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SIXTY-EIGHTH  
ANNUAL MEETING  
November 20–24, 2019

Gaylord National Resort and Convention Center | National Harbor, Maryland

**ANNUAL BUSINESS MEETING**

**November 19, 2019**

**MINUTES**

\*DENOTES VOTING MEMBER

**2019 Executive Committee**

**President**

Chandy C. John, MD, FASTMH\*

**President-Elect**

Joel G. Breman, MD, DTPH, FASTMH\*

**Immediate Past President**

N. Regina Rabinovich, MD, FASTMH\*

**Secretary-Treasurer**

David R. Hill, MD, DTMH, FASTMH

**Scientific Program Chair**

Daniel G. Bausch, MD, MPH&TM, FASTMH

**AJTMH Editor-in-Chief**

Philip Rosenthal, MD, FASTMH

**CEO**

Karen A. Goraleski

**2019 Board of Directors**

Nicole Achee, PhD\*

Koya Allen, PhD, MSPH\*

Abdoulaye Djimde, PharmD, PhD\*

David Fidock, PhD, FASTMH\*

David Hamer, MD, FASTMH\*

Albert Icksang Ko, MD, FASTMH\*

Julie Jacobson, MD\*

Miriam Laufer, MD\*

Jetsumon Sattabongkot Prachumsri, PhD\*

Anna Uehara, PhD, MScGH\*

**2019 SUBGROUP LEADERS**

**American Committee on Arthropod-Borne Viruses (ACAV)**

Lark Coffey, PhD

**American Committee of Medical Entomology (ACME)**

Matthew Thomas, PhD

**American Committee of Molecular, Cellular and Immunoparasitology (ACMCIP)**

Michael Ferdig, PhD

**American Committee on Clinical Tropical Medicine and Travelers' Health (ACCTMTH)**

M. Patricia Joyce, MD, FIDSA, FASTMH

**ASTMH Committee on Global Health (ACGH)**

Julie Pavlin, MD, PhD, MPH

## I. 2019- Year in Review

Karen A. Goraleski acknowledged staff and thanked them for their work and dedication. She reported on the accomplishments of ASTMH over the past year including:

- Inclusion/Respect Policy
- Two *Journal* supplements
- Selection of the 2019 Alan J. Magill Fellowship recipient Deusedith Ishengoma, PhD, NIMR-TANGA Centre, Tanzania
- Second Congressional Staff delegation to the CDC in partnership with GHTC, PATH and GHC
- Fourth annual WRAIR Alan Magill Malaria forum
- ASTMH is a member of the National Academies' "Forum on Microbial Threats"

## II. Society Business

- A. Reports from the Board
- a. Finances  
David R. Hill, MD, DTM&H, FRCP, FASTMH reviewed the Society's assets and explained the difference between restricted and non-restricted funds.  
Dr. Hill also reviewed the Society's income sources and expenses.
  - b. Recognition of Deceased Members  
Dr. Hill reviewed the names of those members who have passed away since the last Annual Business Meeting and requested that all stand for a moment of silence.
  - c. Membership  
Dr. Hill presented the membership report. He stated that membership remains steady and reviewed the numbers for each member type. He noted that trainee members often do not transition to full membership, and that we now have an early career membership category to encourage long-term engagement with the Society.  
He also reviewed changes to the affiliate membership category the Membership Committee is proposing to the Board of Directors. An outline of the proposed changes of the affiliate category are as follows:
    - Universities, university programs, NGOs, professional societies
    - Goal is to create a sense of community amongst affiliates, while also providing all membership benefits
    - Particularly aimed at trainees
    - Broad outline:
      - Membership for designated faculty member/representative and 10-15 trainees
      - Tiered fee system for LMICs, UMI and HI countries
- B. Subgroup Reports
- a. ACAV (American Committee on Arthropod-Borne Viruses) – Chair, Lark Coffey, PhD reported on the accomplishments of ACAV from the past year:
    - Initiated a strategic plan with a focus on fundraising
    - Created a new logo
    - Selected a student member dedicated to social media
    - Several travel awards were provided to students/trainees
  - b. ACME (American Committee of Medical Entomology) – Chair-Elect, Ellen Dotson, BS, MS, DSc reported the accomplishments of ACME from the past year:
    - Successful speed networking event and student lunch
    - Several travel awards were provided to students/trainees
    - 2019 Harry Hoogstraal Medal awarded to Frank H. Collins, PhD, University of Notre Dame
  - c. ACMCIP (American Committee of Molecular, Cellular and Immunoparasitology) – President, Michael Ferdig, PhD reported the accomplishments of ACMCIP over the last year:
    - Created a new logo and Twitter account
    - 2019 William Trager Award awarded to David Horn, PhD, University of Dundee
- d. Fellows of ASTMH (FASTMH)  
Dr. Hill reviewed the 2019 FASTMH and recognized them for their excellence and dedication to the Society.
  - e. Annual Meeting- Dan Bausch, MD, MPH&TM, FASTMH reported that the 2019 Annual Meeting had the highest attendance to date with 4,800 registrants (final number to be confirmed after all counts are finalized). Dr. Bausch also reported that in the coming year, the Society will be working with the Digital Education Committee to extend Annual Meeting content beyond the Annual Meeting in an effort to engage persons who were unable to attend.  
Dr. Bausch stated that 2020 will be his last year as the Chair of the Scientific Program Committee. The search for the next Chair will begin after the 2019 Annual Meeting.
  - f. *AJTMH*- Philip Rosenthal, MD, FASTMH reviewed highlights from the Society's journal, the *American Journal of Tropical Medicine and Hygiene*, from the past year. He thanked the Section Editors, Editorial Board and Journal staff, in particular Cathi Siegel, for their hard work and dedication.

- Formed a Student/Trainee Committee
- d. ACCTMTH (American Committee on Clinical Tropical Medicine and Travelers' Health) – M. Patricia Joyce, MD, FIDSA, FASTMH reported on the accomplishments of the Clinical Group over the past year:
  - Inaugural Martin S. Wolfe Mentoring Award awarded to Elaine Jong, MD, FASTMH, University of Washington School of Medicine
  - Hosted a webinar for students on the topic Chagas disease
  - Donated funds to the *Journal* for page waivers
- e. ACGH (ASTMH Committee on Global Health)-- Julie Pavlin, MD, PhD, MPH President reported the accomplishments over the past year:
  - Developing a strategic plan
  - Completed a membership survey
  - Hosted a webinar for the first time
  - Awarded several travel awards
- C. Election Results  
Dr. Hill reviewed the 2020 election results: Julie Jacobson, MD is the President-Elect; Hanna Ehrlich, PhD; A. Desiree LaBeaud, MD, MS and Katherine Taylor, PhD, MSc have been elected to the Board of Directors. Jonathan Stiles, PhD was appointed by President Chandy John, MD, MS, FASTMH to fulfill Dr. Jacobson's last year as Board member.

### III. Leadership Transition

- A. Recognition of Outgoing Board of Director members  
Chandy John, MD, MS, FASTMH thanked the outgoing Board members, Nicole Achee, Koya Allen, David Fidock and Julie Jacobson for their service and gave each a small gift of gratitude.
- B. Acknowledgement of Continuing Board Members  
Dr. John asked the Executive Committee and continuing Board members to stand and be recognized.
- C. Transfer of Authority  
Dr. John acknowledged and thanked his colleagues, ASTMH and Board members for their support. He then transferred authority to Joel G. Breman, MD, DTPH, FASTMH.  
Dr. Breman thanked Dr. John for his service and leadership and presented him with a gift of gratitude. He then thanked Dr. Rabinovich, Dr. Jacobson and Karen Goraleski for their efforts in implementing the inclusion/respect policy and briefly outlined his vision for the next year.

There being no further business, Dr. Hill adjourned the meeting at 1:25 pm EST.

AMERICAN SOCIETY OF TROP MED &amp; HYGIENE

## STATEMENT OF CHANGES IN NET ASSETS FOR THE TWELVE MONTHS ENDING 6/30/19

AMERICAN SOCIETY OF TROPICAL MEDICINE AND HYGIENE  
Summary Income Statement  
For the Twelve Months Ending Sunday, June 30, 2019

	Current Month	Current Fiscal YTD	Annual Budget	Budget Variance	Prior Year YTD
<b>Revenue</b>					
<u>Unrestricted Revenue</u>					
10-Membership	\$43,091	\$662,391	\$611,175	\$51,216	\$575,638
20-Annual Meeting		3,080,254	2,999,480	80,774	2,995,337
25-Website	1,270	5,534		5,534	9,061
28-Update Course	2,485	24,640	60,170	(35,530)	13,845
29-CTropMed Exam		79,100	82,820	(3,720)	
90-Journal Sheridan	79,136	941,343	1,010,400	(69,057)	1,151,031
91-Journal Ingenta		2,247	3,500	(1,253)	4,475
92-Journal Other		99,842	104,500	(4,658)	42,954
93-ACAV PMC					20,480
95-ACCTMTH PMC	1,655	18,135	33,585	(15,450)	12,635
96-ACMCIP PMC		13,445	20,860	(7,415)	9,350
97-ACGH PMC	300	12,355	27,125	(14,770)	20,785
98-ACME PMC	150	7,875	22,050	(14,175)	
Total Unrestricted Revenue	128,087	4,947,161	4,975,665	(28,504)	4,855,591
<u>Restricted Revenue</u>					
31-34 - ACAV	848	9,406	3,375	6,031	6,276
35 - Council Initiatives	63,612	63,612		63,612	
30 - Presidents Challenge	845	84,911		84,911	
40-42 - ACCTMTH	8,999	31,981	13,200	18,781	24,235
45-ACMCIP	1,111	9,685	2,835	6,850	6,283
50-52 - ACME	145	18,235	3,800	14,435	5,091
60-ACGH	1,182	12,518	6,700	5,818	7,026
71-72 - Ben Kean	64,463	99,560		99,560	116,607
74-74 - Centenial	69,091	104,683		104,683	101,790
78-Shope	65,292	96,089		96,089	90,651
79 & 84 - Magill	99,556	188,791		188,791	170,605
80-81 - Fred Soper	1,581	3,373		3,373	2,863
83-Commerative Lec	451	2,637		2,637	1,496
85-BWF Research	21,058	34,359		34,359	1,192,810

## AMERICAN SOCIETY OF TROP MED &amp; HYGIENE

## STATEMENT OF CHANGES IN NET ASSETS FOR THE TWELVE MONTHS ENDING 6/30/19

	Current Month	Current Fiscal YTD	Annual Budget	Budget Variance	Prior Year YTD
86-Gates	193	357,201		357,201	1,195
87-Kazura	162	5,106		5,106	1,764
Total Restricted Revenue	398,589	1,122,147	29,910	1,092,237	1,728,692
<b>Total Revenue</b>	<b>526,676</b>	<b>6,069,308</b>	<b>5,005,575</b>	<b>1,063,733</b>	<b>6,584,283</b>
<b>Expenses</b>					
<u>Unrestricted Expenses</u>					
10-Membership	1,133	30,228	29,517	711	
11-Administration	238,619	819,492	208,448	611,044	313,734
12-Council	13,957	425,560	336,612	88,948	389,422
13-Membership/Committee	42,027	207,451	262,813	(55,362)	257,394
14-Gov't Relations	18,908	257,330	262,136	(4,806)	206,766
15-PR/Media	18,290	326,179	287,514	38,665	209,138
20-Annual Meeting	50,402	2,437,656	2,573,173	(135,517)	2,409,981
25-Website	33,118	177,988	95,441	82,547	125,183
28-Update Course	52,982	87,041	72,681	14,360	73,233
29-CTrpoMed Exam	9,176	67,795	100,871	(33,076)	41,051
90-Journal Sheridan	26,126	320,545	442,700	(122,155)	398,842
91-Journal Ingenta	9,104	46,537	43,875	2,662	36,348
92-Journal Other	64,605	369,094	344,797	24,297	362,470
93-ACAV PMC					12,051
95-ACCTMTH PMC		24,526	29,155	(4,629)	25,025
96-ACMCIP PMC		17,823	20,605	(2,782)	15,586
97-ACGH PMC		19,735	25,955	(6,220)	13,790
98-ACME PMC		8,877	21,377	(12,500)	
Total Unrestricted Expenses	578,447	5,643,857	5,157,670	486,188	4,890,014
<u>Restricted Expenses</u>					
31-34 - ACAV		534	5,673	(5,140)	4,003
40-42 - ACCTMTH		7,146	10,908	(3,762)	3,802
45-ACMCIP	108	109	8,325	(8,216)	1,872
50-52 - ACME	3,000	3,000	4,080	(1,080)	6,240

AMERICAN SOCIETY OF TROP MED &amp; HYGIENE

## STATEMENT OF CHANGES IN NET ASSETS FOR THE TWELVE MONTHS ENDING 6/30/19

	Current Month	Current Fiscal YTD	Annual Budget	Budget Variance	Prior Year YTD
60-Global Health Council Designated		659	3,942	(3,283)	685
71-72 - Ben Kean	9,011	32,625	65,718	(33,093)	67,518
74-74 - Centennial			25,300	(25,300)	57,975
78-Shope		50,348	600	49,748	7,112
79 & 84 - Magill	(5,124)	93,849	201,680	(107,831)	94,478
80-81 - Fred Soper		(376)		(376)	2,727
83-Commerative Lec		2,554	9,256	(6,702)	3,082
85-BWF Research	130,000	525,269	195,300	329,969	174,286
86-Gates			14,032	(14,032)	105,104
87-Kazura					28
Total Restricted Expenses	136,995	715,717	544,814	170,901	528,912
<b>Total Expenses</b>	<b>715,442</b>	<b>6,359,574</b>	<b>5,702,484</b>	<b>657,089</b>	<b>5,418,926</b>
<b>Net Income (Loss) - Unrestricted</b>	<b>(450,360)</b>	<b>(696,696)</b>	<b>(182,005)</b>	<b>(514,692)</b>	<b>(34,423)</b>
<b>Net Income (Loss) - Restricted</b>	<b>261,594</b>	<b>406,430</b>	<b>(514,904)</b>	<b>921,337</b>	<b>1,199,780</b>
<b>Net Income (Loss)</b>	<b>(\$188,766)</b>	<b>(\$290,266)</b>	<b>(\$696,909)</b>	<b>\$406,645</b>	<b>\$1,165,357</b>

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## CONSTITUTION AND BYLAWS OF THE AMERICAN SOCIETY OF TROPICAL MEDICINE AND HYGIENE

*Organized 17 November 1951 at Chicago, Illinois Incorporated under the laws of the State of Delaware, 21 January 1952*

### CONSTITUTION

#### ARTICLE I

##### NAME

###### Section 1.1 Name

The name of the corporation is the “American Society of Tropical Medicine and Hygiene” (the “Society”).

#### ARTICLE II

##### REGISTERED OFFICE AND RESIDENT AGENT

###### Section 2.1 Registered Office

This Society shall continuously maintain a registered office in the State of Delaware, as specified in the Articles of Incorporation, which may be, but need not be, the same as its principal office.

###### Section 2.2 Resident Agent

The Society shall have a registered agent, as specified in the Articles of Incorporation.

#### ARTICLE III

##### PURPOSE, POWERS, AND OPERATIONS

###### Section 3.1 Purpose and Powers

The Society is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended (the “Code”), or the corresponding provision of any future United States Internal Revenue law, and the Delaware General Corporation Law (the “DGCL”).

In furtherance of its purposes, the Society has adopted the following primary objective:

The advancement of tropical medicine and hygiene, including medicine, nursing, public health, engineering, entomology, parasitology, global health, and allied specialties in this field. In furthering its charitable and educational purposes and fulfilling its mission, the Society shall have the power to do anything else that the Society may be authorized to do under the DGCL and that is consistent with its tax-exempt status under Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue law.

No action shall be taken that would adversely affect the qualifications of the Society under Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue law.

###### Section 3.2 Limitations on Powers

In the course of the operations of the Society:

No part of the net earnings of the Society shall inure to the benefit of, or be distributable to, any private shareholder or individual, its directors, officers or other private persons, except that the Society shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein;

No substantial part of the activities of the Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Society shall not participate in, or intervene in, (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office, except as authorized under the Code (or any future Internal Revenue law);

Notwithstanding any other provisions of this Constitution and Bylaws, the Society shall not carry on any other activities not permitted to be carried on by (1) a corporation exempt from federal income tax because it is described in Section 501(c)(3) of the Code (or the corresponding provision of any future Internal Revenue law); (2) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code; or (3) a corporation which is not a private foundation under Section 509(a) of the Code.

#### ARTICLE IV

##### MEMBERSHIP

###### Section 4.1 Membership

Members shall have only those rights and obligations set forth in this Constitution and Bylaws.

###### Section 4.2 Qualifications

Individuals interested in any phase of tropical medicine, hygiene and related disciplines may apply for Membership in accordance with Section 4.4.

###### Section 4.3 Classes

There shall be seven classes of members: Active, Honorary, Life, Emeritus/a, Student, Affiliate, and Fellow.

**ACTIVE MEMBER**

Active Members in good standing pay dues and have the right to vote and hold office. In addition, Active Members shall be granted access to the official publications of the Society, such as the annual volume of *The American Journal of Tropical Medicine and Hygiene* (the "Journal") and published issues of the *Tropical Medicine and Hygiene News* (the "News").

**HONORARY INTERNATIONAL FELLOW OF ASTMH (FORMERLY KNOWN AS HONORARY MEMBER)**

Any individual not an American citizen who has made eminent contributions to some phase of tropical medicine or hygiene shall be eligible for Honorary International Fellow of ASTMH by election as provided in the Bylaws of the Society. Such Honorary International Fellows of ASTMH shall not vote or pay dues, but shall be given access to the official publications of the Society.

**LIFE MEMBER**

Any Active Member or Fellow in good standing may become a Life Member by payment of twenty times the current annual Active or Fellow membership dues, whichever is applicable, in one sum, by which the member becomes exempt from the payment of any future dues assessable during his/her lifetime. Each Life Member shall continue to exercise all rights of an Active Member during his/her lifetime.

**EMERITUS/A MEMBER**

Active Members and Fellows in good standing may be transferred to Emeritus/a Membership at their written request to the Secretary-Treasurer. Eligibility consists of 15 continuous years of membership as an Active Member and/or Fellow in good standing and retirement from active work in tropical medicine. Such Emeritus/a Members shall not hold office, vote or pay dues, but will be given access to the official publications of the Society and notices of meetings. Emeritus/a Members may be reinstated as Active or Fellow members upon request and payment of annual dues.

**STUDENT MEMBER**

Student Members shall have all the rights and privileges of an Active Member except the right to hold office. Student members include pre-doctoral students and those in post-doctoral fellowships.

Upon graduation or other termination of his/her student status, he/ she may become an Active Member upon payment of Active Member dues. Student status must be certified by the student's department chairperson or major professor upon application, and annually thereafter upon paying Student Member dues.

**AFFILIATE MEMBER**

Organizations and individuals with demonstrated activity or beneficial interests in the area of tropical medicine may apply to be Affiliate Members.

Each Affiliate member shall appoint one individual as a contact, and that individual may vote and hold office as long as he/she remains the contact person for that Affiliate Member organization. Each Affiliate Member can designate a list of individuals who shall be given access to the official publications of the Society.

**FELLOW MEMBER (FASTMH)**

Fellow Member Status (Fellowship) in the Society is an honor recognizing sustained professional excellence in any phase of tropical medicine, hygiene, global health and related disciplines. Any individual with 5 years of continuous Active, Life, or Emeritus/a membership in the Society in good standing may be nominated for Fellow Membership on the basis of sustained excellence in investigation or practice. The criteria for nomination and advancement to Fellowship are determined by Council. Applications will be reviewed annually by a Fellowship Committee that will recommend individual members for advancement. Election to Fellowship will occur by majority vote of Council in time to announce new Fellows before the close of the next Annual Business meeting. To maintain Fellowship status, a Fellow Member shall pay annual Society dues until such time as he/she elects to become a Life Member in accordance with the Bylaws. Life Members accepted to Fellow Member status shall continue not to be subject to payment of Society dues.

**Section 4.4 Application for Membership**

Application for membership shall be made on the official application form. An application may be rejected by the Secretary-Treasurer should he/she determine it would be in the best interest of the Society to do so. In addition to the categories of individual membership, the Council may create one or more categories within Affiliate Membership and may specify dues for these memberships.

**Section 4.5 Membership Dues**

The dues for Active, Fellow, Student and Affiliate Members of the Society shall be determined by the Council. Changes in the dues shall require approval by two-thirds of the Council. Dues shall become due and payable the first day of January of each year.

Any Active, Fellow or Student member who previously paid dues and whose dues payment is in arrears for more than one year shall be dropped from membership. Any Affiliate Member whose dues payment is in arrears for more than three months shall be dropped from membership.



**Section 4.6 Annual Meeting**

The Society shall hold an annual meeting for the conduct of business and scientific sessions unless the Council orders otherwise. The Scientific Program Chair, with the approval of the Council, shall determine the time and place for the annual meeting.

An annual business meeting session shall be held during the annual meeting, and no other event shall be scheduled for the same time.

The minutes of the annual business meeting shall be published in the Journal or the News or other appropriate venue.

In the conduct of business sessions, the current version of Robert's Rules of Order shall be the guide, and at the beginning of each session the President shall appoint a member to serve as Parliamentarian.

**Section 4.7 Voting**

Voting of the Membership may be either (a) in person, (b) via mailed or electronically transferred ballots, and (c) via both/either mechanisms. The Active, Life, Student, Affiliate, and Fellow Members (the "Voting Members") attending the annual business meeting, or any other meeting, or responding to a ballot request shall constitute a quorum. Any action of the Members shall be taken by the affirmative vote of the majority of the Voting Members present and voting at such meeting or responding to a ballot request. A Voting Member shall be considered present if he/she either attends the meeting in person or returns a ballot in accordance with the requirements for ballots set forth in Section 4.8.

**Section 4.8 Ballots**

For votes to be performed via mailed or electronically transferred ballots, at least two months prior to the annual business meeting, or any other vote to be taken by the Voting Members on matters determined by Council, the Secretary-Treasurer shall send a ballot to each Voting Member of the Society who is in good standing. To be valid, a ballot must be received either via mail or electronic transmission by the Secretary-Treasurer or his/her designee at least two weeks prior to the applicable meeting, so that the Secretary-Treasurer or his/her designee can count the votes and announce the results of the election at the annual business meeting. The timing requirements set forth in this paragraph are mandatory.

**Section 4.9 Tie Votes**

In the event balloting as prescribed in section 4.8 results in a tie vote between the top two candidates for any position, the tie will be broken by coin toss. The Secretary-Treasurer, having designated one side of the coin to each candidate in advance, shall conduct the toss.

**ARTICLE V****OFFICERS****Section 5.1 Designation of Elected Officers**

The elected Officers of the Society shall be a President, a President-Elect, an Immediate Past President and eight additional Councilors. The elected officers may also be referred to herein as the "Councilors."

**Section 5.2 Qualifications**

Any member in good standing and whose membership category permits holding office in the Society is eligible for election to serve as either an elected or appointed officer.

**Section 5.3 Designation of Appointed Officers**

A Secretary-Treasurer, a Scientific Program Chairperson, the Editor of the Journal, the Editor of the News, and the Editor of the Web Site all are Officers appointed by the Council. These appointed

Officers are ex-officio, non-voting members of the Council; however, they may make and second motions.

**Section 5.4 Election/Appointment of Officers and Term of Office**

The President-Elect shall be elected by the Voting Members in good standing of the Society for a term of one year or until the President-Elect's successor is elected. At the end of the term, the President-Elect shall become the President of the Society for the ensuing year and at the completion of that term will serve for one year as Immediate Past President.

The Secretary-Treasurer, Scientific Program Chairperson, Editor of the Journal, Editor of the News, and Editor of the Web Site shall be appointed by the Council to serve a three-year term, renewable.

Two Councilors shall be elected annually by the Voting Members in good standing of the Society to serve a four-year term.

Terms of office in the Society shall begin at the close of the business meeting at the annual meeting at which the officers were elected and appointed, except that the Secretary-Treasurer's term of office shall begin on the first day of the Society's next fiscal year following the annual meeting at which the Secretary-Treasurer was appointed.

**Section 5.5 Removal and Resignation**

Any officer, whether elected or appointed, may be removed, with or without cause, by a vote of two-thirds of the Voting Members of the Council then in office or two-thirds of the Voting Members in good standing of the Society, whenever in their judgment the best interests of the Society will be served.

**Section 5.6 Vacancies**

If the Presidency becomes vacant, the President-Elect shall become President for the remainder of the unexpired term, and shall then continue in office as President for the full year for which he/she was elected. In the event the President-Elect is unable to serve, the office shall be filled by the candidate who received the next larger number of votes for President-Elect in the last election, for the remainder of the unexpired term as President-Elect, in which event the offices of President and President-Elect shall be filled in the next election.

The President may fill vacancies among the other Councilors occurring during the year by appointing Councilors to serve until the next annual meeting, when new Councilors are elected.

The Council may fill vacancies among the appointed offices occurring during the year by naming replacement officers to serve until the next annual meeting, when new appointed officers are designated.

**Section 5.7 Duties of the President**

The duties of the President shall be those regularly exercised by the chief executive officer. The President shall preside at meetings of the Council and the Society, appoint committees as provided in the Bylaws, and shall deliver an address at the annual meeting.

**Section 5.8 Duties of the President-Elect**

The President-Elect shall succeed the President at the annual meeting except as noted in Section 5.6. The President-Elect shall preside at meetings of the Society in the absence of the President.

**Section 5.9 Duties of the Scientific Program Chairperson**

The Scientific Program Chairperson shall be responsible for the structure of scientific sessions at the annual meeting. The Scientific Program Chairperson shall be the Chair of the Scientific Program Committee and shall appoint members to the Scientific Program Committee in accordance with Section 7.8.

**Section 5.10 Duties of the Secretary-Treasurer**

The Secretary-Treasurer shall be the custodian of all records of the Society. The Secretary-Treasurer shall handle the business and finances of the Society, including those of Society publications, and shall submit an annual financial report reviewed by a certified public accountant. The Secretary-Treasurer shall be responsible for the arrangement of meetings. The Secretary-Treasurer shall attend and provide for the recording of the minutes of meetings.

**Section 5.11 Duties of the Editor of the Journal**

The Editor of the Journal, with the aid of the Editorial Board, is responsible for the form and content of the Journal within the limits and directives established by the Council.

**Section 5.12 Duties of the Editor of the News**

The Editor of the News is responsible for the form and content of the News within the limits and directives established by the Council.

**Section 5.13 Duties of the Editor of the Web Site**

The Editor of the Web Site is responsible for the form and content of the Web Site within the limits and directives established by the Council.

**ARTICLE VI****COUNCIL****Section 6.1 Membership**

The President, President-Elect, Immediate Past President, and eight Additional Councilors shall constitute the Council.

**Section 6.2 Power and Responsibility**

The Council shall manage the Society's affairs and direct its business. It shall initiate, coordinate, and terminate the work of the committees. It shall appoint the Secretary-Treasurer, the Scientific Program Chairperson, the Editor of the Journal, the Editor of the News, and the Editor of the Web Site. It shall have the power to approve the expenditure of funds and establish an annual budget for the Society.

The Council may appoint an Executive Director to assist in the administration of the affairs of the Society. The Executive Director shall have the duties and authority specified by the Council. The Council may delegate to the Executive Director any duties that are delegable under this Constitution and Bylaws and section 141(c)(1) of the Delaware General Corporation Law or any other provision of the DGCL.

**Section 6.3 Quorum**

At any meeting of the Council, either regular or special, the presence of a majority of the voting members of the Council shall constitute a quorum.

**Section 6.4 Majority Action as Board Action**

Unless otherwise required by the State of Delaware, the Articles of Incorporation, or this Constitution or Bylaws, the vote of a majority of the Councilors present and voting at a meeting at which a quorum is present shall be necessary for the adoption of any matter.

**Section 6.5 Telephone/Videoconference Meetings**

Members of the Council may participate in any meeting by means of conference telephone, videoconference, or similar equipment by means of which all persons participating can hear one another in real time.

**Section 6.6 Informal Action**

Any action taken at a meeting of the Council may, with unanimous written consent, be taken by electronic transmission. The written consent action, in the form of an e-mail, text, or other electronic communication which identifies the sender and date and time of the transmission, shall be filed with the minutes of the meeting.

**Section 6.7 Chapters of the Society**

The Council shall have the authority to establish affiliated groups as Chapters of the Society upon receipt of a written petition signed by five (5) or more persons who reside in an area where no Chapter exists. Each such Chapter shall function under the provisions of a standard charter which defines the general organizational structure and purposes of the Chapter. There shall be provisions in each Chapter's charter to the effect that:

- a) The objectives and purposes of the Chapter are compatible with those of the Society.
- b) The President and the President-Elect of the chapter shall be persons who are members in good standing of the Society.
- c) Any person who is a member of the Society becomes a member of any class of the Chapter upon presenting proof of membership in the Society and the payment of dues appropriate to the membership class sought in the Chapter.

Chapters shall be established as separate legal entities and the Society shall not be responsible for debts or obligations of Chapters.

**ARTICLE VII****COMMITTEES****Section 7.1 Executive Committee**

The Council shall establish an Executive Committee, which shall exercise the authority of the Council and the management of the Society between meetings of the Council, except as otherwise prohibited by Section 141(c) (1) of the DGCL or any other provision of the DGCL, which prohibits a committee from amending the certificate of incorporation, adopting an agreement of merger or consolidation, or amending the Constitution and Bylaws. The Executive Committee shall be composed of the President, the President-Elect, the Immediate Past President, the Secretary-Treasurer, the Editor of the Journal, the Scientific Program Chairperson, and the Executive Director. The Secretary-Treasurer, The Editor of the Journal, the Scientific Program Chairperson and the Executive Director shall participate as non-voting members of the Executive Committee. The duties of the Executive Committee will be as specified and authorized by the Council and may include administrative and management decisions during the course of the year and authorizations of expenditures within guidelines established by the Council.

**Section 7.2 Nominating Committee**

The Nominating Committee is charged with developing the slate of candidates for annual Council elections as described below.

The Nominating Committee will be composed of twelve Members of the Society in good standing who represent, insofar as possible, the various scientific disciplines of the Society. Members of the Nominating Committee will be appointed for a two-year term. Half of the new members of the Nominating Committee will be appointed on or before January 1 annually and these members will include the immediate Past-President, the two outgoing Council members from the previous year and three additional members appointed by the President, who also may appoint Members of the Society in good standing to fill any other vacancies on the Committee.

Each immediate Past-President appointed to this Committee will, during the second year of his/her term of appointment, serve as its Chairperson. In the event this individual is unable to serve as Chairperson, the President will appoint another current or past member of the Committee to this position.

At least four months before the next annual meeting the Nominating Committee shall submit to the Secretary-Treasurer the names of two nominees for each elected officer position, with the proviso that nominees should reflect the diversity of the Society membership, including with respect to age, gender, and professional and scientific interests and expertise. The timing requirements set forth in this paragraph are guidelines only, and the failure to rigidly adhere to them shall not invalidate an election.

**Section 7.3 Membership Committee**

The Membership Committee supports the Secretary-Treasurer in planning and oversight of the Society's membership recruitment and retention initiatives. The President shall appoint annually a new member with a three-year term to such Membership Committee. The Membership Committee shall be composed of at least three members with staggered terms.

**Section 7.4 Honorary International Fellow of ASTMH Membership Committee**

The Honorary International Fellow of ASTMH Membership Committee is charged with nominating potential Honorary International Fellow of ASTMH Members for consideration by Council.

The President shall appoint annually a new member with a three-year term to such Honorary International Fellow of ASTMH Membership Committee. The Honorary International Fellow of ASTMH Membership Committee shall be composed of three members with staggered terms. The Honorary

International Fellow of ASTMH Membership Committee shall nominate potential Honorary International Fellow of ASTMH Members, who are then elected by unanimous vote of the Council. The Honorary International Fellow of ASTMH Membership Committee shall provide the Council with curricula vitae and summaries of the scientific qualifications of the candidates whom it recommends. No more than five Honorary International Fellow of ASTMH Members may be elected in any one year.

#### **Section 7.5 Scientific Program Committee**

The Scientific Program Committee, under the direction of the Scientific Program Chair, oversees content development for the Society's annual scientific meeting.

The Scientific Program Committee shall be comprised of the Scientific Program Chairperson and additional members as needed. The Scientific Program Chairperson shall appoint members to the Scientific Program Committee for three-year terms, renewable. Due consideration will be given so that the appointees represent different sub-disciplines of tropical medicine.

#### **Section 7.6 Finance Committee**

The Finance Committee, under the direction of the Secretary-Treasurer, monitors the Society's finances and advises the Council on fiduciary matters.

The Finance Committee shall be comprised of the Secretary-Treasurer, acting as chairperson, the Executive Director, the President-Elect and Additional members as needed.

#### **Section 7.7 Committee on Awards of the Society**

The Committee on Awards of the Society administers the Society's awards and medals, including the Walter Reed Medal, the Joseph Augustin LePrince Medal, the Ben Kean Medal, the Donald Mackay Medal, and the Bailey K. Ashford Medal.

The Council shall appoint the Committee on Awards of the Society consisting of three members, appointing one Past-President each year for a term of three years; the Chair of the Committee shall be the member with longest seniority on the Committee.

#### **Section 7.8 Other Committees**

The Council is responsible for creating, appointing, and discontinuing other committees required to transact the business of the Society.

### **ARTICLE VIII**

#### **PUBLICATIONS OF THE SOCIETY**

##### **Section 8.1 The American Journal of Tropical Medicine and Hygiene**

The Society may publish the Journal, as the Council deems to be in the best interests of the Society from time to time.

The Editorial Board shall be composed of Members of the Society in good standing to be selected and changed by the Editor, subject to approval by the Council.

##### **Section 8.2 Tropical Medicine and Hygiene News**

The Society may publish the News, as the Council deems to be in the best interests of the Society from time to time.

### **ARTICLE IX**

#### **INDEMNIFICATION**

##### **Section 9.1 Indemnification**

Any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Councilor or officer of the Society, or is or was serving while a Councilor or officer of the Society at the request of the Society as a director, officer, employee, agent, fiduciary or other representative of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, shall be indemnified by the Society against expenses (including attorneys' fees), judgments, fines, excise taxes and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding to the full extent permissible under Delaware law, except that the Society shall not indemnify such individuals for willful misconduct.

##### **Section 9.2 Advances**

Any person claiming indemnification within the scope of Section 9.1 shall be entitled to advances from the Corporation for payment of the expenses of defending actions against such person in the manner and to the full extent permissible under Delaware law.

##### **Section 9.3 Procedure**

On the request of any person requesting indemnification under Section 9.1, the Council or a committee thereof shall determine whether such indemnification is permissible. If the Council or committee so directs or if the Council or committee is not empowered by statute to make such determination, then such determination shall be made by independent legal counsel.

##### **Section 9.4 Other Rights**

The indemnification and advancement of expenses provided by this Article 9 shall not be deemed exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled under any insurance or other agreement, vote of the Council or otherwise, both as to actions in their official capacity and as to actions in another capacity while holding an office, and shall continue as to a person who has ceased to be a Councilor or officer and shall inure to the benefit of the heirs, executors, and administrators of such person.

**Section 9.5 Insurance**

The Society shall have power to purchase and maintain insurance on behalf of any person who is or was a Councilor, officer, employee or agent of the Society or is or was serving at the request of the Society as a director, officer, employee, agent, fiduciary or other representative of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Society would have the power to indemnify him against such liability under the provisions of this Constitution and Bylaws.

**Section 9.6 Modification**

The duties of the Society to indemnify and to advance expenses to a Councilor or officer provided in this Article 9 shall be in the nature of a contract between the Society and each such Councilor or officer, and no amendment or repeal of any provision of this Article 9 shall alter, to the detriment of such Councilor or officer, the right of such person to the advancement of expenses or indemnification related to a claim based on an act or failure to act which took place prior to such amendment, repeal or termination.

**ARTICLE X  
AMENDMENT****Section 10.1 Amendment**

The Constitution and Bylaws may be amended at the annual business meeting by (i) a two-thirds vote of the Voting Members of the Society present and voting, or (ii) at the Council's option, by a favorable two-thirds vote of the Voting Members of the Society who submit a ballot. In either case, such amendments shall have been sent to the Secretary-Treasurer for circulation to the Council at least three months before the meeting. Results of ballots shall be announced at the annual business meeting.

## 2020 Executive Committee

\*DENOTES VOTING MEMBER

### President

Joel G. Breman, MD, DTPH, FASTMH\*

### President-Elect

Julie Jacobson, MD\*

### Immediate Past President

Chandy C. John, MD, FASTMH\*

### Secretary-Treasurer

David R. Hill, MD, DTMH, FASTMH

### Scientific Program Chair

Daniel G. Bausch, MD, MPH&TM, FASTMH

### AJTMH Editor-in-Chief

Philip Rosenthal, MD, FASTMH

### CEO

Karen A. Goraleski

## 2020 Board of Directors

Abdoulaye Djimde, PharmD, PhD\*

Hanna Ehrlich, PhD (Candidate)\*

David Hamer, MD, FASTMH\*

Albert Icksang Ko, MD, FASTMH\*

Desiree LaBeaud, MD, MS\*

Miriam Laufer, MD\*

Jetsumon Sattabongkot Prachumsri, PhD\*

Jonathan K. Stiles, PhD\*

Katherine Taylor, PhD\*

Anna Uehara, PhD, MScGH\*



## 2020 Subgroup Leaders

### American Committee on Arthropod-Borne Viruses (ACAV)

David M. Morens, AB, MD, FASTMH

### American Committee of Medical Entomology (ACME)

Ellen M. Dotson, MS, DSc

### American Committee of Molecular, Cellular and Immunoparasitology (ACMCIP)

Michael Ferdig, PhD

### American Committee on Clinical Tropical Medicine and Travelers' Health (ACCTMTH)

Latha Rajan, MD, MPHTM, FASTMH

### ASTMH Committee on Global Health (ACGH)

Robert D. Newman, MD, MPH