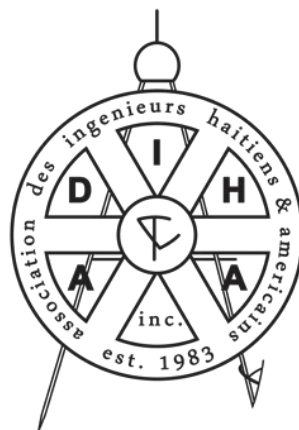


ADIHA
Association des Ingénieurs
Haitiens et Américains

Association of Haitian and American Engineers
National Constitution

P.O. BOX 280731
Queens Village, NY 11429





ADIHA

Association des Ingénieurs Haïtiens et Américains

**P.O. BOX 280731
Queens Village, NY 11429**

CONSTITUTIONAL AUTHORITY

The Association des Ingénieurs Haïtiens et Américains (ADIHA) National Constitution describes the manner in which the national organization shall be governed and structured. This document shall supersede and take authority in matters where working rules of ADIHA sub-bodies do not exist or are in conflict. As such, all working rules of the sub-bodies of ADIHA shall comply, and be consistent with this Constitution.

Table of Contents

Article I – Name & Location	Article VIII – Administration
Article II – Mission	Article IX – Standing Committees & Duties
Article III – Tax Exempt Status	Article X – Offices & Duties
Article IV – Membership	Article XI – Legislative Procedure
Article V – Organization	Article XII – Elections
Article VI – Voting	Article XIII – Bylaws
Article VII – Dues and Fees	

ARTICLE I – Name & Location

The name of the organization shall be the Association des Ingénieurs Haïtiens et Américains, Inc., or Association of Haitian and American Engineers, Inc. hereafter referred to in its abbreviated form ADIHA. The principal office of ADIHA shall be located within the state of New York, at such place as the Board of Directors shall from time to time designate.

ARTICLE II – Mission

ADIHA’s mission is to provide an effective platform where Haitian and American engineers, scientists, students, and professionals from related fields network for their professional advancement, and promote education, leadership, and sustainable policies while contributing their expertise for the empowerment of their community.

ARTICLE III – Tax Exempt Status

Section 1

ADIHA is recognized as a tax exempt organization under section 501 (c) (3) of the Internal Revenue Code; as all contributions to

ADIHA are deductible under Section 170 (c) of the Internal Revenue Code. As such, ADIHA shall neither have or exercise any power or engage in any activities that would abrogate its status as an association, which is exempt from paying federal taxation, nor shall the Corporation engage in any forbidden activities prohibited by the Federal laws of the New York State Statute.

Section 2

Upon the dissolution of ADIHA, its Executive Board, after payment of all liabilities of ADIHA, shall distribute all remaining assets of the corporation to organizations whose contributions also are deductible under Section 107 (c) of the Internal Revenue Code.

Section 3

All references herein to provisions of the Internal Revenue Code shall be deemed to include both amendments thereto and statutes, which succeed such provisions (i.e. the corresponding provisions of future United States Internal Revenues Laws).

Section 4

No parts of ADIHA’s assets, income, or profit shall be distributed to or be used for the personal benefits of its members, directors, officers or any private persons except to the

extent permissible under the law.

ARTICLE IV – Membership

Section 1

The term “member” when printed without an initial capital, where used in this Constitution, includes all categories of membership. The term “Member” when printed with an initial capital, where used in this Constitution, is defined in Article IV, Section 3(a).

Section 2

Membership in ADIHA shall be designated as Member, Student Member, Affiliate Member, Lifetime Member, or Honorary Member.

Section 3

- a) A Member shall be defined as an individual with a degree in engineering or engineering technology from an accredited institution in the U.S. or abroad, and is good standing with the Association.
- b) A Student Member shall be defined as a student enrolled in an engineering or engineering technology, or an allied discipline degree program (as defined in the bylaws) at an accredited institution in the U.S. or abroad, and is in good standing with the Association.
- c) An Affiliate Member shall be defined as an individual who has a degree in an allied discipline (as defined in the Bylaws) from an accredited institution in the U.S. or abroad, and is in good standing with the Association.
- d) A Lifetime Member shall be defined as an individual who qualifies for the membership category described in Article IV, Section 3(a), fulfills the criteria defined in the Bylaws, and has completed the Lifetime Membership Application.
- e) A Honorary Member shall be defined as an individual who does not meet the definition of Member, Student Member, Affiliate Member, or Lifetime member, but has contributed through their efforts to the goals of ADIHA. Designation is to be set by the Executive Board of ADIHA.

Section 4

A graduate student who qualifies for membership of ADIHA may either participate as a Member or Student Member, but not both.

Section 5

Membership and participation shall be free from discrimination based upon sex, race,

religion, ethnic group, age, national origin, or country of abode.

Section 6

The “good standing” of an ADIHA member shall be defined in the Bylaws, and will be in accordance with all regulations of ADIHA.

ARTICLE V – Organization

Section 1

The term “chapter” when printed without an initial capital, where used in this Constitution, includes all categories of chapters. The term “Chapter” when printed with an initial capital, where used in this Constitution, is defined in Article V, Section 3.

Section 2

The territory of ADIHA shall be divided, at the discretion of the National Board, into geographical regions, which shall be specified in the Bylaws. The voting members of each Region shall elect a Director designated as its Regional Director. The method of election of Regional Directors shall be specified in the Bylaws.

Section 3

Chapters – Shall be defined as ten or more Members living in the same region who have chartered as a Chapter of ADIHA Members may petition the National Executive Board to allow for Chapters of fewer than ten Members. Student Chapters - Shall be defined as ten or more Student Members attending the same accredited educational institution in the U.S. or abroad who have chartered as a Student Chapter of ADIHA. Student Members may petition the National Executive Board to allow for Student Chapters of fewer than ten Student Members.

Section 4

Each chapter shall have chapter bylaws to be filed as official documents of ADIHA.

Article VI – Voting

Section 1

Each Chapter in good standing shall elect one delegate to cast votes in regional and national business. Only Members can be elected as delegate.

Section 2

Each member who has fulfilled the requirements

for chapter membership, as specified by his or her chapter's bylaws, shall be entitled to vote in his/her respective chapter general body meetings.

Article VII – Dues and Fees

Section 1

Dues and fees shall be specified in the Bylaws.

Article VIII – Administration

Section 1

There shall be a National Executive Board of ADIHA, which shall consist of the:

- a) National President
- b) National Vice-President
- c) National Secretary
- d) National Treasurer
- e) National Project Planning Chairperson
- f) National Membership Chairperson
- g) National Programs Chairperson
- h) Regional Directors
- i) National Student Representative, who shall serve as a nonvoting member
- j) Ad-hoc National Executive Board positions as approved by the National Executive Board.

Section 2

The National Executive Board shall:

- a) Determine all questions of policy and shall administer the affairs of ADIHA under the Constitution and Bylaws, and the general provisions of the law under which it is incorporated.
- b) Be subject to the orders of the membership and none of its acts shall conflict with decisions made by the vote of the general body, or the goals and objectives of the Association.
- c) Not receive any salary for service.
- d) Coordinate activities at all levels of ADIHA.

ARTICLE IX – Standing Committees & Duties

Section 1

The five standing committees of ADIHA shall be Finance, Project Planning, Information, Membership, and Programs.

Section 2

The Finance Committee shall:

- a) Identify and develop national funding sources

- b) Organize and administer activities that will raise funds to facilitate the purpose of ADIHA.

Section 3

The Project Planning Committee shall:

- a) Identify projects for participation by ADIHA members
- b) Assist in the development of all ADIHA projects.
- c) Make feasibility studies of all projects undertaken by ADIHA
- d) Develop project guidelines to assess projects' success
- e) Maintain a database of the past and current projects undertaken by ADIHA
- f) Consist of the committee representatives for each Special Interest Group, as defined in the Bylaws, selected by the committee chair.

Section 4

The Information Committee shall:

- a) Be in charge of all internal and external publications including leaflets, brochures, newsletters, videos, or any form of press release
- b) Compile and edit technical, scientific, and other materials proposed for publication
- c) Provide information to the general public or any group in conformity with the rules governing such actions
- d) Make all documents available upon request to members of the association and keeps its library functioning
- e) Receive all ideas and suggestions made to ADIHA by members and other parties.
- f) Maintain the National ADIHA website
- g) Consist of at least the following committee representatives selected by the committee chair:
 - a) National Historian
 - b) National Webmaster
 - c) National Publicity Chair
 - d) National Copy Editor

Section 5

The Membership Committee shall:

- a) Conduct periodic surveys to determine the interests of the members
- b) Compile membership statistics and make them available to the Executive Board
- c) Engage in the recruitment of new ADIHA members
- d) Engage in active research, development, and implementation of membership benefits and incentives
- e) Evaluate and recommend membership fee structures periodically
- f) Identify potential chapters to charter and

provide established chapters all information needed to function properly, both nationally and internationally.

Section 6

The Programs Committee shall:

- a) Organize all national events and programs of ADIHA
- b) Set up and implement national events & programs recommended in writing by members and authorized by the Executive Board
- c) Implement national programs that support the mission of ADIHA
- d) Identify other organizations for purpose of collaboration and/or support.
- e) Ensure a successful and productive National Conference on an annual basis.

Section 7

The Executive Board has the right to create ad-hoc committees whenever deemed necessary. Committee chairs of the ad-hoc committees are to be appointed by majority vote of the National Executive Board.

Section 8

In addition to the above duties, the committees will carry out assignments deemed necessary by the National Executive Board.

ARTICLE X – Offices & Duties

Section 1

All elected positions will be held by Members in good standing as defined in Article IV, Section 3(a) of these articles.

Section 2

The elected officials of the National Executive Board are:

- a) National President
- b) National Vice-President
- c) National Secretary
- d) National Treasurer
- e) National Project Planning Chairperson
- f) National Membership Chairperson
- g) National Programs Chairperson
- h) Regional Directors

Section 3

The National Executive Board officials are the National President, National Vice-President, National Secretary, National Treasurer, National Project Planning Chairperson, National Membership Chairperson, and National Programs Chairperson.

Section 4

The duties of the elected positions of the ADIHA Executive Board are listed as follows:

- a) The National President shall
 - (i) Preside over the Executive Board
 - (ii) Preside over all meetings of ADIHA
 - (iii) Represent ADIHA to the public
 - (iv) Be empowered to make decisions on matters requiring immediate actions when two-thirds of the Executive Board members cannot be reached
 - (v) With the National Treasurer, sign all checks and requisitions authorized by the Executive Board
 - (vi) Present ideas and propose directions for ADIHA
 - (vii) Develop the national programs and objectives, and the national directives of ADIHA
 - (viii) Be an ex-officio member of every committee.
- b) The National Vice-President shall
 - (i) Perform all the duties of the National President in his/her absence
 - (ii) Insure that ADIHA works efficiently by advising and coordinating all committees
 - (iii) Coordinate and evaluate the intra-committee communications
 - (iv) Review charters of those organizations proposing membership and forwarding reviewed charters to the National Executive Board for approval
 - (v) Serve as parliamentarian of all ADIHA meetings
 - (vi) Be an ex-officio member of every committee.
- c) The National Secretary shall
 - (i) Preside over the Information Committee
 - (ii) Be the custodian of the records of the Executive Board
 - (iii) Have general supervision of the keeping of records of meetings, activities, membership, and so on, and any other records required by law
 - (iv) Issue notices of meetings of ADIHA and process all correspondence
 - (v) Make records and all pertinent information available to members of ADIHA
 - (vi) Purchase engineering and technical materials such as books, magazines, or any other tools for projects and studies undertaken by ADIHA
 - (vii) Prepare a detailed report on the activities of ADIHA whenever

- required by the Executive Board.
- d) The National Treasurer shall
 - (i) Preside over the Finance Committee
 - (ii) Be in charge of all the assets and funds of the ADIHA
 - (iii) Submit an annual budget at the beginning of each fiscal year
 - (iv) Prepare and present a report on the financial condition of ADIHA at each National Executive Board meeting
 - (v) Prepare and present a report on the financial condition of ADIHA at each National Executive Board meeting
 - (vi) With the National President, sign all checks and requisitions authorized by the Executive Board
 - (vii) Receive and issue receipts of all membership dues, donations, and grants, and shall keep all monies of ADIHA in a bank account maintained for that purpose
 - (viii) Keep accurate records of receipts and disbursements and furnish a monthly report of the financial state of ADIHA for the Executive Board
 - (ix) Have general supervision of fiscal affairs and shall be responsible for the keeping of records thereof.
 - e) The National Project Planning Chairperson shall
 - (i) Preside over the Project Planning Committee
 - (ii) Prepare and submit to the Executive Committee a detailed analysis of each feasible project
 - (iii) Be the custodian of all records dealing with any project.
 - f) The National Membership Chairperson shall
 - (i) Preside over the Membership Committee
 - (ii) Maintain updated rosters of members and chartered chapters.
 - g) The National Programs Chairperson shall
 - (i) Preside over the Programs Committee
 - (ii) Function as a general coordinator of ADIHA's events
 - (iii) Assist in the planning of the National Conference
 - (iv) With the National Executive Board, develop an operational calendar of all programs and events.

Section 5

The previous President shall serve as President-Emeritus, with the approval of the Executive Board.

- (i) The President-Emeritus shall serve

- as an advisor to the Executive Board and shall not have a vote as President- Emeritus
- (ii) The term will be three years beginning after the new Executive Board Officers take office.

Section 6

The previous Treasurer shall serve as Treasurer-Emeritus, with the approval of the Executive Board.

- (i) The Treasurer-Emeritus shall serve as an advisor to the Executive Board and shall not have a vote as Treasurer- Emeritus
- (ii) The term will be three years beginning after the new Executive Board Officers take office.

Section 7

An Executive Director of ADIHA is responsible for the detailed management of the affairs of ADIHA under the authority of the National Executive Board, as defined in the Bylaws.

Section 8

Regional Directors and their duties shall be defined in the Bylaws, and will be in accordance with all regulations of ADIHA.

Section 9

No one member of the National Executive Board can hold more than one office of the Executive Board.

ARTICLE XI – Legislative Procedure

Section 1

A minimum of twenty-five percent of the Chapter delegate's signatures is required to bring an impeachment statement before the membership of ADIHA. A majority vote of the Chapter delegates is necessary to enact the statement. In the event of a tie, the Chapter delegates shall resume discussion and prepare for a re-vote.

Section 2

Quorum is set to two-thirds of the Chapter delegates of ADIHA.

Section 3

Amending and rewriting this document requires a three-fourths vote in the affirmative by the Chapter delegates for approval.

ARTICLE XII – Elections

Section 1

Elections shall be held every three years, two months prior to the end of an office term. To be eligible to run for an office, one must be a Member of ADIHA.

Section 2

An Electoral Committee shall be formed three months prior to elections by the National Executive Board to insure that the rules governing the electoral process are respected. Candidates shall register with the election committee no later than a six-week prior to the elections.

Section 3

Members can be elected to serve two consecutive terms. After two consecutive terms in the same position, a three-year leave is mandatory.

Section 4

A five-month period shall be set for the election and transition process.

Section 5

If a member of the National Executive Board resigns, the National Executive Board must hold special elections within one month of the resignation.

ARTICLE XIII – Bylaws

Bylaws shall be established for the purposes of governing the operations and administration of ADIHA.

The Bylaws of the Association shall be amended by a two-thirds vote of the delegates attending the annual National Convention.