 641. | 641. | 14,101. |
| 11 | F & P - SKOKIE | 07/01/07 | SL | 5.00 | | HYL6 | 14,564. | | | | 14,564. | 6,723. | 4,692. | 4,692. | 11,415. |
| 12 | F & P - SKOKIE | 06/26/08 | SL | 5.00 | | HYL6 | 8,232. | | | | 8,232. | 820. | 1,647. | 1,647. | 2,467. |
| | * 990 PAGE 10 TOTAL | | | | | | 248,555. | | | | 248,555. | 229,912. | 8,556. | 8,556. | 238,468. |
| | MACHINERY & EQUIPMENT | | | | | | | | | | | | | | |
| | TRANSPORTATION EQUIPMENT | | | | | | | | | | | | | | |
| | AUTOMOBILE - CHRYSLER ASPEN | | | | | | | | | | | | | | |
| 13 | 2009 | 01/30/09 | SL | 5.00 | | HYL6 | 49,190. | | | | 49,190. | 0. | 9,018. | 9,018. | 9,018. |
| | * 990 PAGE 10 TOTAL | | | | | | 49,190. | | | | 49,190. | 0. | 9,018. | 9,018. | 9,018. |
| | TRANSPORTATION EQUIPMENT | | | | | | | | | | | | | | |
| | OTHER | | | | | | | | | | | | | | |

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| Asset No | Description | Date Acquired | Method | Life | C o n v | Line No | Unadjusted Cost Or Basis | Bus % Excl | Section 179 Expense | * Reduction In Basis | Basis For Depreciation | Beginning Accumulated Depreciation | Current Sec 179 Expense | Current Year Deduction | Ending Accumulated Depreciation |
|----------|--------------------------------|---------------|--------|------|------------------|---------|--------------------------|------------|---------------------|----------------------|------------------------|------------------------------------|-------------------------|------------------------|---------------------------------|
| 14 | (D)F & F - SKOKIE | 01/01/00 | SL | 5.00 | | HV16 | 15,789. | | | | 15,789. | 15,789. | | 0. | 0. |
| 15 | (D)F & F - SKOKIE | 07/01/04 | SL | 5.00 | | HV16 | 3,146. | | | | 3,146. | 3,146. | | 0. | 0. |
| | * 990 PAGE 10 TOTAL OTHER | | | | | | 18,935. | | | | 18,935. | 18,935. | | 0. | 0. |
| | * GRAND TOTAL 990 PAGE 10 DEPR | | | | | | 316,680. | | | | 316,680. | 248,847. | | 17,574. | 247,486. |



**AMERICAN CONCRETE
PAVEMENT ASSOCIATION**

BYLAWS

Adopted December 3, 2009

BYLAWS

AMERICAN CONCRETE PAVEMENT ASSOCIATION

ARTICLE I – NAME

The name of the corporation¹ is American Concrete Pavement Association (hereinafter the “Association”).

ARTICLE II – PURPOSES

Section 1. The purposes of the Association are stated in the Articles of Incorporation and are elaborated further herein:

- (a) To create and maintain a strong national presence through dynamic, strategic leadership; effective technical expertise and resources; and persuasive advocacy on behalf of the concrete pavement industry,
- (b) To maintain a cohesive national group of organizations and individuals having mutual interests in the field of concrete pavement construction, as well as pavement design and rehabilitation, including preservation, restoration, resurfacing, and reconstruction,
- (c) To foster and maintain an organization of the highest ethical and technical standards that properly represents and effectively advocates the members’ interests,
- (d) To develop information, programs and materials that assist Association members and local promotion organizations in improving and maintaining high standards of quality, performance, workmanship and promotion,
- (e) To support research and technology dissemination on new and existing technologies, for the purpose of improving all aspects of concrete pavements used for airports, highways, streets, roads, and industrial/commercial facilities, and
- (f) To pursue other activities deemed useful or desirable to further the interests of the public and of the members of the Association.

ARTICLE III – MEMBERS

Section 1. **Eligibility.** Any entity engaged in the concrete paving industry directly or indirectly (contractor, manufacturer, distributor, supplier, consultant, engineer, research organization, service business, association or individual) shall be eligible to become a member of the Association, subject to the payment of dues as established by the Board of Directors.

Section 2. **Admission.** An eligible applicant shall become a member of the Association upon approval of an application by the Board of Directors and an undertaking to comply with these by-laws, including payment of dues. An applicant may be denied membership where the Board of Directors concludes that such membership would be inconsistent with the best interests of the Association.

An Applicant shall apply in the membership classification that best fits the primary nature of its business, and may be denied membership into a category deemed by the Board of Directors to be improper.

¹ The American Concrete Paving Association was founded in 1964 and was incorporated as a nonprofit corporation under the laws of the State of Illinois on September 24, 1964. The name of the organization was changed to the American Concrete Pavement Association in 1979.

- Section 3. Rights and Privileges.** Any member in good standing may exercise the rights and privileges as determined by the Board of Directors and set forth in these bylaws, including:
- (a) The right to be an officer and/or director;
 - (b) The right to vote for directors and upon other matters as required by law or authorized by the Board of Directors from time to time, each member having one vote;
 - (c) The right to participate in Association committees and activities;
 - (d) The right to receive benefits made available to all members from time to time.
- Section 4. General Duty of Membership.** Each member is expected to meet standards of skill and integrity, to give aid to and support to the opening statement of principles and purposes set forth in these bylaws, to support the standards of ethical conduct promulgated by the Board of Directors, to comply with applicable laws, and to meet its dues, assessments and other financial obligations to the Association.
- Section 5. Use of Emblem.** A member has the right to publicize its membership in this Association. A member may use the Association's emblem or logo on stationary, signs, offices, equipment and elsewhere, but shall not use the emblem in any manner or fashion that:
- (a) Will or tend to adversely affect or reflect upon the dignity or prestige of the Association,
 - (b) Will or tend to confuse the public with respect to the standards or purpose of the Association, or
 - (c) Expresses or implies, directly or indirectly, whether in advertising, promotional, marketing or technical information or otherwise, that the Association endorses or has approved such member's specific products or services.
- Section 6. Termination.** A member may be terminated or suspended from membership by the Board of Directors for failure to comply with the general duties of membership, after notice and an opportunity to be heard are given to the member whose membership termination or suspension is under consideration.
- Section 7. Resignation.** A member may resign from membership immediately upon written notice to the President & CEO, but only after making provision for the payment of all dues, assessments, and indebtedness to the Association incurred to the time of resignation.
- Section 8. Transfer of Membership.** The Board of Directors may provide for the transfer of memberships to those meeting the eligibility and admission requirements in Sections 1 and 2 of this Article upon death, dissolution, or reorganization of a member, subject to such restrictions or limitations the Board of Directors deems appropriate.
- Section 9. Change of Member Name.** A member who changes its business title or company name may transfer its membership to the newly named entity if assurance, satisfactory to the President & CEO, is given that a material change in the membership or ownership of the firm or corporation has not taken place. The records of the Association shall be changed without affecting the standing or obligations of the member. Where the President & CEO concludes that a material change in the membership or ownership of the entity has occurred, the Board of Directors shall review the change and consider termination. If terminated, the new entity must apply for membership under an appropriate membership classification and dues category.
- Section 10. Consolidation of Members.** If two (2) or more members consolidate businesses, the newly established entity is afforded continued membership under a new name, if changed, or under the name of one of the consolidated members; in such instances, the continuance of membership shall be predicated on payment by such entity of dues at the rate consistent with the characteristics of the consolidated entity.
- Section 11. Obligation of Members.** All members shall be deemed to have agreed to be bound by the Articles of Incorporation, these bylaws, policies approved by the Board of Directors,

affiliation agreements with chapters or affiliates of the Association, and all obligations contained in any of the foregoing.

ARTICLE IV – MEMBER CLASSIFICATIONS

Section 1. Membership Classifications.

The following membership classes are established, subject to Section 2 of this Article.

- (a) Contractor Members. A contractor member shall be an entity directly engaged in one or more of the following types of work:
 - 1) paving concrete highways, airports, streets, roads, shoulders, industrial or parking areas;
 - 2) sawing or sealing pavement joints, or texturing pavement surfaces;
 - 3) restoring concrete pavements by overlaying, patching, stabilizing, diamond grinding, joint/crack resealing, or retrofitting dowel bars and reinforcing,
 - 4) building or repairing roller-compacted concrete pavement;
 - 5) placing or repairing precast pavements;
 - 6) placing related features, including: stabilized subbases, barriers and bridges.
- (b) Cementitious Materials Company Members. A cementitious material company member shall be an entity directly engaged in either:
 - 1) manufacturing, distributing or selling Portland cement or blended cement;
 - 2) distributing or selling supplementary cementitious materials (fly ash, slag, or others).
- (c) Material Manufacturer/Supplier. A material manufacturer/supplier member shall be an entity that manufactures or supplies essential materials (other than Portland cement, supplementary cementitious materials, or ready mix concrete) for use by contractors directly in pavement construction, rehabilitation or maintenance.
- (d) Material Hauler Members. A material hauler member shall be an entity that hauls material and supplies, other than ready-mixed concrete, to paving contractors.
- (e) Ready Mix Supplier Members. A ready mix supplier member shall be an entity that produces and supplies ready mixed concrete to paving contractors.
- (f) Equipment Manufacturer/Distributor Members. An equipment manufacturer/distributor member shall be an entity that manufactures and/or distributes equipment for use by contractors directly in pavement construction, rehabilitation, maintenance or testing.
- (g) Allied Industry Members. An allied industry member shall be an entity that manufactures/distributes/sells upstream products (products that are not used directly in paving, or pavement, but may be materials, components, or parts used in the manufacture or fabrication of value-added products that are produced and distributed by companies meeting the other membership classifications).
- (h) Consultant and Service Business Members. A consultant and service business member shall be an entity providing consultancy or other services for engineering design, construction management, field testing, laboratory testing, forensic evaluation, technology transfer, training, research, local insurance, bonding, surety, professional development or publishing to the concrete pavement industry.
- (i) Allied Association Members. An allied association member shall be an independent not-for-profit organization representing groups with interest and objectives parallel to

and compatible with those of the Association. Local paving or pavement associations that are otherwise qualified to hold a charter as a chapter of the Association under Article V are not eligible to join through the allied association member category.

- (j) **Individual Affiliate Members.** An individual affiliate member shall be an individual not actually engaged as an employee of a company that is a contractor, cementitious material company, material manufacturer/supplier, material hauler, ready mix concrete supplier, equipment manufacturer/distributor, professional consultant or trade association, but who is interested in advancing the purposes of the Association as stated in the articles of incorporation and bylaws.
- (k) **Honorary Life Members.** Honorary life members are elected by a unanimous vote of the Board of Directors at a meeting at which a quorum is present or by means of mail ballot, email ballot or any other means of electronic transmission approved by the Board of Directors. Honorary life membership recognizes an individual for his/her performance of distinguished service for the Association, the industry or the Nation. Such an Honorary Member shall be entitled to the privilege of membership as an individual without payment of dues.

Section 2. **Changes in Membership Classifications.** The Board of Directors, by an affirmative vote of two-thirds of a quorum of the Board of Directors, may from time to time change or abolish any or all of the membership classes set forth in Article IV, Section 1, and may create new membership classes.

ARTICLE V – CHAPTERS

Section 1. **Establishment.** The Association may grant terminable charters or enter into affiliation agreements with independent not-for-profit organizations with similar interests in expanding the use of and improving the quality of concrete pavements. A group so chartered or affiliated shall be designated as a “chapter” or “affiliate” of the Association.

Section 2. **Definition.** Each chapter or affiliate must operate within a contiguous geographic area that may include an entire state, a portion of a state or several states as local conditions may warrant. The specific geographic boundaries for a chapter or affiliate shall be defined explicitly in the charter and affiliation documents.

Section 3. **Chapter or Affiliate Conduct.** Each chapter or affiliate shall conduct its affairs in such manner as will maintain the standards of the Association, and meet its obligations expressed in charter/affiliation agreements.

Section 4. **Chapter or Affiliate Dues and Volume Dues.** Each chapter or affiliate may levy local dues or volume dues in accordance with its own rules and regulations for operation within its defined geographic area, provided that such dues do not unreasonably discriminate against any member of the Association or any applicant for membership in the Association.

Section 5. **Chapter or Affiliate Termination.** The charter or affiliation agreement of a chapter or affiliate may be suspended or terminated by the Board of Directors for failure to comply with these bylaws, or for acts injurious to the best interests of the Association or the public, after notice and an opportunity to be heard are given to the chapter or affiliate the suspension or termination of whose charter or affiliation is under consideration.

ARTICLE VI – DUES

- Section 1.** **Establishment.** The dues for each membership classification shall be determined and established from time to time by the Board of Directors. Representative members of each membership classification and/or chapters or affiliates may be consulted and informed on proposed changes as the Board deems necessary, or as required by chapter or affiliate charter/affiliation agreements. Dues rates for all membership classifications shall be reviewed annually by the Board of Directors.
- Section 2.** **Use.** Dues paid by any member, regardless of membership classification, shall be used to finance the operations of the Association and to insure continuity of service to Association members in a manner consistent with the purposes as established in Article II and the not-for-profit nature of the Association.
- Section 3.** **Reporting and Collecting.** The Board of Directors shall establish the rules and regulations for reporting, scheduling and collecting dues in accordance with applicable law, including any dues that are assessed based upon volume of work.
- Section 4.** **Payment.** All members, regardless of membership classification, shall be legally bound to pay all dues and assessments in accordance with the requirements adopted by the Board of Directors until such time as the member resigns from membership in writing, or the Board of Directors terminates or suspends the membership.

Any member who has not paid dues in accordance with the requirements adopted by the Board of Directors shall be notified of delinquency by the Association within 30 days of the payment due date. If a third notice of delinquency shall be necessary it shall be made by certified mail. If payment to the appropriate collection office is not made within thirty (30) days of a third notice of delinquency, the member shall be listed as "Not in Good Standing" and shall forfeit its rights and privileges of membership until final determination as to termination or suspension is made by the Board of Directors.

ARTICLE VII – OFFICERS

- Section 1.** **Officers.** The officers of the Association shall be a President & Chief Executive Officer, a Treasurer, a Secretary and such other officers as the Board of Directors may from time to time determine to be appropriate for the efficient operation of the Association.
- Section 2.** **Appointments.** The officers of the Association shall be appointed annually by the Board of Directors at the regular annual meeting of the Board of Directors. The officers shall serve until their successors are appointed.
- Section 3.** **Removal.** Any officer appointed by the Board of Directors may be removed, either with or without cause, by the Board of Directors whenever in its sole judgment the best interests of the Association shall be served thereby.
- Section 4.** **Resignation.** Any officer may resign at any time by giving written notice to the Association, but without prejudice to the rights, if any, of the Association under any contract to which the officer is a party. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein, and the acceptance of such resignation shall not be necessary to make it effective.
- Section 5.** **Vacancies.** Any vacancy occurring in any officer position shall be filled by the Board of Directors. An officer appointed to fill a vacancy shall begin serving immediately and shall serve for the unexpired term of his/her predecessor in office.

- Section 6.** **President & Chief Executive Officer (CEO).** The President shall be the Chief Executive Officer and, subject to the control of the Board of Directors, shall be responsible for the management and direction of the Association. He/she shall preside at all meetings of the members and shall attend meetings of the Board of Directors and its committees. He/she may execute and deliver any and all agreements and instruments made by and in behalf of the Association, sign orders on the treasury, hire and discharge employees, and shall see to the enforcement of these bylaws and carry into execution all resolutions of the Association and the Board of Directors.
- Section 7.** **Treasurer.** The Treasurer shall have responsibility to provide that the Association has sufficient funding to carry out its stated aims and objectives, and that the Association spends and collects monies in accordance with such rules and regulations, and in reasonable accordance with the budget, approved by the Board of Directors. The Treasurer shall report the financial condition of the Association at all regularly called meetings of the Board of Directors; and shall have such powers and perform such other duties as shall be assigned by the Board of Directors, the Chairman of the Board of Directors, or the President & CEO.
- Section 8.** **Secretary.** The Secretary shall attend or be represented at all meetings of the Board of Directors and members, and record all proceedings thereof in the books to be kept for that purpose; give, or cause to be given, notice of all meetings of the Board of Directors and members in accordance with the provisions of these bylaws or as required by law; have custody of the Association records and of the seal of the Association, and affix, or cause to be affixed, the seal of the Association to all instruments requiring the seal, and attest the same; and shall have such powers and perform such other duties as shall be assigned by the Board of Directors, the Chairman of the Board, or the President & CEO. The Secretary may appoint a recording secretary to assist the officer in such record-keeping duties as the Secretary may direct.

ARTICLE VIII - MEETING OF MEMBERS

- Section 1.** **Annual Meetings.** The annual meeting of the members of the Association shall be held on a date and at a time and place designated by the Board of Directors. Initial notice of such meeting shall be given at least fifteen (15) days before the meeting.
- Section 2.** **Special Meetings.** Special meetings shall be held upon the call of the President & CEO, at the direction of the Board of Directors, or upon written request of at least ten percent of the members. Initial notice of the date, time, place and purpose of the meeting shall be given at least ten (10) days before the meeting. No business other than that specified in the meeting notice shall be considered at any special meeting.
- Section 3.** **Meeting Notices.** Notice of each annual or special meeting stating the date, time and place shall be given by mail or email to the members directed to each member's address as it appears upon the records of the Association. A member shall be deemed to have waived any objection to improper notice if such member attends such meeting without specifically stating, prior to or at the commencement of the meeting, an objection on grounds that proper notice was not given.
- Section 4.** **Quorum.** Ten (10%) percent of the total membership represented in person or by properly executed written proxy shall constitute a quorum for the conduct of business at any annual or special meeting of the members. In the absence of a quorum, the members present may adjourn the meeting from time to time until a quorum is present.
- Section 5.** **Actions.** The vote of a majority of the members present (either in person or by properly-executed written proxy) at a meeting in which a quorum is present, shall constitute the action of the members, except as otherwise provided in these bylaws. If any matter (other than the election of Directors) is brought to the floor of the annual meeting of the members which was not provided in the final meeting notice, such matter may be tabled

upon the vote of one-third of those members present (either in person or by properly-executed written proxy).

ARTICLE IX – BOARD OF DIRECTORS

Section 1. **Authority and Responsibility.** The affairs and property of the Association shall be managed by the Board of Directors, which shall consist of a minimum of seventeen (17) and a maximum of twenty-two (22) voting directors. The President & CEO will serve on the Board as a non-voting member. The Board of Directors shall from time to time establish the Association's policies; and shall actively promote the Association's objectives and supervise the disbursement of the Association's funds. The Board of Directors shall adopt such rules and regulations for the conduct of the Association's business as it shall deem necessary.

Section 2. **Eligibility.** An executive or employee appointed by a member to represent its interests in the Association shall be eligible for election to the Board of Directors. If any director shall cease to be eligible, the director shall automatically cease to be a director. No person will be eligible to serve as a director while another person who is a representative of the same member or one of the member's affiliates is then serving as a director.

Section 3. **Election.** Directors shall be elected by the members at the annual meeting of the members, or by means of mail ballot, email ballot or any other means of electronic transmission approved by the Board of Directors, and in compliance with those terms of affiliation agreements providing for representation on the Association's Board, provided however that the Immediate Past Chair will become a member of the board *ex officio* as provided in Section 4 of this Article.

Section 4. **Chairman of the Board.** The Board of Directors shall elect, annually, a Chairman of the Board of Directors. The Chairman of the Board of Directors shall preside at all meetings of the Members and of the Board of Directors. He/she may sign with the Treasurer, or any other proper officer of the Association authorized by the Board of Directors, any deeds, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or by statute to some other officer or agent of the Association; and in general he/she shall perform all duties incident to the office of Chairman of the Board, and perform such other duties as may be prescribed by the Board of Directors from time to time.

The Chairman of the Board, upon completion of his/her term, shall become Immediate Past Chair and retain voting privileges as a member of the Board of Directors for a term of one (1) year. As Immediate Past Chair, he/she shall also be Chair of any Nominating Committee created by the Board of Directors.

Section 5. **Vice Chairman.** The Board of Directors shall elect, annually, a Vice Chairman of the Board of Directors. In the absence of the Chairman of the Board, or in the event of his/her inability or refusal to act, the Vice Chairman shall perform the duties of the Chairman of the Board and when so acting, shall have the powers of the Chairman of the Board subject to all accompanying restrictions.

The Vice Chairman shall perform such other duties as from time to time may be assigned to him/her by the Chairman of the Board or by the Board of Directors.

Section 6. **Second Vice Chairman.** The Board of Directors shall elect, annually, a Second Vice Chairman of the Board of Directors. In the absence of the Chairman or the Vice Chairman (or in the event of his/her absence, such other person as the Second Vice Chairman has designated) shall perform the duties of the Chairman of the Board and when so acting, shall have the powers of the Chairman of the Board subject to all accompanying restrictions.

The Second Vice Chairman shall perform such other duties as from time to time may be assigned to him/her by the Chairman of the Board or by the Board of Directors.

- Section 7.** **Emeritus Directors.** At the discretion of the Board of Directors, members of long-standing and experience in the business of the Association may be nominated for election to the Board of Directors as Emeritus Directors.
- Section 8.** **Term Length.** The term of each voting director shall be three years, provided that in the initial election of directors immediately following the adoption of these by-laws approximately one-third of the directors may be elected to two-year terms and approximately one-third of the directors may be elected to one-year terms. As set forth in Section 4 of this Article the Immediate Past Chair will be one of the Directors having a one (1) year term.
- Section 9.** **Resignation or Removal.** Any director may, by notice in writing directed to the attention of the President & CEO, resign at any time. Any director may be removed from office by the members without cause, upon a two-thirds vote of the membership conducted at a special meeting of the members at which a quorum is present.
- Section 10.** **Vacancies.** Vacancies in the Board of Directors occurring through death, resignation, ineligibility or removal of a director shall be filled by action of the Board of Directors. A director so appointed shall serve until the election of a successor director at the next annual meeting of the members of the Association.
- Section 11.** **Voting.** Each director shall be entitled to one (1) vote.
- Section 12.** **Compensation.** Directors shall serve without compensation for their services as a director.
- Section 13.** **Quorum.** A majority of the directors then in office shall constitute a quorum for the conduct of business at any meeting of the Board of Directors. Directors must be represented in person. In the absence of a quorum, the directors present may adjourn the meeting from time to time until a quorum is present.
- Section 14.** **Actions.** Unless otherwise stated in these bylaws, the action of a majority of the directors present at a meeting at which a quorum is present shall be the action of the Board of Directors.
- Section 15.** **Meetings of the Board of Directors.**
- (a) A meeting of the Board of Directors shall be held at least three times per year. Meetings of the Board of Directors shall be held at such times and places, within or without the State of Illinois, as the Board of Directors may determine.
 - (b) A regular annual meeting of the Board shall be held within twenty-one (21) business days of the annual meeting of the members of the Association referenced in Article VIII Section 1.
 - (c) Special meetings of the Board of Directors may be called by the Chairman of the Board, or a majority of the directors then in office. Special meetings of the Board of Directors shall be held at such times and places, within or without the State of Illinois, as the Board of Directors may determine.
 - (d) Notice of the time and place of each regular or special meeting of the Board of Directors shall be given to each director by the Secretary, the President & CEO or the person or persons calling such meeting with at least ten (10) days' notice to each director, by mail or email. The regular annual meeting of the Board may be held without notice immediately following annual meeting of the members.
- Section 16.** **Committees.** The Board of Directors may create one or more committees, councils, task forces or advisory bodies (hereinafter "committees") and appoint such persons as it deems appropriate to serve on such committee(s), so long as the then applicable requirements of the Illinois Not For Profit Corporation Act pertaining to the membership of committees are satisfied, provided however that the Board of Directors shall create a

committee charged with the responsibility of reviewing the independent audit required by Article XI Section 5 of these bylaws. The authority of each committee may be specified by the Board of Directors from time to time subject to the limitations on the authority of committees imposed by the Illinois Not For Profit Corporation Act. The designation and appointment of any committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed upon it or him/her by law.

ARTICLE X – INDEMNIFICATION

Section 1. Authorization.

The Association shall provide indemnification to the full extent permitted by the Illinois Not For Profit Corporation Act in effect at the time the request for indemnification is made, in the manner and pursuant to the procedures prescribed by the Act.

Section 2. Insurance. The Association may purchase and maintain insurance to the extent permitted by the Illinois Not For Profit Corporation Act in effect at the time of such purchase and from time to time thereafter.

Section 3. Limitation. Anything to the contrary notwithstanding, the Association shall not indemnify directors or officers or other persons or entities, pay their expenses in advance or pay insurance premiums on their behalf if such indemnification payment, advance expense payment or payment of insurance premium would constitute a violation of any provision of the Internal Revenue Code of 1986, as amended (or corresponding provision of any future United States internal revenue law) applicable to such Association.

ARTICLE XI – GENERAL

Section 1. Nonprofit Organization. The Association is not organized for pecuniary profit and shall not declare dividends, or other financial distribution to members. It shall act at all times in a manner consistent with its not-for-profit status.

Section 2. Offices. The registered office of the Association shall be in the State of Illinois, and the Association shall maintain a registered agent whose office shall be the same as such registered office. Additional offices in or out of the State of Illinois may be established as determined by the Board of Directors.

Section 3. Fiscal Year. The fiscal year of the Association shall be the calendar year.

Section 4. Budget. The Board of Directors shall adopt, in advance of the next fiscal period, an annual operating budget covering all activities of the Association.

Section 5. Audit. The accounts of the Association shall be audited not less than annually by an independent Certified Public Accountant who shall be appointed by the Treasurer with the approval of the Board of Directors. The completed audit shall be reviewed by a committee created by the Board and independent of the President & CEO or any other employee of the Association. The Treasurer, President & CEO or his/her designee, shall furnish a copy of the independent audit to any member upon written request.

Section 6. Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the Association in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association and such authority may be general or specific.

Section 7. Disposition of Assets. Upon dissolution of the Association and liquidation of its assets, the assets shall be distributed to such persons, organizations, or corporations (other than members of the Association) as shall be determined by the Board of Directors for

application to the purposes for which the Association was incorporated and in accordance with applicable law.

Section 8. **Books and Records.** The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Boards of Directors, committees and task forces having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. Members of the Association in good standing shall have the right to examine such books and records in accordance with the Illinois Not For Profit Corporation Act in effect at the time any such request for examination is made.

Section 9. **Meetings Held Through Communications Equipment.** Meetings of the Board of Directors or a committee thereof may be held through communications equipment if all persons participating can hear each other; such participation shall constitute presence at such a meeting, and the committee secretary shall record such presence so as to determine the participation of a quorum and the outcome of voting on actions. Actions taken at such a meeting shall have the same force and effect as actions taken at a face-to-face meeting.

Section 10. **Action Without a Meeting.** Any action that may be taken at a meeting of the membership or the Board of Directors or a committee thereof may be taken without a meeting if consent in writing, setting forth the action to be taken, shall be signed by all Association members, directors or committee members entitled to vote with respect to the subject matter thereof.

ARTICLE XV – AMENDMENT

These bylaws may be altered, amended, repealed or restated by the Board of Directors, providing that such action receives an affirmative vote of two-thirds of the directors present at any regular or special meeting where a quorum is present, and further provided that at least fifteen (15) days written notice by mail or email is given of the intent to alter, amend, repeal or restate the bylaws.

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