



ASSE INTERNATIONAL BOARD OF
DIRECTORS PROPOSED BYLAWS CHANGES -
2022

PROPOSED BYLAWS REVISION – **SHOWING CHANGES**

ARTICLE X – REGIONAL DIRECTORS AND THEIR REGIONS / MANUFACTURERS' REPRESENTATIVE

and

ARTICLE XI - ELECTION OF ASSE INTERNATIONAL OFFICERS, REGIONAL DIRECTORS AND MANUFACTURERS' REPRESENTATIVE

ARTICLE X Section 4. The Regional Directors ~~shall~~ and Manufacturers' Representative shall:

~~a. be in contact with and report on ASSE International business to all members (including Members at Large) and chapters within their assigned regions or industry, respond to and monitor the activities, ideas and needs of all chapters and members at large within the assigned regions. This shall include promoting chapter activity and developing new such members and chapters within, or industry.~~

~~b. attend all ASSE Board of Directors meetings and report to the ASSE Board their interactions and findings for the betterment of ASSE International, the region membership, chapters and industry; and~~

~~c. be a voting member of the ASSE Board of Directors.~~

~~d. Regional Directors shall permanently reside within their region and make themselves available to chapters and members at large within their region by:~~

~~Attending chapter meetings when possible.~~

~~Being placed on chapters' mailing lists.~~

~~Sending letters or information on items of possible regional interest or involvement.~~

~~Promoting exchange of chapter news.~~

~~Assisting chapters in developing technical programs.~~

~~Conducting regional meetings where there exists a need for contact with chapters in the region.~~

~~Assisting in chapter development.~~

~~Reporting regional activities quarterly to the Vice President.~~

~~The Manufacturers' Representative shall remain in contact with industry manufacturers. The representative shall report on Society business and act as a liaison between the industry and the Society. He shall be a voting member of the ASSE Board and attend all meetings of the ASSE Board.~~

~~Regional Directors shall reside within their region. If a Regional Director or Manufacturers' Representative 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 remaining period of that Director's term of office shall be filled at the next Annual Meeting by a majority vote of the membership present, or may be appointed by the International President with the approval of the Board of Directors, or the President shall request a recommendation of a replacement from the chapter that nominated the existing Regional Director. If none is forthcoming, the President shall request a nomination from each chapter in the region, or in the case of the Manufacturers' Representative, those in attendance at the Manufacturers' Forum. The ASSE Board shall fill the office from the nominations at its next interim meeting or by mail ballot. A majority vote is required.~~

~~The Regions~~

~~Each region as defined below will have two (2) Regional Directors, jointly representing members and chapters of that region. These two (2) Regional Directors shall consist of the following: efficiently coordinate execution of their mutual duties.~~

~~Western Region Directors (2)~~

Responsible for - International, Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nevada, Oregon, Utah, Washington, and At Large Members (who live in these listed States)

Central Region Directors (2)

Responsible for - N. Dakota, S. Dakota, Illinois, Indiana, Iowa, Kansas, Michigan Minnesota, Missouri, Nebraska, Wisconsin, Wyoming, and At Large Members (who live in these listed States)

Southern Region Directors (2)

Responsible for - Alabama, Arkansas, N. Carolina, S. Carolina, Florida, Georgia, Kentucky, Louisiana Mississippi, New Mexico, Oklahoma, Tennessee, Texas, Virginia, and At Large Members (who live in these listed States)

Northeastern Region Directors (2)

Responsible for - Connecticut, Delaware, District of Columbia, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Ohio, Pennsylvania, Rhode Island, Vermont, West Virginia, and At Large Members (who live in these listed States).

Manufacturers' Representative – Serves all industry manufacturers regardless of location and acts as a liaison between the industry and ASSE.

The Regional Directors and Manufacturers' Representative shall serve three (3) year terms in the following alternating groups:

Regional Directors Western-2, Central-2 and Southern-1

Regional Directors Western-1, Northeastern-1 and Manufacturers' Representative

Regional Directors Central-1, Southern-2 and Northeastern-2

Region 1, West; Region 2, North Central; Region 3, South Central; Region 4, Mid West; Region 5, South East; Region 6, East; Region 7, Northeast; Region 8, Members at Large.

The Regional Directors and Manufacturers' Representative shall serve the following three (3) year terms: Regions 1 and 7, and Manufacturer Representative, first alternating group; Regions 2, 6 and 8, second alternating group; and Regions 3, 4 and 5, third alternating group.

The ASSE Board shall review the makeup of the regions at least every three (3) years to determine if regions are properly balanced. The ASSE Board has the option to revise the region assignments as necessary to serve the best interests of the ASSE International Chapter.

ARTICLE XI Section 4.

The Officers, Regional Directors and Manufacturers' Representative shall be elected from the eligible Voting Members at the Annual Meeting, but if any such conference is not held, or elections are not held, the elections shall be conducted at any special business meeting of the general membership held for that purpose. Officers, Regional Directors and Manufacturers' Representative shall take office immediately.

Regional Directors and Manufacturers' Representative shall hold office for a term of three (3) years or until their respective successors are elected.

No incumbent Officer, Regional Director, ~~Director At Large~~ or Manufacturers' Representative shall have that Officer's, Regional Director's, ~~Regional Director At Large's~~ or Manufacturers' Representative's term of office shortened. A term shortened by the Board shall be declared prior to the elections.

No Regional Director or Manufacturers' Representative may serve as a Regional Director or Manufacturers' Representative more than six (6) years consecutively, regardless of the Region or group they are representing.

No person shall be eligible to serve as an Officer, Regional Director or a Manufacturers' Representative of this Association: until such person has been a Voting Member in good standing for a minimum of three (3) consecutive years preceding the date of such person's nomination.

Induction of newly elected ASSE International Chapter Officers, Regional Directors and Manufacturers' Representative shall take place immediately after the election.

IF APPROVED, THE BYLAWS WILL APPEAR AS SEEN BELOW SAME AS ABOVE BUT WITHOUT UNDERLINE AND STRIKE THRU

ARTICLE X - DUTIES OF THE ASSE INTERNATIONAL BOARD OF DIRECTORS AND ASSE INTERNATIONAL CHAPTER / IAPMO BOARD OF DIRECTORS SEAT

REGIONAL DIRECTORS AND THEIR REGIONS / MANUFACTURERS' REPRESENTATIVE

Section 4.

The Regional Directors and Manufacturers' Representative shall:

- a. be in contact with and report on ASSE International business to all members (including Members at Large) and chapters within their assigned regions or industry, respond to and monitor activities, ideas and needs of all such members and chapters, or industry.
- b. attend all ASSE Board of Directors meetings and report to the ASSE Board their interactions and findings for the betterment of ASSE International, the membership, chapters and industry; and
- c. be a voting member of the ASSE Board of Directors.

Regional Directors shall reside within their region. If a Regional Director or Manufacturers' Representative 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 remaining period of that Director's term of office shall be filled at the next Annual Meeting by a majority vote of the membership present, or may be appointed by the International President with the approval of the Board of Directors.

Each region as defined below will have two (2) Regional Directors, jointly representing members and chapters of that region. These two (2) Regional Directors shall efficiently coordinate execution of their mutual duties.

Western Region Directors (2)

Responsible for - International, Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nevada, Oregon, Utah, Washington, and At Large Members (who live in these listed States)

Central Region Directors (2)

Responsible for - N. Dakota, S. Dakota, Illinois, Indiana, Iowa, Kansas, Michigan Minnesota, Missouri, Nebraska, Wisconsin, Wyoming, and At Large Members (who live in these listed States)

Southern Region Directors (2)

Responsible for - Alabama, Arkansas, N. Carolina, S. Carolina, Florida, Georgia, Kentucky, Louisiana Mississippi, New Mexico, Oklahoma, Tennessee, Texas, Virginia, and At Large Members (who live in these listed States)

Northeastern Region Directors (2)

Responsible for - Connecticut, Delaware, District of Columbia, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Ohio, Pennsylvania, Rhode Island, Vermont, West Virginia, and At Large Members (who live in these listed States).

Manufacturers' Representative – Serves all industry manufacturers regardless of location and acts as a liaison between the industry and ASSE.

The Regional Directors and Manufacturers' Representative shall serve **three (3) year terms** in the following alternating groups:

Regional Directors **Western-2, Central-2 and Southern-1**

Regional Directors **Western-1, Northeastern-1 and Manufacturers' Representative**

Regional Directors **Central-1, Southern-2 and Northeastern-2**

The ASSE Board shall review the makeup of the regions at least every three (3) years to determine if regions are properly balanced. The ASSE Board has the option to revise the region assignments as necessary to serve the best interests of the ASSE International Chapter.

ARTICLE XI - ELECTION OF ASSE INTERNATIONAL OFFICERS, REGIONAL DIRECTORS AND MANUFACTURERS' REPRESENTATIVE

Section 4.

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No person shall be eligible to serve as an Officer, Regional Director or a Manufacturers' Representative of this Association: until such person has been a Voting Member in good standing for a minimum of three (3) consecutive years preceding the date of such person's nomination.

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PROPONENT: ASSE International Board of Directors

If approved, this proposed change shall become effective at the ASSE Annual meeting of 2023. If any current terms are to be shortened due to these changes than the ASSE Board will according to the ASSE By-laws (Article XI Section 4 Paragraph 3) make these announcements prior to the 2023 ASSE Annual Meeting for all Members to know prior to holding the elections.

RATIONALE:

This change to the Bylaws of the ASSE International Chapter of IAPMO ("ASSE"), serves two primary functions: it redraws the regions from which Regional Directors are elected, and it clarifies the responsibilities of Regional Directors and the Manufacturers' Representative.

1) Redrawing the Regions/Regional Directors:

ASSE Membership currently elects **one** director from each of **eight** Regions: seven geographically designated Regions numbered 1 through 7, and one for "members at large" known as Region 8.

Proposed Change:

Under the proposed modifications to the Bylaws, there would be **four** new Regions, much larger in size than the current ones, and **two** directors would be elected from each Region. The “Members at Large” Region would cease to exist, and each Regional Director would be responsible for the members at large within their Region. The trend in membership has changed from ASSE Chapter affiliations to more At-Large membership. Many members are now involved on a national level with little or no involvement on a chapter level. The modifications to the Regions will create more opportunities for all members, resulting in a stronger membership,

To enhance continuity, and in keeping with the existing three-year election cycle for Regional Directors, the three-year terms of Regional Directors would be staggered so that no Region would have two new Regional Directors at the same time.

Currently, the Regions from which Regional Directors may be drawn are limited in size. There have been times when a Regional Director seat on the Board was unfilled due to lack of a candidate from a Region. By expanding the sizes of the Regions, and allowing for *two* Directors from each Region, we will create larger pools of qualified Members who can become part of ASSE’s Board. The policy for replacing a Director who cannot finish their term is simplified.

Other, well-functioning aspects of the Regional Director election and term cycle (such as the election at the Annual Meeting, the requirement of residency in the Region, and the staggered three-year terms) will remain unchanged.

2) Clarified Roles/Regional Directors/Manufacturers’ Representative and their Roles

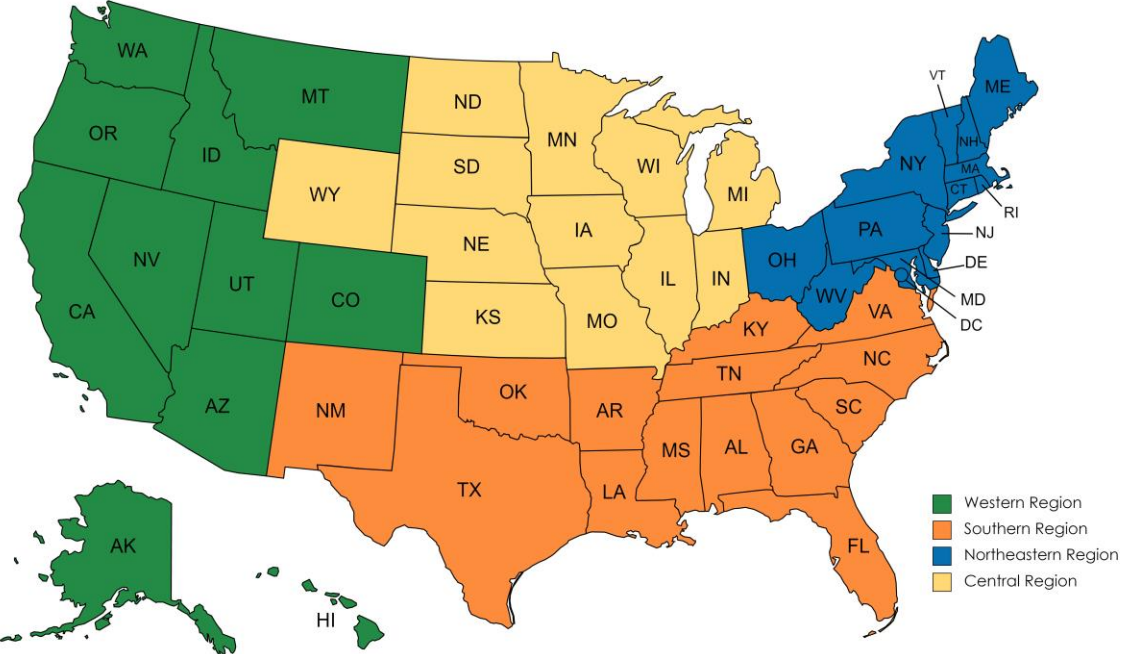
Under the current bylaws, Regional Directors are instructed to “be in contact with and monitor the activities of all chapters and members-at-large within the assigned regions. This shall include promoting chapter activity and developing new chapters within the region.” They are also provided with a bullet-pointed list of activities, largely relating to supporting chapters within their region. The Manufacturers’ Representative is instructed to “remain in contact with industry manufacturers [and] report on Society business and act as a liaison between the industry and the Society.”

Proposed Change:

While many of the duties of Regional Directors and the Manufacturers’ Representative would remain unchanged, their description is simplified and modernized, and the wording is shifted to underscore a Regional Director’s responsibility to the Members in their region, not just the Chapters.

The proposed changes make clear the essential responsibilities of the Regional Directors and Manufacturers’ Representative and enhances their responsibilities to all members, to ASSE International and to the Piping Industry

MAP OF HOW REGIONS WILL BE DIVIDED



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