

1 **CONSTITUTION OF THE ASSOCIATION OF TRANSPORTATION**
2 **SAFETY INFORMATION PROFESSIONALS**

3 Effective September 21, 2022

4 **ARTICLE I**

5 **Name, Purpose, Structural & Working Affiliations, and Other Details**

6 **Section 1 – Name**

7 The name of this organization shall be the Association of Transportation Safety Information
8 Professionals (ATSIP), hereinafter referred to as “the Association.”

9 **Section 2 - Purpose**

10 The purpose of the Association shall be to:

- 11 **(a)** Advise and assist local, State, and federal governmental bodies and agencies plus
12 appropriate non-governmental groups and organizations in the implementation of
13 programs and activities related to the design, development, and use of traffic records
14 systems. These programs and activities include, but are not limited to, those the
15 Association incorporated into the National Agenda for the Improvement of Highway
16 Safety Information Systems;
- 17 **(b)** Provide a central point of reference and action to develop, improve, and evaluate traffic
18 records data systems in terms of standards, policies, and applications;
- 19 **(c)** Encourage the use of improved techniques and innovative procedures in the collection,
20 storage, and uses of traffic records data;
- 21 **(d)** Promote interdisciplinary communication and collaboration;
- 22 **(e)** Serve as a forum for members and others to discuss traffic records system programs of
23 the Federal agencies and other organizations;
- 24 **(f)** Sponsor and encourage periodic gatherings or forums for members and non-members
25 alike to discuss a broad spectrum of traffic records systems issues (from collection to uses
26 of data) with emphasis on issues affecting local and State governmental organizations;
- 27 **(g)** Encourage and assist in the development of its members to achieve the knowledge and
28 skill in the development of transportation safety information systems that provide the
29 transportation manager with the basis to provide the safety and mobility necessary for the
30 nation's economic and social well-being;
- 31 **(h)** Promote the professional development of members, supporting and encouraging
32 education, stimulating research, developing public awareness, and exchanging
33 professional information;

34 (i) Encourage the development of training courses and the certification of its members that
35 have demonstrated knowledge in these subject areas;

36 (j) And promote the ethics, leadership, and career growth of its members.

37 **Section 3 – Structural and Working Affiliations**

38 (a) The Association will exist as an independent professional society unaffiliated structurally
39 with any other group, body, or organization. However, by a two-thirds (2/3) vote of the
40 entire then-current voting membership of the Association’s Executive Board (hereafter
41 called “the Board”), the Association may affiliate or disaffiliate from any group, body, or
42 organization the Board deems appropriate. If to consummate such an affiliation the
43 Association must assume a new name (e.g., Committee of the), it may do so, and it may
44 correspondingly rename its sub-groups. However, if allowed, the Association’s name
45 should be retained as either the primary or a secondary name of the new group.

46 (b) By a simple majority vote, the Board may enter into a “working affiliation” or
47 relationship with some other group or organization having similar goals, objectives,
48 programs, or activities. This affiliation may be informal, formal, or contractual as deemed
49 appropriate.

50 **Section 4 – Location**

51 As necessary or deemed appropriate, the Board may designate a headquarters location or
52 address. That designation may be changed from time to time at the discretion of the Board.

53 **Section 5 - Seal & Logo**

54 The Board may approve a seal and/or logo for the Association. If so approved, policies
55 governing the authorized use of the seal and logo shall be adopted by the Board.

56 **Section 6 – Regions**

57 To encourage geographic inclusiveness and regional access to the Association’s events, the
58 Association is divided into three Regions:

59 (a) Region 1 shall be the Western Region, consisting of Asia, Australia, the following
60 Provinces in Canada: Alberta, British Columbia, Manitoba, and Saskatchewan, the
61 Northwest Territories and the Yukon Territory; the Federal District and all the States of
62 Mexico; and the following states in the United States: Alaska, Arizona, California,
63 Colorado, Hawaii, Idaho, Montana, Nevada, New Mexico, North Dakota, Oregon, South
64 Dakota, Utah, Washington, and Wyoming, and the Island of Guam;

65 (b) Region 2 shall be the Central Region, consisting of the Canadian Province of Ontario and
66 the following states in the United States: Alabama, Arkansas, Illinois, Indiana, Iowa,
67 Kansas, Kentucky, Louisiana, Michigan, Minnesota, Mississippi, Missouri, Nebraska,
68 Ohio, Oklahoma, Tennessee, Texas, and Wisconsin;

69 (c) Region 3 shall be the Eastern Region, consisting of Europe; Africa and South and Central
70 America; the following Provinces in Canada: New Brunswick, Newfoundland and
71 Labrador, Nova Scotia, Prince Edward Island, and Quebec; and the following states in the
72 United States: Connecticut, Delaware, Florida, Georgia, Maine, Maryland,
73 Massachusetts, New Hampshire, New Jersey, New York, North Carolina, Pennsylvania,
74 Rhode Island, South Carolina, Vermont, Virginia, and West Virginia, the Commonwealth
75 of Puerto Rico, the District of Columbia, and the Virgin Islands.

76 **ARTICLE II**
77 **Membership**

78 **Section 1 – Definition**

79 As used in this Constitution, the terms “member” and “membership” refer only to membership
80 in the Association and are not to be construed to imply membership in any other organization.

81 **Section 2 – Eligibility for Membership**

82 The membership of the Association shall be open to any person actively involved in the design,
83 development, maintenance, and/or operation of transportation safety information systems or in
84 their administration and use. Acceptance into membership requires approval by the Board upon
85 recommendation of the Membership Committee and payment of dues. The Board may interpret
86 the requirements in [art. II § 4](#) and may adopt additional membership requirements not
87 inconsistent with those.

88 **Section 3 – Privileges of Membership**

89 Membership shall consist of Fellow and Member grades. All members shall be equally entitled
90 to all privileges of the Association excepting that only Fellows shall be eligible to hold office as
91 President or Vice President.

92 **Section 4 - Membership Qualifications**

93 (a) **Fellow:** To be eligible for the grade of Fellow an applicant shall have demonstrated an
94 active commitment and contribution to the work of the Association or the profession.
95 Except in truly exceptional cases, admission to the grade of Fellow is only by transfer
96 from the grade of Member after having been a Member for at least five years. Exceptions
97 to this requirement must have the approval of at least two-thirds of the total voting
98 membership of the Board.

99 (b) **Member:** To be eligible for admission to the grade of Member an applicant shall be
100 actively involved in the design, development, maintenance, and/or operation of
101 transportation safety information systems or in their administration and use.

102 (c) **Emeritus Member:** To be eligible for admission to the status of Emeritus, the individual
103 shall be a current or former member of the Association, shall have made significant
104 contributions to both the Association and the profession, and shall no longer be actively
105 involved in transportation safety information systems. As used in this paragraph, the

106 word “Association” refers not only to the current Association but also to its predecessor
107 organizations. Emeritus membership is an honor conferred by the Board on a small
108 number of people. Emeritus members pay no dues but are considered Voting Members.
109 They are encouraged to participate in the activities of the Association and lend their
110 expertise. Emeritus Members retain the rank and privileges of the membership grade they
111 occupied prior to election to Emeritus status and may alternatively be known as Fellow
112 Emeritus, Member Emeritus, as appropriate.

113 **(d) Voting Members** are those members whose dues are no more than three months in
114 arrears and who are otherwise in good standing. (Note: “Voting Member” is not a grade
115 of membership but rather a category of membership)

116 **(e) Affiliate Members** are organizations, not individuals, that support the Association. While
117 Affiliate Member organizations have no direct vote in the Association’s affairs, they are
118 encouraged to participate in the activities of the Association. (Individuals associated with
119 Affiliate Member organizations may be Voting Members if they are so qualified and
120 appropriately approved.)

121 **(f) Transfer** to the grade of Fellow and admission to Emeritus status shall require the
122 approval of the Board.

123 **Section 5 - Code of Conduct**

124 **(a) Preamble**

125 (1) Members of this Association shall advance the dignity and integrity of the
126 Association by keeping with high standards of ethical conduct and will:

127 (A) Use professional knowledge and skill for the advancement of the
128 community social and economic welfare;

129 (B) Be honest and impartial in dealing with employers, clients, and the public;
130 and

131 (C) Strive to increase the competence and prestige of the profession.

132 **(b) Member Obligations**

133 In keeping with the above preamble members shall:

134 (1) Be guided in their provision of service by the highest standards of integrity;

135 (2) At all times strive to serve the public interest;

136 (3) Refrain from all conduct or practice which may discredit the Association;

137 (4) Not disclose confidential information concerning the business affairs or technical
138 processes of any present or former client or employer without their consent;

139 (5) Not be influenced by conflicting interests;

140 (6) Uphold the principle that adequate compensation be received for services provided

- 141 to the transportation safety industry;
- 142 (7) Be totally truthful in their efforts to gain employment or advancement;
- 143 (8) Not attempt to injure, maliciously or falsely, directly or indirectly, the reputation,
144 prospects, practice, or employment of other members of the Association
- 145 (9) Cooperate with one another in extending the effectiveness of transportation safety
146 by the exchange of information and experience with other members of the
147 Association;
- 148 (10) Faithfully fulfill all responsibilities to the Association as Association Members,
149 Board Members, Officers of the Association, or Committee Members; and
- 150 (11) Provide opportunity for the advancement and development of other members.

151 **Section 6 – Resignation and Reinstatement of Membership**

- 152 (a) A member may resign by written communication to the Association’s Secretary. The
153 resignation will be accepted in good standing if the member is current with all financial
154 obligations and no bad conduct charges are pending against the member. Unless the
155 Board has subsequently adopted a policy to the contrary, there will be no refund of
156 current year dues.
- 157 (b) Reinstatement of a member who has resigned shall require payment in full of the
158 member’s dues for the fiscal year in which reinstatement is requested and submission of
159 any other information required by the Board.

160 **Section 7 – Disciplinary Action**

- 161 (a) On its own initiative or upon the request of five Fellows or Members, the Board shall
162 investigate alleged violations of the Association’s Code of Conduct ([art. II § 5](#)). If
163 justified, a fair hearing shall be held at which the accused member shall be given ample
164 opportunity to defend him or herself. For just cause and after a fair and impartial hearing,
165 the Board may discipline the member.
- 166 (b) Possible disciplinary actions are expulsion, suspension, admonition, or other appropriate
167 penalty. Expulsion requires a three-fourths (3/4) vote of the entire then-current voting
168 membership of the Board while other disciplinary actions require only a two-thirds (2/3)
169 vote of the entire then-current voting membership of the Board. At its discretion, the
170 Board may announce to the membership a disciplinary action taken against one of the
171 members. The disciplined member shall owe dues in the fiscal year in which the action
172 was taken.
- 173 (c) At its discretion, the Board may reinstate a disciplined member to good standing upon the
174 individual paying all outstanding financial obligations and paying dues for the fiscal year
175 in which reinstatement occurs. A vote to reinstate takes the same plurality (three-quarters
176 or two-thirds) as was required to discipline the member.

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ARTICLE III
Dues & Fees

180 **Section 1 – Dues**

181 Annual dues of the Association shall be established by the Board and may vary by membership
182 grade. Dues are normally for a 12-month period. The Board shall define the beginning and
183 ending dates of that period. The Board may set special rates for periods other than 12 months.
184 Emeritus Members are not assessed dues. The Board shall strive to keep dues reasonable and to
185 avoid excessive increases from one membership year to the next.

186 **Section 2 - Fees**

187 The Board may assess fees for such things as registration at events it sponsors, services it
188 provides, and products that it sells. Fees may be charged to organizations wishing to become
189 Affiliate Members of the Association. Such fees might allow the organization to designate a
190 certain number of individuals to be Voting Members of the Association. However, those
191 individuals must qualify for such a position and must be duly approved.

192 **Section 3 – Non-Payment**

193 Any member more than three months in arrears in paying dues and/or fees shall have their
194 membership placed in an inactive status, not have the right to vote and shall not receive
195 publications. In addition, such members may not be elected as an officer or as an At-Large
196 Member of the Board and, if already serving in such a position, shall not continue serving in
197 that position. To be reactivated and regain Voting Member status, the member must pay the
198 current fiscal year's dues in full, pay any other financial obligations in full, and submit such
199 information as the Board may require. The Board may choose to extend the time for payment
200 and for application of these penalties upon written request to the Secretary explaining the
201 circumstances.

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ARTICLE IV
Officers

204 **Section 1- Qualifications, Nomination, Election, and Terms of Office**

205 (a) The elected officers of the Association shall be a President, Vice President, and Secretary.

206 (b) Elected officers shall be nominated and elected in accordance with [Article VII](#).

207 (c) All officers at the time of their election shall be Voting Members of the Association in
208 good standing. At the time of their election, the President and Vice President shall be
209 Fellows and the Secretary shall be either a Fellow or a Member. The Board may adopt
210 additional requirements. To remain in office, these individuals must remain Voting
211 Members in good standing.

212 (d) The President and Vice President shall serve two consecutive one-year terms and be
213 eligible for election to an additional one-year term. Terms shall commence at the

214 conclusion of the business meeting at which the Annual Announcement of Election
215 Results is made. Terms shall run through the conclusion of the subsequent business
216 meeting at which the annual announcement of election results is made.

217 (e) The Secretary shall serve a one-year term and be eligible for unlimited successive one-
218 year terms. Traditionally the Secretary serves multiple one-year terms.

219 (f) In the event the President cannot complete their elected term in office, the Vice President
220 will serve as the acting President until the next annual ATSIP election, at which point a
221 President will be selected by the normal method. In no case will the acting President
222 serve more than 12 months in that role before an election is held.

223 (g) In the event the Vice-President or Secretary cannot complete their elected term in office,
224 the President may appoint, with approval of the Board, a replacement to complete the
225 remaining time until the next election. The individuals thus selected may serve no more
226 than 12 months in the role before an election is held.

227 (h) If all three officers of the Association are simultaneously unable to complete their elected
228 terms, the Board shall identify and vote to appoint officers to fill each of the positions.
229 Appointments shall last until the next election and in no case last longer than 12 months.

230 **Section 2 – Responsibilities of the President**

231 The President of the Board leads the Board and supervises all activities of the Board. The
232 President's central role is to coordinate the work of the Board, Executive Director, and
233 committees. The President will:

234 (a) Preside at meetings of the Association;

235 (b) Serve as the chairperson of the Board with duties including

236 (1) Presiding over meetings of the Board and officers;

237 (2) Leading the Board and officers to carry out governance functions; and

238 (3) Setting priorities and creating agendas for meetings of the Board and officers.

239 (c) Ensure the Association's efforts focus on fulfilling its stated objectives by

240 (1) Ensuring the Board has approved policies to help ensure sound and compliant
241 governance and management of the organization;

242 (2) Ensuring the Board's directives, policies, and resolutions are carried out with the
243 assistance of the Executive Director, if one is hired;

244 (3) Leading the development and refinement of impact metrics with the assistance of
245 the Executive Director, if one is hired;

246 (4) Assessing the performance of the Board and its committees; and

247 (5) Directing preparation of required reports.

- 248 (d) Establish committees and coordinate committee activities. The President shall
- 249 (1) Establish and dissolve ad hoc committees as needed with the approval of the
250 Board;
- 251 (2) Appoint chairpersons and members of all committees, except as otherwise noted
252 in this Constitution; and
- 253 (3) Serve as an ex-officio member (without vote) of all committees, except the
254 Nominating Committee.
- 255 (e) Appoint liaison representatives to other groups and organizations as appropriate with
256 approval of the Board;
- 257 (f) If desired, appoint one or more Parliamentarians to provide parliamentary, constitutional,
258 and related advice, primarily to the President but also to the Board and the entire
259 Association. Any person so appointed shall neither acquire nor lose any voting rights by
260 virtue of the appointment;
- 261 (g) Assure the ongoing recruitment, development, and contributions of Board members;
- 262 (h) Work with the Executive Director to cultivate and solicit major foundation grants and
263 individual gifts;
- 264 (i) Delegate appropriate duties to other Association officers. Duties delegated to the Vice
265 President shall be chosen to acquaint that individual with the breadth and depth of
266 Association activities;
- 267 (j) Assist the Board in filling any mid-term vacancy in the offices of either of the Vice
268 President or the Secretary; and
- 269 (k) Assume other responsibilities and duties normally associated with the office of President
270 or as directed by the Board.

271 **Section 3 – Responsibilities of the Vice President**

272 The Vice President position is typically successor to the President position. The Vice President
273 reports to the Board. The Vice President shall

- 274 (a) Substitute for the President in the absence of the President;
- 275 (b) Serve as a voting member of the Board;
- 276 (c) Be prepared to ascend to the position of President if asked;
- 277 (d) Work closely with the President and other staff to carry out Presidential duties;
- 278 (e) Work with the President to develop and implement Officer transition plans;
- 279 (f) With the assistance of the Association’s Treasurer, if the Board appointed one, monitor

280 the finances of the Association including making sure that required tax filings and
281 submittals are being made in a timely manner;

282 (g) Serve as a member of the Constitutional Committee, and assist the Secretary and
283 Parliamentarian to prepare proposed Constitutional amendments for ballot;

284 (h) Serve as the Chairperson of at least one Committee;

285 (i) Assist the Secretary in maintaining a chronological history of all duly approved
286 amendments to the Constitution and appropriately updating the Constitution after the
287 passage of any amendment.

288 (j) With the Secretary, maintain an official document of Board policies which includes all
289 motions passed that affect the Association's policies;

290 (k) Serve as an ambassador of the organization and advocate its mission to internal and
291 external stakeholders; and

292 (l) Perform other duties assigned by the President or Board.

293 **Section 4 – Responsibilities of the Secretary**

294 (a) Maintain and ensure effective management of the organization's records including, but
295 not limited to, membership records, contact lists, correspondence, meeting minutes, and
296 related documents;

297 (b) Record the minutes of all Association and Board meetings and ensure they are distributed
298 to members shortly after each meeting;

299 (c) Maintain historical records to include a complete listing of the Association's Presidents
300 and their years of service, a listing of International Forum on Traffic Records Systems
301 (hereafter referred to as "the Forum") sites by year, the names of all Emeritus Members
302 and the years in which they were elected, and listings of other awards made by the
303 Association;

304 (d) Assist the President as necessary in preparing and distributing reports and notices and
305 agendas of Board and Association meetings;

306 (e) Be sufficiently familiar with legal documents (articles, by-laws, IRS letters, etc.) to note
307 applicability during meetings;

308 (f) Ensure corporate reports that the Association shall be required to make (if it is
309 incorporated) are submitted;

310 (g) With assistance of the Vice President, keep the official document of Board policies and
311 the Constitution up to date;

312 (h) With the assistance of the Vice President, maintain a chronological history of all duly

- 313 approved amendments;
- 314 (i) Serve as a member of the Constitution Committee and with the assistance of the Vice
315 President and Parliamentarian, prepare proposed Constitutional amendments for ballot;
- 316 (j) Oversee all balloting of the entire Association membership including annual elections,
317 balloting on proposed constitutional amendments, and other ballots of the membership,
318 ensuring that all constitutional requirements are met. The Secretary will promptly report
319 the results of all ballots to the Board;
- 320 (k) Disseminate information to the Association membership as directed;
- 321 (l) Should the Board enter an arrangement with one or more persons, groups, and/or
322 organizations, for appropriate secretarial services, the Secretary is charged to make sure
323 the work is being appropriately performed;
- 324 (m) Perform other duties assigned by the President or Board.

325 **ARTICLE V**
326 **Executive Board**

327 **Section 1- Role, Powers, and Responsibilities**

- 328 (a) The government of the Association shall be vested in the Board.
- 329 (b) The Board has the power to take any action that is in the best interests of the Association
330 and consistent with the provisions of this constitution, relevant actions of the
331 Association's membership, and any applicable laws, regulations, or policies taking
332 precedence over this constitution.
- 333 (c) Any legitimate powers not exclusively reserved to the membership of the Association
334 may be exercised by the Board. In the case of conflict between actions of the membership
335 and the Board, the actions of the membership take precedence.
- 336 (d) The Board's powers include but are not limited to:
- 337 (1) The right to incorporate the Association and dissolve that corporation. Note that
338 dissolving the corporation does not dissolve the Association—see [Article X](#) for
339 dissolving the Association itself;
- 340 (2) Apply for 501(c)(3) tax status;
- 341 (3) Establish and administer certification programs;
- 342 (4) Interpret the qualifications for membership and establish additional requirements;
- 343 (5) Establish liaison relationships with other organizations;
- 344 (6) Hire employees, including an Executive Director; and
- 345 (7) Enter contractual commitments with individuals and other organizations for any

346 reasonable purpose including the provision of secretarial services, bookkeeping
347 services, printing costs, commitments necessary for sponsoring events, and
348 insurance.

349 (e) The Board shall set the annual activities of the Association and shall establish, if needed,
350 deadlines for selected projects and activities. The Board shall assist the President in
351 carrying out Association activities.

352 (f) Each year, the Board shall set the date of the Annual Announcement of Election Results at
353 least five months in advance of that date. Preferably the date should be during the third
354 quarter of the calendar year. Ideally the date should be during a face-to-face business
355 meeting of the Association. If that is not possible, it should be set at a face-to-face
356 meeting of the Board. If neither of those is possible, it shall be set at some other Board
357 meeting.

358 (g) Any policies adopted by the Board in the performance of these or other actions shall be
359 compiled into an official document of Board policies. That document shall be kept
360 current by the Vice President in cooperation with the Secretary.

361 (h) The Board shall oversee the Association's officers and make sure they are adequately
362 performing their prescribed duties and any other responsibilities they might be assigned.

363 (i) The Board shall see that a website for the Association is maintained and the Board
364 may recruit individuals to accomplish this or assign the task to an officer of the
365 Association.

366 (j) If deemed necessary or desirable, the Board may hire or otherwise enter an arrangement
367 with one or more persons, groups, and/or organizations, for appropriate secretarial services
368 to assist the Secretary.

369 (k) The Board shall see that the Association's financial affairs are adequately managed and
370 maintained. If deemed necessary or desirable the Board may hire a Treasurer or otherwise
371 enter an arrangement with one or more persons, groups, and/or organizations to perform
372 the duties of Treasurer. The remuneration, if any, shall be determined by the Board.

373 (l) If deemed necessary or desirable, the Board may engage individuals, groups,
374 organizations, or companies on either a volunteer or paid basis to assist with the
375 management of the Association and its activities. The Board shall define the tasks to be
376 performed and the remuneration if any.

377 (m) In accordance with [art. I § 3\(b\)](#), the Board has broad power to enter into a structural
378 relationship with another body which the Board believes is in the Association's best
379 interest.

380 (n) For due cause and after careful deliberation, the Board may remove any officer or any At-
381 Large Member of the Board from office. Such action requires a two-thirds (2/3) vote of
382 the entire then-current voting membership of the Board.

383 (o) When any amendment to the Constitution makes it difficult, impossible , or unclear how
384 to immediately comply with the changes, the Board by a two-thirds (2/3) vote of the
385 entire then current voting membership may approve temporary deviations from the
386 Constitution to facilitate the prompt, orderly, and fair transition to the new Constitutional
387 requirements.

388 **Section 2- Composition**

389 (a) The Board shall consist of thirteen voting members and a variable number of additional,
390 non-voting members.

391 (b) The thirteen voting members shall consist of the three current Association officers
392 (President, Vice President, and Secretary), the Association's Immediate Past President
393 (the most recent former President who is able and willing to assume this position and
394 who is still a Voting Member in good standing), and nine At- Large Members. The three
395 current Association officers shall also serve as the officers of the Board and have full
396 voting and speaking rights on it.

397 (c) Unless the members of the Association elected them as voting members of the Board, the
398 following individuals shall serve as the non-voting members of the Board:

399 (1) The liaison members;

400 (2) The chairpersons of all committees;

401 (3) The Executive Director (if any);

402 (4) The Parliamentarian(s) (if any);

403 (5) The Treasurer (if any); and

404 (6) Any other individuals so designated by the Board. Non-voting members have full
405 speaking rights but not the right to make motions, second motions, or vote at
406 Board meetings.

407 (d) Non-voting members of the Board serve until the next Announcement of Annual Election
408 Results and may be re-appointed an unlimited number of times.

409 (e) The term length of non-voting Board members who are employees of the Association are
410 set by the Board, [art. V § 2\(d\)](#) notwithstanding.

411 (f) Liaison members are encouraged to attend and to participate in the deliberations of the
412 Board (and the Association), but, unless they also hold one of the thirteen voting
413 positions enumerated in [art. V § 2\(b\)](#) above, they may not make motions, second motions,
414 or vote.

415 (g) There are two categories of liaison members:

416 (1) Individuals appointed by the President to serve as a link between the Association
417 and some other designated organization; and

418 (2) Individuals designated by other organizations to be a link with the Association.

419 (h) Liaison members do not need to be members of the Association, but they are encouraged
420 to join.

421 (i) The Board is not required to “accept” liaison members appointed by another organization.

422 (j) The Treasurer, if any, shall report directly to the Vice President.

423 (k) The Executive Director, if any, shall report to the Board.

424 Section 3 – At-Large Members

425 (a) Qualifications, Nomination, Election, and Terms of Office

426 (1) Only voting members in good standing are eligible to serve as At-Large Members
427 of the Board. At-Large Members of the Board shall be nominated and elected in
428 accordance with [Article VII](#).

429 (2) No person shall be nominated, appointed, or elected to a class of At-Large Members
430 if on the date that class expires the person would have completed more than eight
431 consecutive years as a Voting Member of the Board. Any break in service of less
432 than four months shall be ignored in applying this rule.

433 (3) The person holding the office of Secretary may relinquish that office and be
434 immediately eligible for nomination and election to an At-Large seat on the Board,
435 [art. V § 3\(a\)\(2\)](#) notwithstanding. In such event, the person’s years of service as
436 Secretary are ignored when determining eligibility for an At-Large seat.

437 (4) Unless serving the remainder of an uncompleted term, At-Large members shall
438 serve terms commencing at the conclusion of the meeting at which their election
439 is announced and expiring approximately 36 months later at the conclusion of the
440 meeting at which the Annual Announcement of Election Results occurs.

441 (5) The nine At-Large Member positions shall be divided into three classes of three
442 members each. This shall be done such that barring any mid-term vacancies, the
443 term of only one class of At-Large Members shall expire each year.

444 (6) If a mid-term vacancy occurs in one of the At-Large Member positions, a
445 replacement to complete the remainder of the term in question shall be nominated
446 and elected in accordance with [Article VII](#). To fill the position in the interim
447 period until the position can be filled in the manner just described, the President,
448 with the approval of the Board, may appoint a duly qualified Voting Member.

449 (7) If an At-Large Member is elected to fulfill the uncompleted term of another

450 person, the term of office will expire at the conclusion of the business meeting at
451 which the term would have expired if there had been no mid-term vacancy,
452 thereby retaining the class structure described in [art. V § 3\(a\)\(5\)](#).

453 (8) In the nomination and election of the nine At-Large Members of the Board, two
454 objectives shall be:

455 (A) To have at least one At-Large Member from each Region in each class; and

456 (B) To have representation from a wide variety of transportation safety
457 information stakeholders.

458 **(b) Responsibilities of At-Large Members**

459 At Large Members shall:

460 (1) Attend at least two-thirds (2/3) of Board meetings of the Association, and attend
461 any other meetings of the Association or meetings as called by the President or at
462 which the Member's attendance is expected;

463 (2) Be active participants in Association committees. Active participation is defined
464 as chairing one or more committees and being a contributing member to one or
465 more additional committees.

466 (3) Volunteer for and willingly accept assignments and complete them thoroughly
467 and on time;

468 (4) Stay informed about committee matters, prepare themselves well for meetings,
469 and review and comment on minutes and reports;

470 (5) Get to know other committee members and build a collegial working relationship
471 that contributes to consensus and progress in the Association's mission and goals;

472 (6) Participate in membership recruitment and fund raising for the organization.

473 (c) Exceptions to the responsibilities listed in [art. V § 3\(b\)](#) may be made at the discretion of
474 the Board.

475 (d) Changes to [art. V § 3\(a\)](#) shall require amendment of this Constitution.

476 **Section 4 – Meetings**

477 (a) The Board shall hold at least four meetings annually. When possible, face-to-face
478 meetings should occur at major events such as the Forum and in conjunction with the
479 January Transportation Research Board (TRB) meeting.

480 (b) The President, at their volition or upon the request of four Voting Members of the Board,
481 shall call additional Board meetings.

- 482 (c) Any meeting may be conducted by electronic, videoconference, teleconference means, or
483 similar mode. See [art. V § 5](#) for optional voting techniques.
- 484 (d) A reasonable effort shall be made to provide all Board members with timely advance
485 notice of all Board meetings. Where possible, that notice shall include a description of the
486 anticipated agenda. Failure to comply with these requirements shall invalidate any votes
487 taken at the meeting.
- 488 (e) The Vice President and/or the Treasurer, if any, shall give a financial report at every
489 meeting.
- 490 (f) All meetings are open to all members of the Association. However, by a majority vote of
491 the Board, the Board may go into Executive Session for a portion of a meeting to discuss
492 confidential personnel matters, legal matters, negotiating strategy, and similar
493 confidential matters. Executive Sessions are restricted to the voting membership of the
494 Board plus others of the Board's choice.

495 Section 5 – Voting

- 496 (a) The term “entire current voting membership” refers to the total number of individuals
497 authorized to vote on the Board at any given point in time. This number would normally
498 be thirteen (four officers and nine At-Large members) but might be temporarily less due
499 to death, resignation, removal from office, or any reason other than absence.
- 500 (b) A simple majority of the entire then-current voting membership of the Board shall
501 constitute a quorum for Board action.
- 502 (c) Proxies have no privileges at meetings of the Board, nor are they allowed to cast votes for
503 Board members.
- 504 (d) Votes should be taken during meetings of the Board to allow interaction between the
505 members on the issue in question. While discouraged, votes may be taken by letter ballot,
506 electronic mail, or other equivalent methods. Such votes are permitted if two conditions
507 are met:
- 508 (1) Those disseminating the ballot must adequately and fairly state both sides of the
509 issue in question; and
- 510 (2) The balloting process shall be structured such that any member wishing to do so
511 has adequate and reasonable time after receiving the ballot to contact other
512 members and attempt to influence their votes before they are counted.
- 513 (e) All motions and proposals require favorable votes from at least 40% of the entire current
514 voting members of the Board, regardless of receiving the required plurality of votes cast.
515 Should a motion or proposal receive favorable votes from fewer than 40% of the entire
516 current voting members of the Board, action on that motion or proposal shall not be
517 considered final and the President shall require a letter or similar ballot be taken or that
518 the motion be tabled for later consideration.

519 (f) Any Constitutional requirements for a two-thirds (2/3) vote of the entire then-current
520 voting membership may not be suspended and can only be changed by amending the
521 Constitution.

522 **ARTICLE VI**
523 **Association Powers, Meetings, and Voting Procedures**

524 **Section 1 – Powers**

525 (a) The membership of the Association may engage in any activity and take any action that
526 furthers the purpose of the Association as defined in this Constitution and is consistent
527 with applicable laws, policies, and other governing constraints. The Association’s
528 membership has the sole power to elect officers, elect At-Large Members of the Board,
529 modify the qualifications for the position of At-Large Member of the Board (by
530 amending this Constitution), and such other powers as this Constitution may solely
531 reserve to the membership of the Association.

532 (b) Any legitimate powers not specifically reserved to the Board may be exercised by the
533 membership. In the case of conflict between actions of the membership and the Board,
534 the actions of the membership take precedence.

535 **Section 2 – Meetings**

536 (a) A business meeting of the Association’s entire membership shall be scheduled in
537 conjunction with all major events sponsored by the Association, such as the Forum. If in
538 keeping with the provisions of [Article VII](#), one of the agenda items would be the Annual
539 Announcement of Election Results. Other agenda items would include a report on the
540 Association’s activities and provision for members to raise whatever questions they
541 might have of the Association’s officers and Board.

542 (b) To maximize equity of access to all Association events, the Board shall make a
543 reasonable effort to rotate these business meetings and any concurrent sponsored events
544 among the Association’s three Regions

545 (c) Additional meetings of the Association shall be called upon:

546 (1) The request of the President with the approval of the Board; or

547 (2) The request of nine voting members of the Board; or

548 (3) The request of at least 20% of the Association’s Voting Members in good
549 standing.

550 (d) With the approval of the Board, any meeting may be conducted by electronic,
551 videoconference, or teleconference means.

552 (e) Meeting notices shall be sent to all Voting Members at least 60 days prior to the meeting
553 dates. If the meeting is in conjunction with some event sponsored by the Association, this

554 requirement is fulfilled if the meeting is specifically listed in any direct mailing
555 publicizing the associated event.

556 **Section 3 – Voting**

557 (a) At any meeting of this Association, 20% of the total number of Voting Members in good
558 standing shall constitute a quorum for Association action.

559 (b) Proxies are permitted.

560 (c) With the approval of the Board, the membership of the Association may be polled by a
561 letter or electronic ballot provided the Board is comfortable with the integrity of the
562 process used and the validity of the ballots received. Ballots must be distributed at least
563 four weeks before the deadline for submission of ballots. Submitted ballots must comply
564 with all requirements and instructions to be counted. Approval by ballots taken in this
565 manner on issues other than amending this Constitution shall require an affirmative vote
566 by a majority of the votes received as long as the total number of votes received is at least
567 20% of the total number of Voting Members in good standing.

568 (d) Votes taken by letter, electronic ballot, or similar means must meet the conditions
569 described in [art. V § 5\(d\)\(1-2\)](#).

570 (e) Votes to amend the Articles of Incorporation shall be taken in accordance with the
571 requirements of the Articles.

572 **ARTICLE VII**
573 **Nominations and Elections**

574 **Section 1 – Normal Process**

575 (a) The Nominating Committee shall nominate one or more persons for each of the three
576 elected officer positions (President, Vice President, and Secretary), for each of the seats
577 in the new class of At-Large Members of the Board, and for the remainder of the
578 uncompleted term of each vacancy, if any, in an At-Large Member seat on the Board.
579 The complete list of nominees shall be widely announced to all the Voting Members of
580 the Association at least four months prior to the date set by the Board for the Annual
581 Announcement of Election Results.

582 (b) Following that announcement, a full six weeks shall be allowed during which additional
583 individuals may be nominated by petition. Each petition shall clearly identify the
584 individual being nominated and the specific position for which they are being nominated.
585 For each person nominated as an At-Large Member of the Board, the petition shall state
586 the class to which the person is being nominated. Persons nominated by petition may be
587 from any Region. Each person must fully meet all the Constitutional requirements for the
588 positions to which they are being nominated. For a petition for nomination to be valid, at
589 least ten current Voting Members in good standing must sign.

590 (c) No nominations may be made from the floor at meeting of the Board or the Association.

- 591 (d) The Nominating Committee shall ensure that all candidates appearing on the ballot are
592 duly qualified to serve in the seats to which they are nominated. After the eligibility of
593 any names submitted by petition has been verified, a written ballot shall be sent to every
594 Voting Member in good standing at least four weeks prior to the earliest deadline for
595 submission of the ballot. The ballot may list a given person's name as a candidate for
596 both an officer's position and an At-Large position but not as a candidate for two
597 different At-Large positions, i.e. not in two different classes.
- 598 (e) Ballots may be distributed by letter or, if the Board approves, by some electronic means.
599 The method chosen must be designed such to ensure the integrity of the voting process
600 and the validity of the resulting vote.
- 601 (f) The ballot must state the deadline for submission. Different modes of submission may be
602 offered (e.g., email, fax, mail, in person). If more than one mode of submission is offered,
603 different submittal deadlines may be specified for each mode.
- 604 (g) Ballots meeting Constitutional requirements, filled out in accordance with the
605 instructions, and received by the deadline will be counted by an ad-hoc Committee
606 chaired by the Secretary. If the Secretary cannot serve, the current President shall appoint
607 another Voting Member of the Association to serve as Committee Chairperson. This
608 Committee should include the Chair of the Nominating Committee and at least one other
609 Voting Member of the Association, chosen by the Committee chairperson with the
610 approval the Board. The results will be announced at the subsequent Annual
611 Announcement of Election Results.
- 612 (h) There is no minimum number of ballots required to be cast. For each elected officer
613 position, the candidate receiving the most votes shall be declared elected.
- 614 (i) Each class of At-Large Member positions shall be treated as a separate pool of positions,
615 and the candidates within that pool with the largest numbers of votes regardless of the
616 Region in which they reside shall be declared elected. Candidates for vacancies in a
617 particular At-Large class shall be treated as a separate pool.
- 618 (j) A person may occupy only one voting seat on the Board:
- 619 (1) If a candidate is elected as an officer and is also elected as an At-Large member,
620 that person will be declared elected to the officer's position. The candidate
621 receiving the next most votes for that class of At-Large members shall be declared
622 elected to the At-Large position. If no other person received votes for that At-
623 Large class, then that At-Large position will be declared vacant;
- 624 (2) If a candidate is elected as an officer and is serving in a continuing capacity as an
625 At-Large member, then that person will be declared elected to the officer's
626 position and their At-Large position will be declared vacant.
- 627 (k) Any seat to which an unqualified candidate is elected shall be declared vacant.
- 628 (l) The President, with the approval of the Board, shall appoint a duly qualified Voting

629 Member to fill any seat declared vacant per the criteria of this section. Terms of At-Large
630 Members so appointed shall expire at the conclusion of the next meeting at which the
631 Annual Announcement of Election Results occurs.

632 **Section 2 – Special Circumstances**

633 (a) If at the time of the Annual Announcement of Election Results there is not at least one
634 candidate for a given position who was duly nominated for the ballot in accordance with
635 [art. VII § 1\(a-d\)](#), who is able and willing to serve and if the Announcement is made at a
636 business meeting of the Association or a meeting of the Board, then the nomination and
637 election process for that position shall occur at that business meeting if a quorum is
638 present, [art. VII § 1\(c\)](#) notwithstanding. Nominations shall be accepted both from the
639 Nominating Committee and from any Voting Member present at the meeting. The
640 qualified candidate receiving the most votes shall be declared elected.

641 (b) If the Annual Announcement of Election Results did not occur at a business meeting of
642 the Association or a meeting of the Board, or if a quorum is not present at such meeting,
643 the members of the outgoing Board shall nominate and elect some eligible person to each
644 vacant position. The Board may establish its own internal procedures for this nomination
645 and election process.

646 **ARTICLE VIII**
647 **Committees**

648 **Section 1 – Categories**

649 There are four categories of committees: Permanent Committees, Standing Committees,
650 Standard-Setting Committees, and Ad Hoc Committees

651 **Section 2 – Permanent Committees**

652 (a) Permanent Committees are committees whose assigned tasks are ongoing, and which are
653 expected to continue indefinitely. Permanent Committees can only be created or
654 dissolved by amending this Constitution. The Permanent Committees are:

- 655 (1) Membership;
- 656 (2) Outreach; and
- 657 (3) Strategic Planning.

658 (b) The Membership and Outreach committees may be combined if the Board sees fit.

659 **Section 3 – Standing Committees**

660 (a) Standing Committees are committees established by the Board through policy enactment
661 to assist with the operations of the Association.

662 (b) Standing Committees may or may not have continuous duties, but their responsibilities
663 are expected to continue indefinitely.

664 (c) Standing Committees continue to exist until dissolved by the Board.

665 **Section 4 – Standard Setting Committees**

666 (a) Standard-Setting Committees are committees that are tasked with developing or
667 maintaining a standard such as ANSI D-16.

668 (b) A Standard-Setting Committee may be created by the Board in accepting the delegation
669 of a Standard-Setting activity to the Association.

670 (c) A Standard-Setting Committee shall continue to exist for as long as the standard setting
671 activity is delegated to the Association.

672 **Section 5 – Ad Hoc Committees**

673 Ad hoc committees are those committees assigned tasks which should be completed in a
674 reasonable period of time at which point the committee will be dissolved. Ad hoc committees
675 may be created and dissolved by the President with the approval of the Board. The progress of
676 each ad hoc committee shall be reviewed periodically (at least once a year) by the Board and
677 the committee dissolved if its task has been completed.

678 **Section 6 – Committee Chairpersons and Members**

679 (a) Committee chairpersons and Members of committees should be Voting Members of the
680 Association. See [art. V § 3\(b\)](#) for Board member responsibilities as committee members.

681 (b) The President shall appoint the members and chairpersons of all committees with the
682 following exceptions:

683 (1) The chairpersons of Standard Setting Committees shall be appointed by the
684 Board. The members of Standard Setting Committees shall be appointed by the
685 chairpersons with the approval of the Board.

686 (2) The chairperson and members of the Nominating Committee shall be selected as
687 stated in [art. VIII § 7](#).

688 (3) The ad-hoc Committee which compiles annual election results shall be selected as
689 stated in [art. VII § 1\(g\)](#).

690 (c) All Committee appointments shall be promptly reported to the Board.

691 (d) All committee chairpersons and all members appointed by the President or the Board
692 shall serve one-year terms but may be reappointed to unlimited one-year terms.

693 **Section 7 – Nominating Committee**

694 (a) The Immediate Past President of the Association shall serve as chairperson of the
695 Nominating Committee. If the Immediate Past President is unable or unwilling to serve,
696 the current President shall appoint another Voting Member of the Association holding the
697 grade of Fellow to serve as Committee Chairperson. The Committee Chairperson, with
698 the approval of the Board, shall then appoint three additional Voting Members of the
699 Association, one from each Region. The Nominating Committee shall present a slate of
700 nominees for the annual election of President, Vice President, Secretary and At-Large
701 Members of the Board.

702 (b) Members of the Nominating Committee shall serve one-year terms but may be
703 reappointed by the Committee Chairperson.

704 **ARTICLE IX**
705 **Parliamentary Authority**

706 *Robert's Rules of Order Newly Revised*, or any authorized subsequent revision thereof, shall
707 govern the Association in all cases to which they are applicable and in which they are not
708 inconsistent with this Constitution or other legal documents taking precedence.

709 **ARTICLE X**
710 **Dissolution of the Association**

711 **Section 1 – Power to Dissolve the Association**

712 The power to dissolve the Association itself (as contrasted to the power to simply dissolve any
713 corporate entity created by the Association) is vested in the membership of the Association. It
714 may be accomplished either by a vote at an Association business meeting or by written or
715 electronic ballot as provided in [art. VI § 3](#). In the case a quorum cannot be obtained, the Board
716 may dissolve the Association in a vote well publicized in advance to the entire membership of
717 the Association.

718 **Section 2 – Proposals to Dissolve the Association**

719 If ten Voting Members in good standing petition the Board to poll the Association Membership
720 on the issue of dissolving the Association, the Board shall order that such a ballot be distributed
721 in accordance with the provisions of [art. VI § 3](#). By a majority vote of its own membership, the
722 Board may also order such a ballot on its own.

723 **Section 3 – Voting to Dissolve the Association**

724 Votes to dissolve the Association shall be taken in accordance with [art. VI § 3](#) of this
725 Constitution. Regardless of the method of voting, an affirmative vote of two-thirds (2/3) of all
726 ballots cast shall be necessary for the dissolution of the Association.

727 **Section 4 – Residual Assets**

728 Upon dissolution, any assets of the Association shall be distributed in accordance with any
729 applicable state or federal law or tax regulations. All outstanding obligations shall be paid to the

730 maximum extent possible. After all obligations have been paid, any remaining, unobligated
731 assets shall be distributed as specified in the articles of incorporation.

732 **ARTICLE XI**
733 **Amendments**

734 **Section 1 – Proposals to Amend this Constitution**

735 Proposals to amend this Constitution may be made by a majority vote of the Board or by
736 petition signed by at least ten Voting Members in good standing.

737 **Section 2 – Voting**

738 Votes shall be taken in accordance with [art. VI § 3](#) of this Constitution. Regardless of the
739 method of voting, an affirmative vote of two-thirds (2/3) of all ballots cast shall be necessary
740 for the adoption of any amendment to this Constitution.

741

742 **History**

- 743
- 744 • 2001: Original document created ATSIP as a wing of the National Safety Council (NSC)
 - 745 • 1/17/2007: Amended
 - 746 • 6/8/2009: Total restatement severing NSC membership
 - 747 • 10/20/2012: Amended
 - 748 • 8/17/2015: Amended
 - 9/21/2022: Restated