

COUNCIL OF STATE AND TERRITORIAL EPIDEMIOLOGISTS

By-Laws

(Revised June 2007)

ARTICLE I. Membership.

There shall be two classes of membership: active and associate members.

1. (a) All persons engaged in the practice of epidemiology at the local, state and territorial public health level shall be eligible for active membership. More than one person from a local jurisdiction, state or territory may be an active member of the Council, including eligibility for office and a standing or special committee membership. However, each state/territory shall be entitled to only one vote in official decisions, which shall be cast by an active CSTE member. The District of Columbia is considered to have state/territory-equivalent status, for membership and voting purposes.

(b) Associate membership shall be open to any former active member whose status has changed rendering him/her ineligible to continue as an active member, or to any person from a health agency. Epidemiologists who practice in federal, military, tribal, or international health agencies are eligible to be associate members, as are those who practice in academic institutions or non-governmental private voluntary organizations. Epidemiologists who practice in medical care organizations are eligible to be associate members, as are those who practice in corporate settings.

Associate members shall enjoy all the rights and privileges of active members except the right to vote, hold elected office, serve on standing committees, or serve as a Lead Consultant. Such members shall serve as advisors and consultants to the Council.

Associate members may serve on Consultancy Teams and Workgroups.

ARTICLE II. Executive Committee.

1. The Executive Committee shall have authority to act in the name of the Council on matters requiring action and shall report such actions to the members as soon as possible.
2. The Executive Committee shall approve all amendments to the Constitution and Bylaws before submission to the Council and shall enforce the Constitution and Bylaws that are in effect. No Bylaw shall be submitted to the Council that is in conflict with the Constitution.

3. All moneys of the Council shall be used solely for the promotion of the affairs of the Council, subject to the approval of the Executive Committee.
4. A record shall be kept of all Executive Committee proceedings and a summary report thereof shall be made to the Council at the regular meeting by the Secretary-Treasurer.
5. All questions considered by the Executive Committee shall be decided by a majority of the members.
6. The findings or actions of the Executive Committee shall be subject to reconsideration by the Council on a motion by an active member at the next regular meeting.

ARTIICLE III. Officers.

1. It shall be the duty of the President to preside at all meetings of the Council and Executive Committee and he/she shall supervise the affairs of the Council. In his/her absence, the presiding officer pro-tem at a meeting shall be determined by the order of succession; provided, however, that the President may designate his/her alternate at special meetings.
2. The President shall call all meetings of the Executive Committee.
3. All resolutions and proceedings of meeting shall be entered in proper books by the Secretary-Treasurer.
4. The Secretary-Treasurer or at his/her request, the Executive Director, shall issue all notices of meetings, and shall perform all duties pertaining to the office of the Secretary. The Secretary-Treasurer may delegate any and all functions of the office of the Secretary-Treasurer to the Executive Director with the exception that remuneration or reimbursement to the Executive Director shall be signed by the Secretary-Treasurer and/or the President.
5. The Executive Director, monitored by the Secretary-Treasurer, shall keep all moneys to the Council and shall keep a register of members of the Council. All accounts shall be audited by an accredited, outside firm at least once a year.
6. An office of the Council shall be considered vacated when the officer in question is taken by death, resigns or becomes ineligible to continue as an active member, except otherwise provided by the constitution.

ARTICLE IV. Committees.

1. In addition to the Executive Committee, there shall be such other standing and special committees, and workgroups, as may be authorized by the Executive Committee or by the Council.
2. The members of all committees, other than the Executive Committee, shall be appointed by the President unless otherwise ordered by the Council.
3. All reports of Committees shall be submitted in writing to the Executive Director who will distribute them to members of the Executive Committee.

ARTICLE V. Consultancies.

1. The CSTE President shall appoint, and the Executive Committee shall confirm, CSTE active and associate members with relevant expertise to serve as consultants on specific epidemiologic topics as necessary. Co-consultants may be appointed. A group of co-consultants focused on a specific topic shall be organized as a Consultancy Team. The President shall appoint a Lead or Co-Lead Consultant(s) after considering the recommendations of the Consultancy Team. Consultancy Teams may adopt working rules consistent with CSTE Bylaws, and these rules are to be reviewed and approved by the Executive Committee. Consultant activities are subject to oversight by the relevant Standing Committee.

Selection of members with specific expertise shall be facilitated by an annual survey of the membership conducted by the National Office. Consultants will be confirmed at the first Executive Committee meeting or conference call following CSTE's annual meeting each year. If a consultant is not confirmed by a majority vote, the President will submit the name of another member for consideration. The consultants will serve at the pleasure of the Executive Committee. Vacancies will be filled by the same mechanism at the next meeting or conference call after the vacancy occurs. Each of the consultants will serve renewable two-year terms.

2. The consultant shall respond to inquiries, return correspondence, assist with policy development and attend meetings and special events on the subject of the consultancy. The consultant shall use standing CSTE policies and resolutions as guides where applicable.

Issues involving new policy or major change in policy shall be reviewed and approved by the President, and if appropriate, with the Executive Committee. In the shared consultancies, the co-consultants shall coordinate all activities; one shall serve as the lead consultant, and will function as the Consultancy Team leader. The Lead Consultant must be an active member of the Council. A co-lead consultant may also be appointed.

3. The Consultant shall notify the National Office prior to attendance at a meeting representing CSTE. Each consultant shall submit a report to the Executive Committee, enumerating and briefly summarizing the content of each consultative contact. The National Office shall be copied with any correspondence.

ARTICLE VI. Meetings.

1. There shall be an annual meeting at a time and place determined by the Executive Committee. On the petition of fifteen active members, or order of the Executive Committee, the President shall call a special meeting of the Council.

2. A quorum shall consist of not fewer than fifteen (15) state designated representatives.
3. A registration fee, set by the Executive Committee, shall be paid by each active and associate member and guests attending the Annual Meeting of the Council. Such fees can be waived in special situations by the Executive Committee.
4. The rules of parliamentary procedure according to the last edition of Robert's Rules of Order shall govern all meetings of the Council unless suspended by a majority vote of the members attending.

ARTICLE VII. Dues.

The annual dues for states, territories and individual memberships will be set by the membership at the annual meeting.

ARTICLE VIII. Amendments.

These Bylaws may be amended by a vote of two-thirds of the active members present and voting at any regular meeting of the Council, provided that such proposed amendment shall have been submitted to the Executive Committee not later than the first day of such regular meeting.

ARTICLE IX. Indemnity Clause.

The current and past Executive Committee Members shall be indemnified by CSTE against all liabilities, costs and expenses reasonably incurred by him or her in connection with or arising out of any claim, action, suit, or proceeding of whatsoever nature, civil or criminal, before any court, tribunal, administrative or legislative body or agency, in which he or she may be involved as a party or otherwise or with which he or she may be threatened by reason of his or her having served as a member of said committee, or by reason of an action or actions alleged to have been taken or omitted by him or her as an Executive Committee member.

Such indemnification may include payment by CSTE of liabilities, costs and expenses reasonably incurred in advance of the final disposition of a claim, action, suit or proceeding, or in connection with a reasonable settlement or compromise thereof (other than an amount paid to CSTE itself) made with a view to curtailment of costs of litigation. Any person indemnified shall repay such payment if he or she is finally adjudged by a court, tribunal, administrative or legislative body or agency not to have acted in good faith and in the reasonable belief that the action was in the best interests of CSTE.

The amount of any reimbursement or indemnity paid in respect of any matter on which settlement or compromise is effected including the amount paid by an Executive Committee member in such settlement shall not exceed the expense, which might reasonably have been paid or incurred by such Executive

Committee member in conducting actual or threatened litigation to a final conclusion.