

CONSTITUTION AND BY-LAWS
□ of the
UNITED STATES OF AMERICA SECTION
of the
INTER-AMERICAN ASSOCIATION OF SANITARY ENGINEERING
AND ENVIRONMENTAL SCIENCES

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CONSTITUTION

ARTICLE I - NAME

The name of this organization shall be known as the United States of America (USA) Section of the Inter-American Association of Sanitary Engineering and Environmental Sciences (AIDIS-USA).

ARTICLE II - PURPOSE-OBJECTIVES

The purpose of the Section is to obtain, through common agreement in the Inter-American Association of Sanitary Engineering and Environment Sciences the solution of sanitation problems and to establish uniform standards for the continuous protection of the population in this hemisphere. The objects of the Section shall be:

- a. To assist in the development of sanitary engineering and environmental sciences.
- b. To promote the interchange of ideas and scientific information relating to the developments of sanitary engineering and environmental sciences.
- c. To participate in the establishment of common standards and uniform terminology in sanitation technology.
- d. To assist, wherever possible, in the advancement in sanitation in this country and in other countries in this hemisphere as a necessary basis of economic and social development.

e. To coordinate with those individuals and organizations engaged in hygiene and sanitation work towards establishing good will and better hemispheric understanding through the medium of sanitary engineering.

f. To serve the general aims of the Inter-American Association of Sanitary Engineering and Environmental Sciences.

The Section is a non-profit private organization, exclusively scientific and professional in character.

ARTICLE III - BOARD OF DIRECTORS

Section 1

The Section shall be governed by a Board of Directors composed of the following officers and Directors of the Section:

1. President.
2. Vice-President
3. Secretary-Treasurer
4. Seven 2-year Section Directors
5. Seven 2-year Regional Directors
6. One (2) year Association Director (member who has most recently served as President)

Section 2

The terms of the officers and Section and Regional Directors shall be two years and shall become effective as of the close of business of the biennial AIDIS Congress following their election and shall continue through the close of business of the succeeding biennial AIDIS Congress.

Section 3

The duties of the Board of Directors shall include managing the affairs and establishing the policies of Section, setting the time and place of the annual meeting, preparing or amending such By-Laws as are not in conflict with this Constitution and designating, when required, an alternate Association Director to the Inter-American Association of Sanitary and environmental

Engineering (AIDIS-INTERNATIONAL) and filling other vacancies among the officers of the Section.

Section 4

The Board of Directors shall convene during the annual meeting and at such other times as may be directed by the President, or when requested in writing, by three other members of the Board of Directors.

By resolution of the Board of Directors, such items of business as it decides may be conducted by letter ballot.

Section 5

Four members of the Board shall constitute a quorum. Any action must be carried by at least four members.

ARTICLE IV- NOMINATION AND ELECTION OF OFFICERS AND DIRECTORS

Section 1

A Nominating Committee of at least three members shall be appointed by the President, not less than four months prior to the annual meeting. The Nominating Committee shall nominate one , and may nominate two candidates for each of the offices of President, Vice-President, Secretary-Treasurer, and the required number of Section and Regional Directors. The Nominating Committee shall first ascertain the willingness of the candidates to accept nomination before submitting their names to the Board of Directors not less than two months prior to annual meeting. Additional nominations may be made by petition signed by at least 10 active members and submitted not less than two months prior to the annual meeting to the Secretary –Treasurer. The Secretary-Treasurer, after ascertaining the willingness of the nominees to serve, shall add such names to the ballot prepared by him. On receipt of these nominations, the Secretary-Treasurer shall mail election ballots to the membership at least six weeks before the date of the biennial Congress. The election shall close two weeks prior to the Biennial Congress, or at the end of the calendar year, whichever is first. Members may vote for other than nominated candidates by appropriate write-in designations. The Secretary

–Treasurer shall count the ballots received at the close of the election and advise those candidates, who have been elected, within one week. Further, the President shall appoint a committee of tellers to count the ballots and report official results of the election to the Nominating Committee.

Section 2

The terms of President, Vice-President and Secretary-Treasurer shall be for two years. The offices of President and Vice-President shall not be occupied consecutively by a member more than two terms. Candidates for election to the office of President shall have served at least one term as Vice-President or Secretary-Treasurer, or one year as a Section Direct Candidates for election to the office of Vice-President shall have served at least one term as Secretary-Treasurer or one year as a Section Director.

Terms of the Section and Regional Directors shall be for two year.

The term for Association Director shall be for two years each.

Vacancies which occur among the Officers and /or Directors shall be filled by a majority vote of the Board of Directors.

ARTICLE V-AMENDMENTS TO CONSTITUTION

Section 1

Proposals to amend this Constitution may be entered by either of following procedures:

a. Proposal to amend this Constitution may be submitted by any member to the Secretary-Treasurer for consideration by the Board of Directors in their next meeting. If favorable action is taken by a simple major of the Directors present, a letter ballot shall be mailed to Section's membership within the following six-month period.

b. Proposals may be submitted from the floor at any regular business session during the annual meeting of the Section. If a simple major of the members present in the affirmative, the Secretary-Treasurer shall mail letter ballots to the Section's membership within the following six-month period.

Section 2

Proposals shall become amendments when approved by two-thirds of ballots returned by the Section's membership.

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AMENDMENTS APPROVED IN DEC. 2004

AMENDMENT 2004-1:

Article III, Section 1 of the constitution shall be amended to read:

The AIDIS-USA shall be governed by a Board of Directors, which shall be composed of the following Officers and Directors:

1. President
2. Senior Vice President
3. Regional Vice President(s)
4. Secretary-Treasurer
5. No fewer than ten (10) and no more than thirty (30) Directors who shall be elected in accordance with the AIDIS-USA By-laws.
6. The Executive Director shall serve as an Ex-officio member of the Board of Directors.

AMENDMENT 2004-2;

The first new Board of Directors after the passage of this Amendment shall take office on the first of January, 2005. After that, a newly elected Board of Directors shall take office every two years

AMENDMENT 2004-3:

Elections shall take place by paper ballot and/or electronic ballot, at a convenient interval before the date when the new officers are to take office. The date for such elections shall be set in the by-laws.

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BY-LAWS

ARTICLE I - MEMBERSHIP

Section 1

Individuals and groups in the United States of America, its possession and territories having any connections with matters of hygiene and sanitation are eligible to become members of the Section, providing that they subscribe to the Objects of the Section as listed under Article II.

Section 2

The membership of the Section shall be comprised of the following categories:

1. Honorary member: The title of Honorary member may be conferred by the Board of Directors of the Association upon those individuals who have been outstanding in their contributions to the cause of public health or in their service to the Association. Those citizens of the United States of America under whom this title is conferred shall automatically become honorary member of the Section.

2. Active members: The group designated as Active members shall be composed of the individuals who are engaged in Sanitary Engineering and Environmental Sciences and other related activities in public health, including the persons in the field of planning, construction or supervision of projects, manufacturing of equipment, or teaching in the field of sanitation and environmental control.*

3. Student members: Students of engineering schools and those who are studying public health and sanitation shall qualify as Student members.

4. Corporate members: Those entities engaged in technical and scientific work or activities connected with sanitation and public health which further the objectives of the Association may become corporate members.

Section 3:

An eligible applicant submitting membership application, entrance fee,required, and dues to the Secretary-Treasurer shall be enrolled according to his qualifications as an Active, Student, or Corporate member.

Section 4:

Only the Active and Honorary members shall have the right to vote.

Section 5:

Members whose dues are in arrears for one year shall be removed from the membership roll on the following January 1.

ARTICLE II - FEES AND DUES

Section 1:

The annual dues shall become due and payable to the Secretary-Treasurer January 1 of each year.

Section 2:

1. Active members shall pay an entrance fee of \$ 5.00, and \$ 35.00 annual dues. National Section dues for the general expenses of the Association, as determined by the Board of Directors of the Association, shall be transmitted to the Treasurer of the Association annually. The remainder shall be used as the general expenses of the Section.

2. Student members shall pay annual dues of \$ 10.00.

3. Honorary members shall not be required to pay any fees or dues.

4. Corporate members' annual dues shall be \$100.00. Payment of an entrance shall be waived. National Section dues for the general expenses of the association, as determined by the Board of Directors of the Association, shall be transmitted to the Treasurer of the Association annually. The remainder shall be used for the general expenses of the Section.

ARTICLE III - DUTIES OF OFFICERS AND DIRECTORS

Section 1

The duties of the officers shall be such as implied by their respective rules and such as are specified in these By-Laws. All officers and committee chairmen shall keep records of their work and turn them, and Section files over to their successors.

Section 2

The President shall have general direction of the Section; shall preside all meetings of the Section and of the Board of Directors. He shall appoint all committees as required and shall be an ex officio member of all committees.

Section 3

The Vice President shall assist the President in carrying his duties when requested by the President to do so, and shall perform the duties of the President in his absence.

Section 4

The Secretary-Treasurer shall keep a record of all meetings of the Section and Board of Directors. He shall preserve in a permanent file all records and letters of value to the Section. He shall send, at least every six months, copies of the minutes of the Section's activities and meeting to the Secretary-Treasurer of the Association. He shall have charge of all monies of the Section and shall deposit funds to the accounts of the Section in federally insured depository. He shall pay all bills against the Association and shall make such other payments as ordered by the Board of Directors of the Section. The Journal subscription portion of the Association annual dues which is for the general expenses of the Association shall be forward as directly by the President or Secretary-Treasurer of the Association. The Secretary-Treasurer shall furnish a written financial statement annually and at such other times as may be necessary or requested by the Board of Directors. He shall turn over to his successor within four weeks of vacating the office, all monies and records pertaining to the office and secure a receipt therefor. The books of the Section shall be examined by an auditing committee appointed by or a certified public accountant engaged by the President.

Section 5

In addition to his serving on the Board of Directors of the Section, the Association Director shall serve on the Board of Directors of the Association which shall meet at least at each congress of the Association.

ARTICLE IV - MEETINGS

Section 1

An annual meeting of the Section shall be held at a time and place selected at least four months in advance by the Board of Directors.

Section 2

Written notice of an annual meeting shall be sent to the Section membership at least a month in

advance.

Section 3

The annual meeting and all other meetings of the Section and Board of Directors shall be governed in accordance with "Roberts Rules of Order."

ARTICLE V - PUBLICATIONS

Section 1

The official publication of the Section shall be the Newsletter of the Inter-American Association of Sanitary Engineering and Environmental Sciences.

ARTICLE VI - COMMITTEES

Section 1

All necessary committees shall be appointed by the President for period not to exceed his term in office.

ARTICLE VII- AMENDMENTS TO BY-LAWS

Section 1

The By-Laws may be amended by the Board of Directors providing that the amendments are not in conflict with the Constitution.

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BY-LAWS APPROVED IN 2004

Approved at the Board Of Directors meeting on Nov. 4, 2004

BY-LAW 2004-A: ELECTION OF REGIONAL VICE PRESIDENTS

1. This by-law shall become effective upon passage of a corresponding amendment to the constitution, permitting such a by-law.
2. Regional Vice Presidents shall be elected for the following regions:
 - UPPER MID-ATLANTIC: Including members who are accessible to activities in the New York City area
 - SOUTHEAST: Including members who are accessible to activities in Florida
 - SOUTHWEST: Including members who are accessible to activities in southern California
3. Only members who live in the corresponding region, or who are otherwise professionally active principally in that region, may vote for a Regional Vice President.

BY-LAW 2004-B: RESPONSIBILITIES OF REGIONAL VICE PRESIDENTS

1. This by-law shall become effective upon passage of a corresponding amendment to the constitution, permitting such a by-law.
2. The responsibilities of each Regional Vice President shall include:
 - Organize and lead regional AIDIS-USA program
 - Actively participate in the Board of Directors (BOD) of AIDIS-USA and liase with the President of the BOD
 - Submit an annual plan for the regional activities each year, including a regular schedule of meetings and a regional budget. This will normally be submitted in January, but, with prior approval from the President of the BOD, it may be submitted at a different date.
 - Annual report to the BOD in December on regional activities for the year

- Grow AIDIS-USA membership through recruitment and functions
- Participate in BOD meetings by attendance and/or conference call and/or video conference
- Actively participate in the organization of events sponsored by AIDIS-USA

BY-LAW 2004-C: REGIONAL DIRECTORS

1. This by-law shall become effective upon passage of a corresponding amendment to the constitution, permitting such a by-law.
2. The term "Regional Director" shall be substituted with "At-large Director."
3. There shall be both Section Directors and At-large Directors.

BY-LAW 2004-D: DATE OF BIENNIAL ELECTIONS FOR OFFICERS AND MEMBERS OF THE BOARD OF DIRECTORS

1. This by-law shall become effective upon passage of a corresponding amendment to the constitution, permitting such a by-law.
2. During election years, a ballot shall be sent to the members no later than the end of November, and voting shall be permitted through December 24th.

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