



**CONSTITUTION
OF
THE INDIA SECTION
OF THE
AMERICAN SOCIETY OF CIVIL ENGINEERS**

Article 1. General

- 1.1 Name.** The name of this organization shall be the India Section of the American Society of Civil Engineers (ASCE) (hereinafter referred to as the "Section").
- 1.2 Objective.** The objective of the Section shall be the advancement of the science and profession of engineering, in a manner consistent with the purpose of the American Society of Civil Engineers (hereinafter referred to as the "Society").

Article 2. Area and Membership

- 2.1 Area.** The boundaries of the Section shall be the geographical boundaries of the country of India.
- 2.2 Assigned Members.** All members of the Society, of all grades, whose addresses of record are within the boundaries of the Section, as defined by the Society, shall be Assigned Members of the Section.
- 2.3 Subscribing Members.** All members of the Society, of all grades, who subscribe to the Constitution and Bylaws of the Section, who have paid the current dues of the Section or who are exempt by Article 4, shall be Subscribing Members of the Section.
- 2.3.1 Rights of Subscribing Members.** Only Subscribing Members who meet the requirements of the Society's governing documents shall be eligible to vote in the Section elections, to hold Section office, to serve on Section committees, or to represent the Section officially.
- 2.3.2 Termination of Rights for Non-payment of Dues.** Subscribing membership shall cease for any member whose dues are more than six (6) months in arrears.
- 2.4 Institute-Only Members.** Institute-Only Members of a Society Institute may be members of the Section's Technical Group or local Institute Chapter.

Article 3. Separation from Membership

3.1 Separation from Membership. Upon termination of membership in the Society, a person shall cease to be a member of the Section.

Article 4. Dues

4.1 Annual Dues. Annual dues shall be established by the Section Board of Directors and set forth in the Bylaws of the Section.

4.2 Exemption from Dues. Society Life Members and Distinguished Members shall be exempt from payment of dues to the Section.

Article 5. Management

5.1 Board of Directors. The governing body of the Section shall be a Board of Directors. The Board shall be responsible for the supervision, control and direction of the Section, and shall manage the affairs of the Section in accordance with the provisions of the Section's and the Society's governing documents.

Article 6. Officers and Directors

6.1 Officers. The officers of the Section shall be a President, a Secretary, a Treasurer and the Immediate Past President.

6.2 Directors. There shall be one (1) Elected Director from each Region, as defined in the Bylaws of the Section. There shall be no more than five (5) Directors appointed from the Section by the Board of Directors, at least two (2) of whom shall be Younger Members of the Section.

6.3 Board of Directors. The Board of Directors shall consist of the Officers, the Elected Directors, and the Appointed Directors.

Article 7. Elections

7.1 Election Procedures. The Section shall establish procedures for the election of Officers and Directors.

Article 8. Meetings

8.1 Membership Meetings

8.1.1 Annual Meeting. The Annual Meeting of the Section shall normally be held during November, or on such date as the Board of Directors designate.

8.1.2 Other Meetings. Other Meetings shall be called at the discretion of the Board of Directors or by the President upon the written request of at least twenty-five (25) Subscribing Members.

8.1.3 Meeting Notice. Notice of call for a meeting shall be sent to all Subscribing Members not less than fifteen (15) working days in advance of the meeting date.

8.2 Board of Directors Meetings.

8.2.1 Meeting Frequency. The Board of Directors shall meet at least two (2) times annually.

8.2.2 Meeting Notice. Notice of call for a meeting shall be sent to the members of the Board of Directors not less than fifteen (15) working days in advance of the meeting date.

Article 9. Subsidiary Organizations and Committees

9.1 Subsidiary Organizations. With approval of the Board of Directors, Subsidiary Organizations may be formed within the Section to facilitate the carrying out of the objectives of the Section, to promote interest in the Society and to provide to members of the Section a better opportunity for participation in local Society activities, in accordance with the provisions of the Bylaws.

9.1.1 Governing Documents. Subsidiary Organizations shall adopt Bylaws consistent with this Constitution and with the Society's governing documents.

9.2 Committees. The Board of Directors may establish standing or task committees to carry out the work of the Section.

Article 10. Administrative Provisions

10.1 Proper Use of Section Resources. No part of the net earnings of the Section shall inure to the benefit of, or be distributed to its Directors, Officers, or any other private persons, except that the Section shall be authorized and empowered to pay reasonable reimbursements, payments or compensation for services rendered in furtherance of the purposes set forth above.

10.2 Limitations on Political Activity. No substantial part of the activities of the Section shall be carrying on propaganda or otherwise attempting to influence

legislation, and the Section shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office. The Section shall not carry on any activities prohibited by the provisions of the Society's governing documents.

10.3 Conflict of Interest. A Conflict of Interest shall be defined as any activity, transaction, relationship, service, or consideration which is, or which appears to be, contrary to the best interest of the Section or the Society, or in which the interests of an individual or another organization has the potential to be placed above those of the Section or the Society. Any interested individual must disclose the existence of any actual or possible conflict of interest and all material facts to the Section entity considering the proposed transaction. Action to address the conflict shall be taken by either the interested individual or the Section entity.

10.4 Distribution of Section Assets. Upon dissolution of the Section, the assets remaining after the payment of the Section's debts shall be distributed to an organization operated exclusively for charitable, educational, or scientific purposes as determined by the Section Board of Directors, or shall be conveyed to the Society.

10.4.1 If the Board of Directors and/or the Executive Committee of the Section or a Regional Management Committee is disbanded by the executive order of the President of ASCE, all assets of the Section or a Region Management Committee must automatically be vested in the ASCE Board of Direction from the date specified in the executive order. It would be deemed to be a misappropriation of the assets to operate the funds/assets of the Section/Region after that date. ASCE will be at liberty to take appropriate actions, as deemed necessary, to recover the fund/assets.

Article 11. Amendments

11.1 Amendment of the Constitution.

11.1.1 Proposal. An amendment to this Constitution may be proposed by one (1) of the following two (2) methods:

11.1.1.1 Section Board of Directors. A two-thirds (2/3) vote of the members of the Section Board of Directors present at a duly constituted Board meeting, where a quorum is in attendance, provided that a written notice containing the text of the proposed amendment is published to the membership at least thirty (30) days in advance of the meeting.

11.1.1.2 Written Petition. A Written Petition submitted to the Section Secretary, containing the text of the amendment, signed by not less than one-hundred (100) Subscribing Members of the Section.

11.1.2 Society Approval. The proposed amendment shall be submitted to the Region 10 Board of Governors who shall forward it to the appropriate

Society Committee(s) for review and approval before being voted upon by the Subscribing Members.

11.1.2.1 Boundary Changes. If the proposed amendment involves a change in the Section or Region boundaries, this change shall be approved by the Region 10 Board of Governors prior to any consideration of the Constitutional amendment.

11.1.3 Section Approval. The proposed amendment shall be distributed to the Subscribing Members of the Section who shall be given the opportunity to vote. To become effective, the proposed amendment shall receive an affirmative vote of not less than two-thirds (2/3) of the Subscribing Members voting.

Article 12. Trustees

12.1 If the India Section at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.

12.2 The Trustees of the India Section shall:

- a) Be ASCE members in good standing.
- b) Not be more than four (4) and not less than two (2) in number.
- c) Be elected by a General Meeting of members.
- d) Not affect any sale or mortgage of property without the prior approval of the General Meeting of members.

12.3 The office of the Trustee shall be vacated:

- a) If the Trustee dies or becomes of unsound mind.
- b) If the Trustee is absent from the Republic of India for a period of more than one (1) year.
- c) If the Trustee is guilty of misconduct of such a kind as to render the Trustee undesirable to continue as a Trustee.
- d) If the Trustee submits notice of resignation as a Trustee.

12.4 Notice of any proposal to remove a Trustee from his Trusteeship or to appoint a new Trustee to fill a vacancy must be given by posting it on the notice board in the India Section's premises at least two (2) weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Registrar of Societies.

12.5 The address of each immovable property, name of each Trustee and any subsequent change must be notified to the Registrar of Societies.