



Hong Kong Section

CONSTITUTION AND BYLAWS

CONSTITUTION

ARTICLE I

NAME AND OBJECT

- Section 1. The name of this organization shall be the Hong Kong Section, American Society of Civil Engineers.
- Section 2. The objective of the Hong Kong Section shall be the advancement of the science and profession of civil engineering through education, in a manner consistent with the objective of the American Society of Civil Engineers.

ARTICLE II

AREA AND MEMBERSHIP

- Section 1. The area of the Hong Kong Section shall be the Hong Kong Special Administration Region of China located therein.
- Section 2. All members of the American Society of Civil Engineers of all grades, who subscribe to the Constitution and Bylaws of the Hong Kong Section, who have paid the current dues of the Section or who are exempt by Article III, shall be Subscribing Members of the Section. All other members of the American Society of Civil Engineers of all grades, whose addresses are within the boundaries of the Section, as defined by the Society, shall be Assigned Members of the Section.
- Section 3. Only Subscribing Members shall have the right to vote, to hold office, to serve on committees, or to represent the Section officially.

ARTICLE III

DUES

- Section 1. There shall be no entrance fee.
- Section 2. Annual dues shall be established by the Bylaws of the Section. Subscribing membership ceases for any member whose dues are more than three months in arrears.
- Section 3. Members exempt from payment of dues in the Society, as Life Members, shall be exempt from payment of dues in the Section.

ARTICLE IV

OFFICERS AND GOVERNING BODY

- Section 1. The officers of this Section shall be a President, a President-Elect, a Vice-President, a Secretary, a Treasurer, and four elected Directors at least one of whom shall be a Younger Member.
- Section 2. The governing body of the Section shall be a Board of Direction consisting of the officers and the latest active resident Past-President of the Section, and the President or Chairman of each subsidiary organization.

ARTICLE V

MEETINGS

- Section 1. The Annual Meeting shall be held on such date and at such place as the Board of Direction designate. Other meetings shall be called at the discretion of the Board of Direction; or by the President upon the written request of at least ten subscribing members.
- Section 2. Notice of call for a meeting shall be mailed to all subscribing members not less than 14 days in advance of the meeting date.

ARTICLE VI

SUBSIDIARY ORGANIZATIONS

- Section 1. Subsidiary organizations may be formed within the Hong Kong 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 Section activities, in accordance with the provisions of the Bylaws.
- Section 2. The President or Chairman of each subsidiary organization shall be a member of the Section's Board of Direction.
- Section 3. Subsidiary organizations shall adopt Bylaws consistent with this Constitution.

ARTICLE VII

BYLAWS

- Section 1. The Section shall adopt Bylaws consistent with this Constitution for the guidance of officers and members.

ARTICLE VIII

CO-OPTED DIRECTORS

- Section 1. No more than four Co-opted Directors may be appointed by the Board of Direction through majority vote.

ARTICLE VIII

PAST-PRESIDENT COUNCIL

- Section 1. A Past-President Council with no less than three members shall be formed as an advisory body to the Board of Direction. At the beginning of each session, the President should invite all Past-Presidents to join the council but participation is on a voluntary basis. The Council should meet at least twice a year to discuss issues related to the development of the ASCE-HK Section, and offer advice to the Board. The Immediate Past-President is responsible for calling the Council Meetings, and the current President should be present at these meetings.

ARTICLE X

AMENDMENTS

- Section 1. This Constitution may be amended only by the following procedure:
- (a) A proposed amendment to this Constitution must be submitted to the Section Secretary in a written petition signed by not less than 15 subscribing members of the Section.
 - (b) The proposed amendment shall be cleared through the ASCE Council of Vice Presidents before being voted upon.
 - (c) The proposed amendment shall be distributed to the subscribing membership of the Section who shall be given the opportunity to vote.
 - (d) To become effective it shall receive an affirmative vote of not less than two-thirds of the subscribing members voting, and the approval of the Council of Vice Presidents.

ARTICLE XI

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 candidate for public 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 Direction shall have designated and in the absence of such designation they shall be conveyed to the American Society of Civil Engineers.

BYLAWS

ARTICLE 1

DUES

- Section 1. The annual dues for members of the Hong Kong Section shall be determined from time to time by the officers of this Section.

ARTICLE II

OFFICERS, TERMS, AND VACANCIES

- Section 1. The term of office, for each officer shall be one year. Terms shall begin at the close of the Annual Meeting and continue until their successors are elected and assume the offices.
- Section 2. A vacancy in the office of President shall be filled by the President-Elect. A vacancy in the office of President-Elect shall be filled by the Vice-President. Other vacancies shall be filled for the unexpired term by appointment by the Board of Direction.
- Section 3. No member shall serve in one elected office other than that of Secretary and/or Treasurer, for more than two successive elected terms.

ARTICLE III

NOMINATION AND ELECTION OF OFFICERS

- Section 1. The Nominating Committee of the Section shall be a standing committee. It shall consist of not less than three members including the three most recent active Past-Presidents of the Section, plus other duly selected members.
- Section 2. The Nominating Committee shall choose one or more candidates for election to each office, except the office of President, prescribed by the Constitution and obtain the consent of nominees to serve if elected. In

addition, candidates may be nominated by written petition containing two signatures of subscribing members.

- Section 3. The Secretary shall send a letter ballot containing the list of official nominees and a space for write-in vote for another candidate for each office, to each subscribing member of the Section at least 20 days previous to the Annual Meeting.
- Section 4. Ballots returned to the Secretary up to the time of counting shall be opened and counted at the Annual Meeting by three tellers appointed by the President. For each office the candidate receiving the highest number of votes cast shall be declared elected.
- Section 5. The President-Elect shall succeed to the office of President at the close of the Annual Meeting.

ARTICLE IV

MEETINGS

- Section 1. In addition to the Annual Meeting, at least five meetings shall be held each year at regular intervals.
- Section 2. Five subscribing members shall constitute a quorum for transacting business at a meeting of the Section.
- Section 3. All business meetings of the Section and subsidiary organizations and meetings of the Board of Direction shall be governed by Robert's Rules of Order, Revised, except as provided in the Constitution and Bylaws.

ARTICLE V

BOARD OF DIRECTION

- Section 1. The government of the Section shall be vested in the Board of Direction.
- Section 2. The Board of Direction shall have control of property and management of the Section.

Section 3. The Board of Direction shall oversee the preparation of the Annual Report which shall be submitted to the Society in accordance with published requirements.

Section 4. A majority of the Board shall constitute a quorum.

ARTICLE VI

SUBSIDIARY ORGANIZATIONS

Section 1. Formation of subsidiary organizations shall be subject to the approval of the Hong Kong Section Board of Direction and such other requirements as may be established by the Society. Bylaws of subsidiary organizations shall be approved by the Hong Kong Section Board before becoming effective.

Section 2. Subsidiary organizations may be, but are not limited to, Branches, younger member forums, and technical groups. Names of subsidiary organizations shall be as set forth in the Rules of Policy and Procedure of the Society.

Section 3. Branches of the Section will be created in accordance with the following requirements:

- (a) Those proposing a new Branch shall demonstrate in writing how it will be of advantage of members in the area to have a Branch.
- (b) A petition containing a minimum of 15 signatures of Society members residing in the area shall be submitted through the Section to the Council of Vice Presidents.
- (c) A proposed Branch area shall contain a minimum potential of 30 members of the Society.
- (d) A proposed Branch must have distinct boundaries stated in the petition.

Section 4. Technical Groups shall be created in accordance with the following requirements:

- (a) Those proposing a Technical Group shall submit a statement to the Section Board of Direction with the name, objectives,

officers, and brief comments on how it will be of advantage to members in the area to have a Group.

- (b) Not less than ten subscribing members of the Section may form a group.
- (c) Approval must be obtained from the Section Board of Direction to activate the group.

Section 5. Younger Member Forums and other subsidiary organizations shall be created under the procedure outlined in Section 4.

Section 6. Each subsidiary organization shall submit an annual budget and financial statement to the Board of Direction for approval.

Section 7. Each subsidiary organization President or Chairman shall submit an annual written report to the Board of Direction 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. See Article V, Section 3.

Section 8. Each subsidiary organization shall hold a minimum of three events per year. Any subsidiary organization that does not maintain the minimum activity level for two successive years, or does not have ten subscribing members on its rolls, shall be automatically disbanded. Assets of a disbanded subsidiary organization shall be assumed by Hong Kong Section.

ARTICLE VII

COMMITTEES

Section 1. The President shall appoint the following committees for each year: program, membership, publication & reports and public relations.

Section 2. The President shall appoint such other committees as are from time to time deemed necessary.

ARTICLE VIII

AMENDMENTS

Section 1. Bylaws may be adopted or amended only by the following procedure:

- (a) The proposed Bylaw shall be distributed to the subscribing membership who shall be given the opportunity to vote.
- (b) The proposed amendment shall be voted upon by those subscribing members in attendance at a business meeting if the intent of the proposed amendment was made known to the membership along with the meeting notice.
- (c) To become effective it shall receive an affirmative vote of not less than a majority of the subscribing members voting, and the approval of the ASCE Council of Vice Presidents.