

# International Traffic Medicine Association (ITMA)

## Bylaws

As Adopted 3 November, 2000  
and Amended at Cairo World Congress, 24 September 2002  
and Amended at Special Board Meeting, 27 January 2003

### Article 1 Name, Logo, and Language

**Section 1. Name.** This Association, founded in San Remo, Italy, on December 10, 1960, with the name the International Association for Accident and Traffic Medicine, was, on 3 November 2000, renamed the International Traffic Medicine Association (ITMA), hereinafter referred to as ITMA, or the Association.

**Section 2. The ITMA Logo.** The ITMA Logo is the property of the Association and cannot be used without written permission of the President on behalf of the Executive Committee. In doubtful cases, the Executive Committee shall be consulted.

**Section 3. Language.** The official language of ITMA and its World Congresses shall be English. All written and spoken scientific content of World Congresses shall be English. Ceremonial proceedings may include use of other languages, as determined by the President of the World Congress.

### Article 2 Policies and Procedures

**Section 1. Document Titled “Policies and Procedures”.** ITMA will maintain the latest revision of a document titled “Policies and Procedures”. This will specify details of day-to-day operations. It can be modified by a majority vote at a Meeting of the Board of Directors. Nothing contained in the “Policies and Procedures” may be in conflict with these Bylaws.

### Article 3 Membership

**Section 1. Eligibility.** Membership is open to road-vehicle traffic safety researchers; physicians; emergency-medical-care providers; automotive, traffic, roadway, and electronic engineers; epidemiologists; psychologists; behavioral scientists; participants in law enforcement, policymaking, or legislation concerning traffic safety; and others pursuing the Association’s goal of reducing human harm from traffic crashes. Because harm from vehicular traffic crashes is a major worldwide problem, the Association’s membership is expected to be distributed throughout the world.

**Section 2. Members.** Eligible persons are members and entitled to vote if they have filled in the Association’s membership application form giving details of their occupation or other activities related to the goals of the Association and have paid the annual dues as determined by the Board.

**Section 3. Termination.** Membership is ended by (a) resignation, (b) failure to meet the membership requirements listed in Sections 1 and 2, unless excused for good cause, or (c) expulsion by a two-thirds vote at a regular or special meeting of the membership or Board of Directors for conduct unbecoming a member or prejudicial to the aims or reputation of the organization, after notice and the opportunity for a hearing.

#### **Article 4 World Congresses and Membership Meetings**

**Section 1. World Congresses** World Congresses will be held at times and places determined by the Board, and conducted in accord with [Policies and Procedures](#).

**Section 2. Annual Meeting and Regular Meetings.** The annual meeting and any additional regular meetings shall be held at times and places fixed by the Board of Directors. In years in which there are World Congresses, an Annual Meeting will take place at the World Congress. Members shall be informed of these meetings at least 10 days but not more than 60 days before the meeting. Annual meetings shall include elections to fill vacancies in the board of directors, presentation of a financial report for the preceding fiscal year, and such other matters as are properly determined by the membership.

**Section 3. Special Meetings.** A special membership meeting may be called by the President at any time, and must be called upon petition in writing of any five members, provided that notice, including the time, place, and purposes of the meeting is provided to members at least 10 days but not more than 60 days before the special meeting. A special meeting shall act only on matters included in the notice.

**Section 4. Quorum, Voting, and Procedures.** At any membership meeting, 10 members shall constitute a quorum, and unless otherwise provided in these bylaws or in Robert's Rules of Order, a majority of those present can decide any matter if a quorum is present. Each member present may cast one vote; no votes may be cast by proxy. Except as otherwise provided in these bylaws, meetings of the membership shall be conducted in accordance with the current edition of Robert's Rules of Order.

#### **Article 5 Board of Directors**

**Section 1. Composition, Selection, Removal, and Terms.** The affairs and property of the organization shall be managed by a Board of Directors (hereafter Board) consisting of 13 to 16 directors, as determined by the Board. The Board of Directors is comprised of :

The Officers of the Board

One Director representing each of 7 to 10 geographic regions. These geographic regions will cover the entire world, as recorded in "[Policies and Procedures](#)"

The Immediate Past President

Up to 3 other Directors

**Section 2. Eligibility for Board Membership.** Only members of ITMA may be nominated for election to the Board. Only members of ITMA may be members of the Board. A Board member who has allowed a period of more than three months to elapse without paying membership dues will be presumed to have resigned from the Board.

**Section 3. Election of Directors.** Each director except the Immediate Past President, the President Elect and the President is elected by a plurality vote of the entire membership at an annual meeting for a term that ends at the next annual meeting or when a successor takes office. The President-Elect is normally elected at an Annual Meeting taking place at a World Congress, and holds that office until the term of the President ends, at which time the President-Elect automatically assumes the office of President. The President normally assumes, and leaves, office at an Annual Meeting taking place at a World Congress. Normally, the President's term of office will be more than two years, but less than five years, as determined by agreement with the Board. If any other elected directorship is vacated by death, resignation, inability to serve, or other cause, the Board may select a person to serve until the next annual meeting.

**Section 4. Nominations Committee.** The President will appoint a nominations committee chair. This chair will appoint additional ITMA members to the nominations committee. This committee will prepare a slate of candidates

to recommend to the membership at the Annual Meeting. Members will be informed of the recommendations at least 10 days before the annual meeting. Additional candidates may be nominated by any member at the Annual Meeting.

**Section 5. Meetings.** The Board shall hold regular meetings at times and places it determines, and each director shall receive notice at least 10 days before each regular meeting of the time, place, and proposed agenda. A special meeting shall be held on the call of the President or any three directors, with not less than 24 hours advance notice to each director of the time, place, and purpose; a special meeting shall act only on matters included in the notice.

**Section 6. Conduct of Meetings.** Except as otherwise provided in these bylaws, all decisions of the Board shall be made at a meeting attended by a quorum. A quorum shall consist of one-third of the directors then in office. No director may cast a vote by proxy. Directors holding more than one office may cast only one vote. No director shall vote on a matter that could create a personal conflict of interests unless the possible nature of the conflict has been disclosed to the Board and the other members present by a majority vote permit the member to vote. Except as otherwise provided in these bylaws, meetings of the Board shall be conducted in accordance with the current edition of Robert's Rules of Order.

**Section 7. Committees.** The Board may create such committees as it requires and may delegate to them any of its powers, subject to the Board's power to review and revise committee decisions. Unless otherwise determined by the Board, the President may appoint the members and designate the chairperson of each committee.

## Article 6 Officers

**Section 1. Offices, Terms, and Selection.** The officers include the President, the President-Elect, the Secretary, the Treasurer, and other officers that the Board may designate. Additional offices may be created and filled by action of the Board, and one director may hold more than one office. The Treasurer and Secretary are elected as part of the "Election of Board Members" (Article 5, Section 3).

**Section 2. Duties.** The officers shall perform the duties normally associated with their offices except as otherwise provided in these bylaws and shall perform such additional duties as are determined by the Board. The President shall preside at membership, Board, and Executive Committee meetings. If the President is unable to preside, the President Elect shall preside; if the President Elect is unable to preside, those present shall select a person to preside. During any period of absence or disability of the President and President Elect, an officer selected by the Board shall perform the duties and exercise the powers of the President. The Treasurer shall manage all funds pursuant to policies adopted by the Board and as provided in Article 7, Section 3.

**Section 3. Executive Committee.** The officers, plus others the Board may choose to designate, shall constitute an Executive Committee, which may exercise any powers of the Board between meetings of the Board, unless otherwise provided by law or in the Articles of Incorporation or these bylaws, except that the Executive Committee cannot amend the Articles of Incorporation or these bylaws, cannot reverse a decision previously made by the Board, and cannot elect or remove an officer. Except as otherwise provided in these bylaws, all decisions of the Executive Committee shall be made at a meeting attended by a quorum consisting of at least half of its members. No Executive Committee member may cast a vote by proxy. No Executive Committee member shall vote on a matter that could create a personal conflict of interests unless the possible nature of the conflict has been disclosed to the Executive Committee and the other members present by a majority vote permit the member to vote.

## Article 7 Finance

**Section 1. Acceptance of Funds.** Grants, donations, bequests, and other funds and property may be accepted from any source in conformity with policies adopted by the Board.

**Section 2. Depository Accounts.** All funds of the organization shall be placed in such depository or investment accounts as the Board may designate. Checks must be signed by persons authorized as signers by the Board.

**Section 3. Management of Funds.** The Treasurer shall be the principal custodian of all funds, shall see that

accurate books of account are maintained, shall ensure compliance with government tax, reporting, and other requirements, and shall provide the Board with financial reports and statements as needed. All financial records shall be open to inspection by any director or member.

**Section 4. Payments to Directors and Officers.** There shall be no compensation for serving as an officer or director. Out of pocket expenses paid by Directors and Officers in executing their official ITMA duties, supported by receipts when normally provided, will be reimbursed. Directors and Officers may enter into contracts with ITMA to provide special services that are compensated.

**Section 5. Disbursement of funds.** The treasurer, or other officer or officers, specified in [Policies and Procedures](#), may write checks against ITMA funds in payment for ITMA goods and services provided the amount is not more than that specified in Policies and Procedures. If the amount exceeds that in Policies and Procedures, at least two Board Members, as specified in Policies and Procedures, must approve the payment.

**Section 6. Fiscal Year.** The financial records and reports of the organization shall be based on a fiscal year ending December 31.

## Article 8

### Amendment of Articles of Incorporation or Bylaws

**Section 1. Amendment.** The Articles of Incorporation or these bylaws may be amended by vote of a majority of the members present at any membership meeting attended by a quorum, provided notice of the intent to amend is provided to members at least 20 days before the meeting, including the text or a fair summary of the intended amendment.