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THE ROCKEFELLER COMMISSION FOR THE ERADICATION OF HOOKWORM DISEASE

BY-LAWS

ARTICLE I.

Name.

The name of this body shall be THE ROCKEFELLER SANITARY COMMISSION FOR THE ERADICATION OF HOOKWORM DISEASE.

ARTICLE II.

Objects.

The objects of the Commission shall be to bring about a co-operative movement of the medical profession, public health officials, boards of trade, churches, schools, the press, and other agencies for the cure and prevention of hookworm disease.

ARTICLE III.

Members.

The members of the Commission shall consist of the gentlemen named in the letter of Mr. John D. Rockefeller creating the Commission, dated October 26th, 1909, and of such other persons as the members shall from time to time elect. Each member shall hold his membership for a term of three years and until his successor shall be chosen, provided, however, that the members shall be at all times divided into three classes equal

numerically, as nearly as may be, and that the persons who are members at the time of the meeting at which these By-laws are adopted shall, at that meeting, or as soon thereafter as shall be convenient, be divided by ballot into three classes, the members of the first class to hold their membership and office until the expiration of one year from the date of the meeting at which such division is made, the members of the second class until the expiration of two years thereafter, and the members of the third class until the expiration of three years thereafter. At the expiration of the term of office of each of these classes, their successors shall be elected for a term of three years and until their successors shall be chosen. The election of new members, whether as successors to those whose membership has terminated or otherwise, shall be held at an annual meeting of the Commission or at a special meeting duly called for that purpose, and shall be by a majority of the members of the Commission attending any such meeting. The election shall be by ballot. Any member may withdraw from the Commission by a notice in writing to the Chairman or Administrative Secretary. All the powers of the Commission shall be exercised by its members, except as hereinafter provided, but the Commission may, by general resolution, subject to the provisions of these By-laws, delegate to its officers or to committees of its own number such powers as it may see fit in addition to the powers hereinafter specified.

ARTICLE IV.

Officers.

At each annual meeting of the Commission, or in default of election at such meeting then at an adjournment thereof, or at any meeting duly called for that purpose, the Commission shall elect by ballot the following executive officers, viz.: a Chairman, an Administrative Secretary, a Scientific Secretary and a Treasurer. The Commission, or the Executive Committee hereinafter provided for, may at any stated meeting, or at any special meeting called for that purpose, by resolution create such other offices as it may deem fit, and may make appointments to fill the same. All officers shall hold office at the pleasure of the Commission, or of the Executive Committee, but in no case beyond the time when their respective successors shall be elected and accept office. No officer, agent or employee of the Commission shall be appointed or employed except by the Commission or its Executive Committee; provided, that the Commission or the Executive Committee may by resolution authorize the Chairman and the Administrative Secretary to make temporary appointments for a period not exceeding three months, subject to such regulations as may be specified in the resolution.

ARTICLE V.

Chairman

The Chairman shall sustain an executive and advisory relation to the work and policies of the Commission similar to that usually sustained by the chairman or president of commercial bodies. He shall preside at all meetings of the Commission at which he shall be present. He shall appoint all committees unless otherwise ordered by the Commission. In his absence, the members of the Commission present shall appoint one of their own number to preside. The chairman ex officio shall be a member of all committees, except as herein otherwise provided. He shall sign for the Commission all deeds and other agreements and formal instruments.

ARTICLE VI.

Treasurer

The treasurer, subject to regulations as hereinafter stated, shall have the custody of the funds and securities of the Commission, including all bonds, deeds and other papers and documents relating to such property and shall also have the disbursement of its money. At each annual meeting of the Commission he shall make an annual report to it of the accounts for that year, including all of its various departments. He shall keep proper books of account, and other books, showing at all times the amount of funds belonging to the Commission, which shall be at all times open to the inspection of the members of the Commission. At each meeting he shall present an account showing in detail the receipts of the

property belonging to the Commission and of all disbursements thereof since his last report. He shall not pay any money without a resolution of the Commission or the authority of the Executive Committee. His accounts shall be annually audited by an auditor or auditors, who shall be a person or persons not connected with the Commission, and who shall be named by the Commission.

(Second paragraph of Article VI. amended May 27, 1914.)

The Treasurer shall deposit the funds of the Commission in such banks or trust companies as may from time to time be designated by the Executive Committee. Such deposits of funds shall be made subject to draft only on the signatures of any two of the following officers: Chairman, Treasurer, Assistant Treasurer, and such member of the Commission as the Chairman shall designate in writing for that purpose. A current expense account not to exceed Five hundred dollars (\$500.) on deposit at any one time may be opened with such depository as may be designated by the Executive Committee, which shall be subject to the order of the Administrative Secretary, to provide for petty cash and traveling expenses of the Administrative Secretary and Scientific Secretary, this account to be audited monthly by the Treasurer.

property belonging to the Commission and of all disbursements thereof since his last report. He shall not pay any money without a resolution of the Commission or the authority of the Executive Committee. His accounts shall be annually audited by an auditor or auditors, who shall be a person or persons not connected with the Commission, and who shall be named by the Commission.

The Treasurer shall deposit the funds of the Commission in such banks or trust companies as may from time to time be designated by the Commission or the Executive Committee. Such deposits of funds shall be made subject to draft only on the signatures of the Chairman and of the Treasurer, or, in the case of the absence or disability of either the Chairman or Treasurer, of such member of the Commission as such absentee shall designate in writing for that purpose. [A current expense account not to exceed Five hundred dollars (\$500.) on deposit at any one time may be opened with such depository as may be designated by the Executive Committee, which shall be subject to the order of the Administrative Secretary, to provide for petty cash and traveling expenses of the Administrative Secretary and Scientific Secretary, this account to be audited monthly by the Treasurer.] The securities of the Commission shall be deposited in some suitable safe deposit vault, access to which may be had by the members of the Commission and the Treasurer, provided, there shall always be two of the foregoing present.

ARTICLE VII.

Administrative Secretary

The Administrative Secretary shall, in consultation with and subject to the approval of the Chairman, be charged with the duty of conducting the work and carrying out the policies of the Commission as outlined by the Commission or the Executive Committee. He shall conduct the correspondence of the Commission, except such as shall be referred to the Scientific Secretary as in these By-laws provided. He shall be the medium of communication with the Commission. He shall be ex officio a member of all committees except as herein otherwise provided. In addition to his other duties, as prescribed by this article, he shall give notice of, and attend all meetings of the Commission, taking minutes of the proceedings and transcribing them in a book provided for that purpose and attesting the same. He shall keep the records of all committees of which he is a member except the Executive Committee. Immediately upon the election or appointment of members he shall give notice to them of their election or appointment. He shall have the custody of the corporate seal.

In case an Assistant Secretary shall be appointed, the Commission, or when the Commission is not in session the Executive Committee, may by resolution delegate to the Assistant Secretary such of the powers of the Administrative Secretary as it may see fit.

ARTICLE VIII.

Scientific Secretary.

The Scientific Secretary shall sustain an advisory relation to the work and policies of the Commission with reference to its scientific aspects. He shall, when requested by the Commission, the Executive Committee, the Chairman, or the Administrative Secretary, so far as his other engagements will permit, and otherwise in his own discretion, represent the Commission before scientific and other bodies, and in addresses to and work with members of the medical profession, shall conduct the correspondence relating to the scientific aspects of the work, and such other correspondence as may be referred to him, and co-operate with the Administrative Secretary so far as the scientific aspects of the work are concerned.

ARTICLE IX.

Meetings

The annual meeting of the Commission shall be held on the day following the Annual Meeting of the General Education Board. All other meetings shall be held at such time and place as the Commission shall from time to time order or direct, but in the absence of such direction the meeting shall be held at the offices of the Commission in the City of New York. The Chairman or any three members of the Commission may call a special meeting of the Commission by not less than five days written notice given by the Chairman or the Administrative Secretary or the members calling such meeting, but no such special meeting shall be held at any other place than the offices of the Commission in the City of New York unless it shall be called by the Chairman. If any member of the Commission shall be absent from three consecutive stated meetings, such absence, unexcused, shall ipso facto be deemed a resignation of membership of the Commission, and the vacancy so caused shall be filled as herein provided. Any member of the Commission may by writing or telegram appoint any other member of the Commission to act as his proxy at any one or more specified meetings of the Commission.

ARTICLE X.

Quorum

A majority of the members of the Commission shall constitute a quorum.

ARTICLE XI.

Executive Committee

There shall be an Executive Committee consisting of the Chairman, the Administrative Secretary, and the Scientific Secretary, ex officio, and four members of the Commission, to be elected by the Commission at the annual meeting by ballot. The Executive Committee may fill vacancies in its own number in the interim of the Commission meetings, reporting its action to the Commission at the next meeting. This Committee shall have and may exercise all the powers of the Commission when the Commission is not in session. A quorum for the transaction of business shall consist of four members. The Committee may elect its chairman and secretary, and may make such rules and regulations, not inconsistent with these By-laws, as from time to time it may deem proper for its own government and for the transaction of business of which it may have charge.

ARTICLE XII.

Notices

All notices required by these By-laws, or otherwise, for the purposes of the Commission, shall be in writing and shall be either personally delivered or mailed to the members of the Commission at their addresses, as entered in the office of the Administrative Secretary.

ARTICLE XIII.

Amendments

These By-laws may be altered or amended by a majority vote of the members present at any duly called meeting of the Commission, provided that a written notice has been sent to every member of the Commission at least ten days in advance of the date of the meeting, stating specifically the proposed amendment.