

2009 Florida Chapter Constitution and By-Laws

Preamble and Objectives

Whereas the health, longevity and environment of the individual and persons collectively comprising the Nation are most important as directly affecting their happiness, their prosperity and their posterity and their moral, educational and physical progress; and Whereas, sanitary engineering has a direct and vital function in relation to the health of all individuals.

Now therefore be it resolved, the general objectives of the American Society of Sanitary Engineering for Plumbing and Sanitary Research, herein referred to as the "Society," are to promote sanitary engineering measures recognized as essential to the health of the individual and the nation, and to encourage the use of methods and materials for the accomplishment of this end. Further to recognize the responsibility to conserve life and therefore, to lend every possible aid to the improvement and protection of the sanitary environment of the people. Further, to have our members cooperate to the end that by tests, research and dissemination of the knowledge obtained and gained from experience, they shall be possessed of facts and qualified to advise and recommend in matters pertaining to sanitary engineering. Further to receive and administer funds for scientific, educational, charitable and disease research purposes and the operation of the Society, all for the public welfare and for no other purposes, and to that end to take and hold by bequest, devise or gift, either absolutely or in trust, for such objects and purposes or any of them, any property, real or personal, without limitation as to amount of value, except such limitation, if any, as may be imposed by law; to sell, convey and dispose of any such property and to invest and reinvest the principal thereof and to deal with and expend the income or principal there from any of the aforementioned purposes, without limitation, except such limitations as may be imposed by law, or such limitations, if any, as may be contained in the instrument under which such property is received. No part of the net earnings of the Society shall incur to the benefit of any person.

Our special objectives are to solve, as far as possible, the problems of water supply, water purification, plumbing, drainage, sewage disposal, fire protection, and create standardization in practice and material. Our membership shall be composed of: plumbing apprentices, journey plumbers, master plumbers, contractors, manufacturers, manufacturers' representatives, distributors, layout people, designers, engineering students, plumbing inspectors, sanitary inspectors, health officers, architects, engineers, individuals and companies interested in or contributing to our objectives.

Our work shall be carried on by means of committees, by the submission of reports, by free discussion in general meetings of the Society and its chapters, by full publicity of our findings and conclusions; also by all available means to the effect that:

Workers may realize the responsibility of installation; Master Plumbers may realize the importance of their calling; Engineers may realize their dedication to technical competence; Manufacturers may more fully appreciate the vital necessity of material or quality; public opinion may more completely support all legislation necessary to adequately regulate plumbing, its design, installation, maintenance and inspection; such standardization of plumbing products and material as will produce dependable and safe installation of plumbing; and that the installation and the use of adequate plumbing facilities be encouraged in order that sanitary measures be promoted and public health enhanced.

That truth and honesty be the foundation of all our relations, and loyalty to our Society and usefulness to the public and our fellow members the natural, inevitable outcome. That, in the performance of obligations and duties as members and individuals, we reflect honor and integrity and in all, we establish and maintain a high mechanical, technical and professional standard.

Article I. Board of Directors

Section 1. Society Officers for the Florida Chapter shall consist of the President, First Vice President, Second Vice President, Treasurer, and Immediate Past President. The Society Officers shall comprise the Executive Committee of the Society.

The Board of Directors, hereinafter referred to as the "Board," shall consist of the Society Officers and seven (7) Directors.

All references to the Society's headquarters shall be defined as the International Office.

The Board and others, as recommend by the Executive Board and upon approval by the Board, shall be eligible for reimbursement of expenses for the Annual Meeting. The reimbursement shall be based upon attendance at the Annual Meeting and the submission of a documented expense report.

Section 2. No person shall be eligible as an elected officer or director of this Society unless the individual is an active member in good standing.

Section 3. The term of all elected Society Officers and members of the Board shall begin January 1st and run through December 31st, unless designated otherwise by the Board of Directors. Directors shall be elected for a period of three (3) years. At the expiration of the respective terms of each individual member so elected, a successor shall be elected for a period of three (3) years

Section 4. In the event a national emergency shall delay or prevent the holding of an Annual Meeting, the terms of the Society Officers shall automatically be extended until an Annual Meeting can be held, as provided in Article II.

ARTICLE II. Meetings

Section 1. All business meetings of the Society shall be conducted in accordance with Robert's Rules of Order. A copy of the Rules shall be available for reference during the business meeting.

Section 2. A Chapter meeting will be held the third Monday of every month except by majority vote of the membership a different time may be established.

Section 3. The Board may, for exceptional reasons, change either the date or place for the Meeting by giving members at least thirty (30) days notice.

Section 4. A special meeting may be called by the Board, but the date and place must be determined and all members must be given at least thirty (30) days notice of such meeting.

ARTICLE III - Membership

Section 1. The Society's membership shall consist of Active, Student, Sustaining, Government, Honorary, Retired and Life members.

Section 2. Membership will be extended to those with an interest in plumbing or sanitary engineering or in the goals or ideals of the Society.

Section 3. The privilege of voting is extended to all members except Honorary members. Members shall be a member in good standing prior to the election of the Board and all other Society business requiring membership approval to be eligible to vote.

Section 4. Active membership shall be extended to journey and master plumbers, layout personnel, designers, plumbing and sanitary inspectors, health officers, architects, engineers and other individuals interested in or contributing to plumbing and sanitary research. Active membership shall also be extended to individual members or representatives of manufacturers, their sales representatives and distributors.

Section 5. Student members shall be one of the following:

- Registered apprentice in an apprenticeship program duly recognized by state, federal or local laws governing apprenticeship.
- Full time student enrolled in a school, university or college course in either plumbing, plumbing design or engineering.
- There shall be a maximum time limit of five (5) years for membership as a student.

Section 6. Sustaining membership shall be extended to manufacturers of plumbing products and appliances or others who are affiliated with the plumbing or sanitary engineering field and desire to support the work of the Society. One member or representative of such membership shall have privileges of a member in good standing.

Section 7. Honorary membership shall be extended to a nonmember who by outstanding service for and devotion to the aims and purposes of this Society, have earned special recognition. Recommendation of candidates for Honorary membership shall be presented at the Annual Meeting and they must have the endorsement of the Board before their names are submitted to the meeting for ballot.

Section 8. Life membership shall be extended to a member in good standing who has completed twenty-five (25) continuous years as a member of the Society and who has retired from active participation in their profession. All Past Presidents shall automatically become Life members upon completion of their service in the office of President.

Section 9. Retired members shall be those members that have been members in good standing for a period of no less than three (3) years and have retired from active participation in their profession.

Section 10. Government membership shall be extended to employees of local, county, state or federal agencies involved in the plumbing or sanitary engineering field. Government members shall have the privileges of a member in good standing.

Section 11. Each member, upon payment of the current year's dues, shall be issued a membership card for said dues.

Section 12. Each member upon election to membership, change in membership status and member awards may receive a certificate stating Society membership classification or awards. Membership awards shall be presented to members with 25, 35, and 50 continuous years of membership and to Life members.

Section 13. All members, except Honorary, shall sign an agreement stating that they will conform to the Constitution, By-Laws and Rules of the Society for the duration of their membership in the Society.

Section 14. Membership shall be terminated in the following manner:

- 1) Voluntary resignation by the member; or
- 2) Nonpayment of dues except as otherwise noted in Article V, Section 3.
 - a. Any member may resign at any time, however, no portion of the dues will be returned.

- b. Any person ceasing to be a member of the Society through resignation or failing to meet the requirements of membership, shall forfeit all right, title and interest in the property of the Society, and shall be debarred from use or display of the Society's insignia.
- c. Any former resigned member may reapply for membership at any time but will lose longevity rights for the period the individual was not a member. Continuous membership status can be returned if the past dues are paid up for the period of non-member status.

ARTICLE IV - Dues and Funds

Section 1. The annual dues of all members (Active, Student, Government, Retired and Sustaining) at large or chapter members shall be paid to the International Office in U.S. dollars. Payment of dues shall be for one (1) calendar year. The Florida chapter shall determine chapter dues and shall inform International Office of chapter dues for the next calendar year. The Board shall present a proposed dues schedule for the upcoming year during the Business Sessions of the Annual Meeting for review and approval by the membership.

There will be no dues for Honorary members.

There will be no dues for Life members.

Section 2. The Board may authorize a special introductory membership dues rate (not less than 50% of the current rate) for new members.

Section 3. In the event of unusual misfortune of any meritorious member whereby the member is unable to pay dues, the Society may, by a vote of the Board, waive payment.

Section 4. Members in arrears for more than six (6) months shall receive no Society publications and those in arrears for more than one (1) year shall be removed from the roster of members. All statements for Society dues shall clearly indicate the foregoing conditions.

ARTICLE V - Duties of Society Officers and Directors

President

Section 1. The President shall preside at all meetings of the Society (Florida Chapter) and shall exercise general supervision over its interests and welfare. The President shall be the Chairperson of the Board and an ex-officio member of all Society committees. The President may call special meetings of the Board, with a consensus approval of the Society Officers. The President shall appoint all committee members, in accordance with the By-Laws or by resolution. The President shall authorize all expenditures within the budget approved by the Board. The President or the First Vice President, in the absence or inability of the Treasurer, shall have the right to co-sign all checks and vouchers. The President shall perform all other duties as defined for the office.

The President shall be reimbursed for all expenses directly incurred through attendance at the Meetings of the Society, and at such other meetings or affairs, within the limitations established by the budget, necessary to carrying out the duties of the office.

The President shall be responsible for all the workings of the Society including the duties of the Society Officers, the Directors and other Society personnel at the direction of the Board. The President shall supervise their activities and continually strive to better serve the Society and advance the Society's welfare and interest. The President shall sign all contracts and agreements as approved by the Board.

If the President expires, resigns, or is otherwise removed from office, the First Vice President shall immediately become President and shall serve the remainder of the term. If the remainder of the term is less than nine (9) months, the new President shall also serve as President for the next term of office. The new President may appoint a temporary replacement to fill the vacant position of the First Vice-President until the next Annual Meeting. The temporary replacement shall preferably be a Past President not currently serving on the Board.

Vice President

Section 2.

The First Vice President shall:

- Be involved in all the activities and correspondence of the President.
- Make recommendations to the President on committee assignments including chairpersonships.
- Be available to the President for possible liaison with, or appointment to, other associations, organizations and committees.
- Be Co-chairperson of the Publication and Public Relations Committee.
- If the First Vice-President expires, resigns or otherwise removed from office, the President may appoint a temporary replacement to fill the vacant position of the First Vice-President until the next Annual Meeting.

Second Vice President

Section 3. The Second Vice President shall:

- Receive the Directors' reports and report to the Executive Committee.
- Assist appointed committees as needed

- If the Second Vice-President expires, resigns or otherwise removed from office, the President may appoint a temporary replacement to fill the vacant position of the Second Vice-President until the next Annual Meeting.

Third Vice President

Section 4. The Third Vice President shall:

- Receive quarterly committee reports.
- Submit a summary report of the committee reports with observations and recommendations to the Board of Directors

If the Third Vice-President expires, resigns or otherwise removed from office, the President may appoint a temporary replacement to fill the vacant position of the Third Vice-President until the next Annual Meeting.

Treasurer

Section 4. The Treasurer shall review all financial statements. The Treasurer shall review all bills presented by the Board and co-sign checks issued for payment. The Treasurer shall present annually a Statement of Financial Position and a Statement of Activities which must be duly audited. A detailed breakdown of this report or any portion of this report may be requested at any time in writing by any member in good standing.

If the Treasurer expires, resigns or otherwise removed from office, the President may appoint a temporary replacement to fill the vacant position of the Treasurer until the next annual elections

Directors

Section 5. The Directors shall promote chapter activity and develop new members within the chapter.

Directors shall make themselves available to members within their region by:

- Attending chapter meetings when possible.
- Being placed on chapter's mailing list.
- Sending letters or information on items of possible regional interest or involvement.
- Promoting exchange of chapter news.
- Assisting in developing technical programs.
- Conducting Regional Meetings where there exists a need for contact with chapters in the region.
- Assisting in chapter development.
- Shall report regional activities quarterly to the Second Vice President.

If a Director dies, resigns, is removed from office, no longer lives in the elected region due to the reorganization of the regions or for some other cause, or otherwise vacates the office, the office shall be filled by appointment by the Board of Directors.

Board of Directors

Section 6. The Board shall have the supervision and care of all property of the Society, and shall manage and conduct its affairs in accordance with the Constitution and By-Laws. The Board shall have full power between Annual Meetings, including the filling of any vacancies which may occur in the elective offices of the Society until the next regular election.

A quorum for a meeting of the Board shall be fifty percent (50%) of the number of the Board at that time.

Any action of the Board which shall have received the expressed or implied sanction of the membership at a meeting of the Society shall be deemed to be an act of the Society and shall not afterwards be impeachable by any member. All matters pertaining to the professional or business status of the Society or matters which might in any way reflect upon one (1) or more members of the Society, or the Society as a whole, shall be referred to the Board for investigation and action.

The Board, by a two-thirds (2/3) decision, may at any time suspend for cause any Society Officer or Director of the Society from the exercise of a prerogative of the office. The charge shall be in writing and legally served on the incumbent. The incumbent shall have a full hearing, if requested, and the details and the cause of the findings shall be reported to the Society at its next Meeting.

ARTICLE VI - Committees

Section 1. The standing committees of this Society shall be as follows:

- Membership & Advisory
- Finance
- By-Laws
- Nominating
- Meeting
- Executive

Section 2. All committees and chairpersons shall be appointed by the President. The appointment shall be from January 1st to December 31st unless directed otherwise by a majority of the Board.

Section 3. Administrative Committees

a. The Budget Committee shall be appointed by the President from members of the Board. The Treasurer shall serve as Chairperson. The Budget Committee shall prepare a budget for the ensuing year. The President shall submit the budget to the Board for approval, rejection or correction.

After a budget has been approved by a majority of the Board, no additional expenses shall be incurred except upon a majority vote of the Board. Appropriations are to be contingent on available funds in the treasury.

b. The Finance Committee shall consist of the President, the Treasurer and three (3) other members appointed by the President. It shall be the duty of this committee to advise the Treasurer where and how Society funds should be deposited and/or invested. It shall be the duty of this committee to study and recommend to the Board, ways and means to finance the functions of the Society.

In addition, this committee shall review all requests for expenditures voted by the membership at the Annual Meeting or other meetings and, upon approval by this committee, it shall recommend to the Board how these expenditures should be funded. The Finance Committee will not recommend disbursement of funds unless there is a recommended source of income to support the expenditure.

c. The By-laws Committee shall be a standing committee consisting of a minimum of five (5) people. At the expiration of each term, the new President shall appoint a new member to serve for five (5) years.

Proposed deletions, revisions or additions to the Constitution and By-laws shall be submitted to the Society Office on or before June 1st of the current year. Proposed changes shall be accepted only from members in good standing. Proposed changes received at the International Office after the June 1st deadline shall be returned to the proponent.

The committee shall be responsible for determining that a proposed change was submitted properly. If a proposed change was determined to be improper, it shall be reported to the proponent who shall have the opportunity to amend the proposed change and resubmit before the deadline. An amended proposed change received after the deadline shall not be considered by the membership. The committee shall be responsible for determining if, in their opinion, a proposed change is in conflict with the current By-laws, and shall report this to the proponent, to the Board, and to the General Membership at the Annual Meeting.

The General Membership shall make the final determination as to whether or not the proposal is in conflict with the Constitution or By-laws. If the proposed change is determined not to be in conflict with the Constitution and By-laws, the General Membership shall consider the proposal.

The Chairperson shall submit all reports in writing to the proponent, the Board and to the General Membership at the Annual Meeting. The report to the Board shall be submitted by August 1st of the current year, and shall include the status of all proposed changes and the status of other committee activities.

The International President shall conduct the hearing on proposed changes at the Annual Meeting. The Chairperson shall report who the proponent is, their membership status, and justifications for the proposal, if any.

This committee shall be responsible each year for the By-law changes passed by the General Members at each Annual Meeting. This committee shall insure that these changes are properly incorporated into the Constitution and By-laws of the Society.

d. The Nominating Committee shall be a standing committee. The President will select candidates to serve on the Nominating Committee. The President shall present names of the proposed committee members from the chapter. The President shall select five (5) members to form the Nominating Committee. This committee shall receive names of candidates for Society Officers and Regional Directors from members.

e. The Meeting Planning Committee shall plan the events of each Meeting, including keynote speakers, promotion and educational programs.

ARTICLE VII - Election of Chapter Officers and Directors

Section 1. The election for incoming members of the Board shall be held at the Annual Meeting.

Section 2. Any member making a nomination from the floor shall include a written statement for each nominee proposed, outlining his past experience and qualifications for office. If there are no nominees for any office at the time of election, the rules of succession and eligibility in Article I, Section 2, may be suspended by majority vote of the membership present. All nominations recommended by the Nominating Committee or from the floor shall be listed as candidates.

Section 3. The candidate receiving the majority of votes for the office shall be elected to the office in question. Where there is a contest for any office, election shall be by secret ballot. Induction of newly elected Society Officers and Regional Directors shall take place immediately after the election or at a special meeting called by the Board of Directors.

ARTICLE VIII - Society Endorsement

Section 1. Recommendation, endorsement or approval by this Society or the Board, shall not be given to, or made for any individual, partnership, corporation or association, nor to or for any scientific, literary, mechanical or engineering production, other than as affecting public welfare. When affecting public welfare, the opinions expressed in any recommendation, endorsement or approval by the Society or the Board shall not convey any intent which can be construed as a promotion of the interest of any individual, partnership, corporation or association that may prove harmful to any other similar interest. The Society may receive papers and reports on experiments, improvements and developments of every character affecting the area and science of sanitary engineering and it may have discussions on them and may have the proceedings published in the transactions of the Annual Meeting.

Section 2. No act of any Society Officer, Director, Committee or Society member shall be binding on the Society unless authorized by the Constitution and By-Laws or by the Board.

ARTICLE IX- Annual Meeting Order of Business

Section 1. The order of business of this Society at Annual Meetings shall include (but not necessarily in this order):

- Invocation
- Reports of Society Officers and Directors
- Committee Reports
- Report of Nominating Committee
- Old business
- Election and induction of Society Officers and Regional Directors
- New business

ARTICLE X - Rules and Regulations Governing the Florida Chapter

Section 1.

a. The Florida chapter shall be governed by the following regulations in regard to finances, financial reports and annual audit:

- The Chapter shall submit a complete financial report, showing the standing of the local chapter, to the Chapter Board of Directors annually.

b. The Florida chapter shall establish its own annual dues subject to the approval of the Board of the chapter, payable January 1st, each year.

c. The Florida chapter must hold at least four (4) meetings per year, one of which shall be a bona fide election consistent with Chapter By-Laws.

Section 2. The Florida chapter shall, at all times, operate under the direction and authority of the Board, thereby never assuming the legal status of an independent organization except that a chapter may incorporate under the laws of the state in which it is located to protect the chapter and its members against any ensuing liability. The Treasurer shall make all possible efforts to procure or protect, in the Society's interest, any funds in the possession of the chapter.

Section 3. No person shall deliver an address or present a paper as a representative of the Society or chapter without securing Board approval first. No Officer of the Florida Chapter shall recommend, endorse, sponsor, approve or support any particular individual, partnership, corporation, association, product, manufacturer or organization in the name of the Florida Chapter. No person shall publish a paper or address, part or parts thereof, before a chapter, which is contrary to the best interests of the Society.

ARTICLE XI - Amendments

Section 1. The Constitution and By-Laws shall be subject to additions, revisions or repeal by a majority of the eligible voting members present and voting in any Annual Meeting, or at any special meeting of the members called for that purpose, provided that copy of such proposed additions, revisions or repeal shall have been submitted in writing to all of the members entitled to vote by September 1st of the current year, or a minimum of thirty (30) days prior to the date of the specified meeting. All additions, revisions or repeals voted upon and approved at an annual meeting shall become effective on the day following adjournment of the annual meeting. When changes are made, voted upon and approved at any special meeting, the additions, revisions or repeals shall become effective on the day following the adjournment of the special meeting, unless specified otherwise by the voting members at that meeting.

Section 2. All additions, revisions or repeals shall be furnished each member as soon as possible after each Annual Meeting, or special meeting.