

# HEEP AREA V. CHARTER



ADOPTED NOVEMBER 1993

## ARTICLE I - Area Definition

The HEEP Area V covers the territory as designated by the respective Area By-Laws.

## ARTICLE II - Objectives

The objectives of HEEP Area V are:

1. To promote the free exchange of computer programs and related concepts among its membership.
2. To increase the effectiveness of computer usage and the professionalism of its membership.

## ARTICLE III - Membership

### Section 1

Regular or associate membership shall be automatic for all organizations apparently active in the Area at the time of adoption of this Charter. It shall be granted to others who subscribe to the objectives of HEEP and who apply after that date, subject to the provisions of other sections of this Article.

### Section 2

A regular membership (Member) may be held by any of the following who practice or offer instruction in Highway Engineering: the countries constituting the Area, their political sub-divisions (such as provinces, districts and major cities), their institutions of higher education as well as intergovernmental organisations active in the Area such as the TEM project. Each member is entitled to a single vote and only one of its representatives can hold an office as defined in article V, Section 1.

Section 3

An associate membership (Associate) may be held by any interested organization in the highway field. Applicants for Associate shall be approved or denied by the Area Director subject to ratification by the HEEP Board of Directors. Associates have no voting rights, nor are they eligible for the offices of the Area Director or Secretary.

Section 4

Members or Associates shall designate such representatives as are required by the Area Secretary from time to time. Designation of representatives, except in holding office is meant to be freely transferable by the member or associate. Associates will be limited to one representative.

Section 5

Regular or associate membership may be withdrawn by the Board of Directors for inactivity or upon evidence of the intent to misuse membership, assumed under the HEEP Constitution.

**ARTICLE IV - Area By-Laws**

Section 1

The Area has a set of By-Laws for its government attached as Annex 1 to this Charter.

**ARTICLE V - Officers**

Section 1

The Area officers are the Area Director and Area Secretary.

Section 2

The Area Director and Secretary shall be elected by ballot at the Annual Meeting. Their terms of office shall commence at the beginning of the new calendar year. All officers shall hold office for one year or until their successors are named.

Section 3

A majority of votes cast by members present at a meeting shall be necessary to constitute an election.

Section 4

The duties of the officers shall be set forth in the HEEP Constitution and Area By-Laws.

Section 5

The Area Secretary shall cause lists to be maintained of all members and associates together with mailing address, records of attendance at meetings, and at least the name of the prime designated representative. Associate members will be limited to only one HEEP Representative on the Area mailing list. He may delegate the actual gathering and maintenance of such lists to the Area Secretary and/or others. He may allow the use of such lists for commercial purposes.

Section 6

The officers shall make such decisions as are necessary, from time to time, governing the distribution of membership lists.

## ARTICLE VI - Meetings

Section 1

The time and place of each succeeding Annual Area Meeting shall be decided by the membership attending the previous annual meeting. The Area Director may change the date and site of the Annual Meeting for reasonable cause. Final notice of the meeting site, dates and agenda shall be sent to all members and associate members six to eight weeks before the meeting. All such notices or other general correspondence shall be sent to the list of members and associates that is maintained by the Area Secretary.

Section 2

At least one Area meeting must be held between the HEEP International meetings.

## ARTICLE VII - Amendments

### Section 1

It is intended that the amendments to this Charter stem from the Members or Area Officers and only be considered at Annual Area meeting.

### Section 2

Amendments to the Charter are examined at the Annual Area Meeting and to be accepted require an approval of two-thirds of the members in attendance, if proposed by any member and a simple majority of the members in attendance, if proposed by the Area Officers.

### Section 3

By-Laws may be adopted and repealed at any Annual Area meeting by two-thirds vote of the members in attendance.

### Section 4

Standing rules for the conduct of business at any meeting may be adopted for that meeting by a simple majority vote. Subsequent amendments or repeal of such standing rules require a two-thirds vote of members in attendance.