

# **CONSTITUTION OF THE LOUISIANA SECTION**

## **ARTICLE I. NAME AND OBJECTIVE**

- SECTION 1.** The name of this organization shall be the Louisiana Section, American Society of Civil Engineers.
- SECTION 2.** The objective of the Louisiana Section shall be the advancement of the science and profession of engineering, in a manner consistent with the objective of the American Society of Civil Engineers.
- SECTION 3.** The headquarters of the Section shall be at the address designated by the Section Board of Directors.

## **ARTICLE II. MEMBERSHIP**

- SECTION 1.** The membership of this Section shall be restricted to persons who are members of the American Society of Civil Engineers in any grade.
- SECTION 2.** Should the membership in the American Society of Civil Engineers of any person cease from any cause, he shall at the same time cease to be a member of the Section.

## **ARTICLE III. DUES**

- SECTION 1.** Any member of the American Society of Civil Engineers may become a member of this Section without payment of entrance fee.
- SECTION 2.** The annual dues to be payable by each member shall be fixed by the Board of Directors and shall be payable annually in advance.
- SECTION 3.** Any member whose dues are not paid as provided for in the By-Laws shall cease to be a voting member of this Section.
- SECTION 4.** Any member who is exempt from the payment of National dues shall also be exempt from the payment of Section dues.

## **ARTICLE IV. OFFICERS AND DIRECTORS**

- SECTION 1.** The officers of the Section shall be a President, the latest living Past-President continuing to be a member of the Section, a President-Elect, a Vice-President, four elected Directors-At-Large, four Appointed Directors (one from each Branch), two Assigned

Directors to be appointed by the Branches designated by the Board of Directors and a Secretary-Treasurer.

## **SECTION 2.**

The President, the President-Elect, the Vice-Presidents, the Directors-At-Large, the Assigned Directors, the Appointed Directors, the latest living Past-President continuing to be a member of the Section, and the Secretary-Treasurer shall constitute the Board of Directors in which the government of the Section shall be vested. The President-Elect, the Vice-President, the four Directors-At-Large (two elected each year to two year terms) and the Secretary-Treasurer shall be elected from the membership of the Section.

## **SECTION 3.**

The terms of office of the officers shall be as follows:

The President	One Year
The President-Elect	One Year
The Past-President	As per Section 2 of this article
The Secretary-Treasurer	One Year
Vice-President	One Year
The Directors-At-Large	Two Years
The Assigned Directors	Two Years
The Appointed Directors	To serve at the pleasure of the Branches

A term of office shall begin at the close of the annual meeting of the Section and shall continue until a successor qualifies. An Appointed Director shall be appointed by each Branch and shall serve at the pleasure of his respective Branch.

## **SECTION 4.**

The President-Elect shall assume the office of President at the conclusion of his term as President-Elect.

## **SECTION 5.**

A vacancy occurring in an elective office of the Section during the term of an officer shall be filled for the unexpired term as follows:

**(a) President.** By the President-Elect, in which case the President-Elect will serve as President for the following term.

**(b) President-Elect.** Should the office of President-Elect become vacant for any reason except as stated in (a) herein, the vacancy shall be filled by nomination and special election as provided for in the By-Laws of the Section.

*(c) Vice-President.* By appointment of the Board of Directors.

*(d) The Directors-At-Large.* By appointment of the Board of Directors.

*(e) Secretary-Treasurer.* By appointment of the Board of Directors.

**SECTION 6.** The President and the President-Elect shall be ineligible for re-election. The Secretary-Treasurer and Vice President of the Section shall be ineligible for re-election to the same office until at least one full term shall have elapsed after the end of their respective terms. All Directors may be elected or appointed to the same position without term limitations.

**SECTION 7.** The President and President-Elect of the Section shall not be from the same Branch.

**SECTION 8.** An Assigned Director must be appointed by the Branch designated by the Section Board no later than July 31st of the year the Director's term begins, or the Section Board shall appoint an individual from any Branch to that position. One Assigned Director will be appointed each year to a two-year term. Assigned Directors shall not be the incoming President or President-Elect of the respective Branch.

**SECTION 9.** In the year the revised Constitution and Bylaws are implemented, and only for that year, the Secretary-Treasurer and Vice President may be re-elected to the same office. After that year, this Section shall be void and shall be deleted from the Constitution.

## **ARTICLE V. MEETINGS**

**SECTION 1.** General meetings of the Section shall be held at such time and place as may be designated by the Board of Directors. At these meetings, the business of the Section shall be transacted.

**SECTION 2.** Special meetings may be called by the President at any time; however, no business shall be transacted therein except as stated in the meeting notice.

**SECTION 3.** A spring meeting shall be held not later than May 31 of each year at which meeting the election of officers for the ensuing year shall be held.

**SECTION 4.** An annual meeting of the Section shall be held no later than October 12 of each year.

**SECTION 5.** Written notice of the meeting shall be mailed, or emailed to each member or posted on the Official Section Website at least five days preceding the date of the meeting.

## **ARTICLE VI. COMMITTEES**

**SECTION 1.** The President, with the approval of the Board of Directors, shall have the authority to

appoint such Standing and Special Committees as are required to further the objectives of the Section.

## **ARTICLE VII. BRANCHES**

- SECTION 1.** The Section may approve and recognize the establishment of Branches within the geographic area of the Section subject to the approval of the Board of Direction of the American Society of Civil Engineers.
- SECTION 2.** The objectives of the Branches shall be the advancement of the science and profession of engineering in a manner consistent with the objectives of the American Society of Civil Engineers.
- SECTION 3.** The Board of Directors may annually assign from the funds of the Section to each Branch a sum of money varying in proportion to its needs.
- SECTION 4.** The boundaries of the Branches shall be determined by the Board of Directors. Any Branch, which loses its effectiveness, may be disbanded by the Board of Directors by a rearrangement of the Branch boundaries, subject to the approval of the Board of Direction of the American Society of Civil Engineers.
- SECTION 5.** The officers of a Branch shall be a President, President-Elect, one or more Vice-Presidents, a Secretary and a Treasurer, which offices may be combined, and as many Directors elected at large as provided for in the By-Laws of the Branch. These officers, together with the latest living Past-President continuing to be a member of the Branch shall constitute a Board of Directors in which shall be vested the management of the Branch. The Board shall appoint one of its members to serve as the Appointed Director on the Board of Directors of the Section.
- SECTION 6.** The Board of Directors of the Branch shall adopt By-Laws under which the affairs of the Branch shall be governed, within the provisions of the Section.
- SECTION 7.** A Nominating Committee to propose candidates for offices established by the Branch By-Laws shall be comprised of at least three Subscribing Members of the Branch as stipulated by the Branch By-Laws. The nominees shall be designated the official nominees. All candidates for office must be members in good standing to be eligible for office.
- SECTION 8.** The Branch shall hold an annual meeting each year prior to or in conjunction with the annual meeting of the Section. Meetings of the Branch shall be conducted as provided in

## **ARTICLE VIII. AMENDMENTS**

**SECTION 1.** This Constitution may be amended only by a vote of the members of the Section by letter ballot, or an electronic ballot, provided such amendment shall have previously received the approval of the Board of Direction of the American Society of Civil Engineers.

**SECTION 2.** An affirmative vote of two-thirds of all ballots cast shall be necessary for the adoption of any amendment.

## **ARTICLE IX. BY-LAWS**

**SECTION 1.** The Board of Directors from time to time shall adopt By-Laws under which the affairs of the Section shall be governed within the provisions of this Constitution, subject to the approval of the Board of Direction of the American Society of Civil Engineers.

## **ARTICLE X. MISCELLANEOUS PROVISIONS**

**SECTION 1.** No part of the net earnings of the Section shall inure to the benefit of any private shareholder or individual, and no substantial part of the activities of the Section shall be carrying on propaganda, and the Section shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for office.

**SECTION 2.** Upon dissolution of the Section, the assets remaining after the payment of the debts of the Section shall be distributed to such corporation, community chest, fund, or foundation, organized and operated exclusively for religious, charitable, scientific, testing for public safety, literary or educational purposes, or for the prevention of cruelty to children or animals, which would then qualify under the provisions of Section 501 C (3) of the Internal Revenue Code, as they now exist, or as they may hereafter be amended, as the Board of Directors shall have designated, and in the absence of such designation, they shall be conveyed to the American Society of Civil Engineers.