



**BYLAWS OF THE
SINGAPORE SECTION
OF THE
AMERICAN SOCIETY OF CIVIL ENGINEERS**

ARTICLE 1. GENERAL

1.1 Name. The name of this organization shall be the Singapore Section of the American Society of Civil Engineers, hereinafter referred to as the "Section".

1.2 Use of Name and Marks. The use and publication of the Society and Section name and marks shall be in accordance with the Society's governing documents and Society policies.

ARTICLE 2. AREA AND MEMBERSHIP

Not used.

ARTICLE 3. SEPARATION FROM MEMBERSHIP

Not used.

ARTICLE 4. DUES

4.1 Dues Year. The Section's dues year is from January 1 through December 31.

4.2 Annual Dues. The Annual Dues for members of the Section shall be determined by the Board of Directors.

4.3 Obligation to Pay. Every member of the Section shall be obligated to pay the dues identified herein in advance of January 1. Any person who is elected to membership in the Society and assigned to the Section after June 30 shall pay only one-half (1/2) of that year's dues.

ARTICLE 5. MANAGEMENT

5.1 Fiscal Year. The fiscal year of the Section shall be from October 1 to September 30.

5.2 Annual Budget. An annual budget shall be adopted by the Section Board of

Directors prior to the start of each fiscal year.

5.3 Duties of the Board of Directors. Duties of the Section Board of Directors shall include management of the Section, responsibility for the budget and financial resources, strategic planning, providing leadership, overseeing the various activities within the Section and its subsidiary organizations, communicating with the Region, and facilitating the selection process for Officers and Directors of the Section. The Board of Directors shall have control of property of the Section.

5.4 Annual Report. The Board of Directors shall oversee the preparation of the Annual Report which shall be submitted to the Society in accordance with published requirements.

ARTICLE 6. OFFICERS AND DIRECTORS

6.1 Officers. The Officers of the Section shall be elected by the Subscribing Members of the Section, in accordance with the provisions of the Constitution.

6.2 Directors. The Directors of the Section shall be elected to the Board of Directors by majority vote from the Section's Subscribing Members, in accordance with the provisions of the Constitution.

6.3 Terms. The term of office for each Officer and Director shall begin at the close of the Annual General Meeting and continue until a successor is elected or appointed and assumes office.

6.4 Vacancy. A vacancy is defined as any condition in which an elected or appointed member of the Board of Directors cannot fulfill their duty due to death, disability, resignation, dereliction of duty or loss of Section Subscribing Member status. The Board of Directors may declare by majority vote a vacancy in the event of disability or dereliction of duty.

The office of President, if vacant, should be filled by the Vice President if available. The Board of Directors shall appoint such other Officers and Directors as needed until a Special Election can be held.

6.5 Limitation on Terms. No Officer shall serve in an elected office for more than two (2) successive elected terms.

6.6 Reimbursement. Officers and Directors do not receive compensation for their services, but may be reimbursed for authorized expenses.

ARTICLE 7. ELECTIONS

7.1 Procedure. Elections shall be conducted in accordance with the procedure set

forth in the Constitution.

ARTICLE 8. MEETINGS

8.1 *Business Meetings.*

8.1.1 *Frequency of Business Meetings.* In addition to the Annual Meeting, at least one (1) Business Meeting shall be held each year.

8.1.2 *Quorum at Business Meetings.* A minimum of 25% of the total Subscribing Membership or thirty (30) voting members, whichever is the lesser, shall constitute a quorum at a Business Meeting of the Section.

8.2 *Quorum at Board of Directors Meeting.* A minimum of five (5) members of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors.

8.3 *Meeting Participation by Alternative Means.* Any member of the Board of Directors or a Board of Directors committee may participate in a meeting of the Board of Directors or committee meeting by means of a conference telephone or similar communications system that allows all persons participating in the meeting to hear and be heard by each other at the same time. Such participation shall be considered presence in person at the meeting.

8.4 *Parliamentary Authority.* All Business Meetings of the Section and Subsidiary Organizations and meetings of the Board of Directors shall be governed by *Robert's Rules of Order, Newly Revised*, except where these rules are not applicable or are inconsistent with the Constitution and Bylaws of the Section or the Society's governing documents.

ARTICLE 9. SUBSIDIARY ORGANIZATIONS AND COMMITTEES

9.1 *Subsidiary Organizations.*

9.1.1 *Types of Subsidiary Organizations.* Subsidiary Organizations may be, but are not limited to, Branches, Younger Member Forums/Groups, Technical Groups, and local Institute Chapters. Names of Subsidiary Organizations shall be as set forth in the Society's governing documents.

9.1.2 *Formation.* Formation of Subsidiary Organizations shall be subject to the approval of the Section Board of Directors and such other requirements as may be established by the Society. Formation of Branches shall also be subject to the approval of the Region 10 Board of Governors. Bylaws of Subsidiary Organizations shall be approved by the Section Board of Directors before becoming effective.

9.1.3 *Branches.* Branches of the Section may be created.

9.1.3.1 Proposal. A new Branch may be proposed by submission of a written proposal to the Section Board of Directors with the name, objective, officers, and brief comments on how the new Branch will be of advantage to members in the area.

9.1.3.2 Petition. The written proposal, along with a petition containing a minimum of thirty (30) signatures of Subscribing Members residing in the area shall be submitted to the Section Board of Directors for approval.

9.1.3.3 Membership. A proposed Branch area shall contain a minimum potential of thirty (30) members of the Section.

9.1.3.4 Boundaries. A proposed Branch must have distinct boundaries stated in the petition.

9.1.3.5 Region Approval. Upon approval of the Section Board of Directors, the proposal and petition shall be submitted to the Region 10 Board of Governors for review and final approval.

9.1.4 Technical Groups. Technical Groups or local Institute Chapters may be created.

9.1.4.1 Proposal. A new Technical Group or local Institute Chapter shall be proposed by submission of a written proposal to the Section Board of Directors with the name, objectives, officers, and brief comments on how the new Technical Group or local Institute Chapter will be of advantage to members in the area.

9.1.4.2 Membership. A proposed Technical Group or local Institute Chapter may be formed by no less than fifteen (15) Subscribing Members of the Section.

9.1.4.3 Approval. Approval shall be obtained from the Section Board of Directors and the appropriate Institute, if applicable, to activate the Technical Group or Institute Chapter.

9.1.5 Other Subsidiary Organizations. Other Subsidiary Organizations may be formed by the Section Board of Directors.

9.1.6 Annual Budget. Each Subsidiary Organization shall submit an annual budget and financial statement to the Section Board of Directors for approval.

9.1.7 Annual Report. Each Subsidiary Organization President or Chair shall submit an Annual Report to the Section Board of Directors on the activities and programs of the organization. This Annual Report, including a financial

statement, shall be suitable for incorporation into the Section's Annual Report.

9.1.8 Level of Activity. Each Subsidiary Organization shall hold a minimum of two (2) events per year. Any Subsidiary Organization that does not maintain the minimum activity level for two (2) successive years, or does not have fifteen (15) Subscribing Members on its rolls for two (2) successive years, shall be automatically disbanded. Assets of a disbanded Subsidiary Organization shall be assumed by the Section.

9.2 Standing Committees. The Section shall have the following Committees.

9.2.1 Membership Committee. The Membership Committee shall consist of no more than three (3) Subscribing Members of the Section, appointed annually by the Section President, plus the Secretary of the Section. The Section President shall appoint the Chair.

9.2.1.1 Purpose. The Membership Committee shall be responsible for the maintenance of accurate membership records of the Section, for developing programs and activities to increase membership and for overseeing the creation and management of International Student Groups in the local area.

9.2.2 Audit Committee. The Section shall elect an independent Audit Committee of two (2) Honorary Auditors from among the Subscribing Members of the Section, not being members of the Board, to annually audit the financial statements of the Section. The audit report and financial statements shall be presented to the Section Board of Directors for acceptance at the end of the fiscal year. The Section President shall appoint the Chair.

9.3 Task Committees. The Section President may appoint task committees as deemed necessary. The terms of Task Committee members shall end when the work of the task committee has concluded.

9.4 Ex officio Member. The Section President shall be an ex officio member of all committees.

9.5 Terms of Standing Committee Members. Unless otherwise specified, the members of committees shall be appointed by the Section President at the beginning of the Section President's term, and shall serve a one (1) year term.

9.6 Committee Chairs. Committee Chairs shall provide to the Secretary of the Section copies of all correspondence initiated or received. Committee Chairs shall maintain files of correspondence and proceedings, which shall be delivered to the Secretary by Standing Committees at the close of the fiscal year and by Task Committees at the rendering of their final report. A copy of the Bylaws shall be provided

to the Chair of each Committee with the notice of appointment.

ARTICLE 10. ADMINISTRATIVE PROVISIONS

Not used.

ARTICLE 11. AMENDMENTS

11.1 Process. These Bylaws may be amended only by the following procedure:

11.1.1 Proposal. An amendment(s) to these Bylaws may be proposed by any member of the Board of Directors, or by a written petition submitted to the Section Secretary, containing the text of the amendment(s), signed by not less than thirty (30) Subscribing Members of the Section.

11.1.2 Approval. The proposed Bylaws amendment(s) shall be approved by a majority of the Section Board of Directors and submitted to the Region 10 Board of Governors who shall forward it to the appropriate Society Committee(s) for review and approval.

11.1.3 Notice and Adoption. Upon approval by the Society the proposed Bylaws amendment(s) may be adopted by a two-thirds (2/3) affirmative vote of the Section Board of Directors present at a duly constituted Board of Directors meeting, where a quorum is in attendance, provided that a written notice containing the text of the proposed amendment(s) is published to the Section membership at least thirty (30) days in advance of the meeting.