

**\*BYLAWS OF THE  
ERIE SECTION  
OF THE  
AMERICAN CHEMICAL SOCIETY**

**BYLAW I  
Name**

This organization shall be known as the Erie Section (hereinafter referred to as the “Section”) of the AMERICAN CHEMICAL SOCIETY (hereinafter referred to as the “SOCIETY”).

**BYLAW II  
Objects**

Section 1. The objects of the Section shall be those of the SOCIETY as stated in the Charter and Constitution of the SOCIETY.

Section 2. Nothing in these bylaws shall be inconsistent with the Charter, Constitution, and Bylaws of the SOCIETY.

Section 3. The Section 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 Internal Revenue Code, or corresponding section of any future federal tax code.

**BYLAW III  
Territory**

The territory of the Section shall be that assigned to it by the SOCIETY.

**BYLAW IV  
Members and Affiliates**

Section 1. The rolls of the Section shall include those MEMBERS and STUDENT MEMBERS (hereinafter collectively referred to as “members”) and Society Affiliates of the SOCIETY residing within the territory of the Section provided that any exceptions to this rule shall be made in conformity with the Constitution and Bylaws of the SOCIETY.

Section 2. STUDENT MEMBERS shall be entitled to all privileges of membership except that of holding an elective position of the SOCIETY and of the Section. STUDENT MEMBERS may not serve as Councilors, Alternate Councilors, or Temporary Substitute Councilors, but they may be appointed as committee chairs.

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\***Effective TBD.** Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the AMERICAN CHEMICAL SOCIETY. (C&B: [bylaws@acs.org](mailto:bylaws@acs.org); [www.acs.org/bulletin5](http://www.acs.org/bulletin5))

Section 3. The Section may have Local Section Affiliates as authorized in the Constitution and Bylaws of the SOCIETY. A Local Section Affiliate shall retain affiliate status only so long as payment is made of Local Section Affiliate dues of not less than two dollars (\$2.00) per annum.

Section 4. Neither a Society Affiliate nor a Local Section Affiliate may vote for or hold an elective position or vote on Articles of Incorporation or bylaws of the Section. A Society Affiliate may not serve as a voting member of the Executive Committee; a Local Section Affiliate may not serve as a member of the Executive Committee. Society Affiliates may be appointed as committee chairs.

Section 5. Members and affiliates shall have such rights and privileges as are accorded them by the Constitution and Bylaws of the SOCIETY and these bylaws.

## **BYLAW V**

### **Officers, Executive Committee, and Councilors**

Section 1. The officers of the Section shall be MEMBERS of the SOCIETY and of the Section and shall consist of the Chair, Vice-Chair, Secretary, and Treasurer. The Secretary and Treasurer positions may be held by the same person.

Section 2. The Executive Committee shall be the governing body of the Section and as such shall have full power to conduct, manage, and direct the business and affairs of the Section in accordance with the Constitution and Bylaws of the SOCIETY and these bylaws. The Executive Committee shall consist of the officers of the Section, the Immediate Past Chair, the Councilors, Alternate Councilors, and two Members-at-Large. Each Member-at-Large shall be known as an Executor and shall be a MEMBER of the Section.

Section 3. Elected officers of the Section shall serve for a term of one year beginning on January 1 or until their successors are elected. Elected Executors shall serve for two-year terms that begin on January 1 following the election or until their successors are elected. The incumbent of any position is eligible for reelection.

Section 4. Vacancies

- a. In the event of a vacancy in the office of Chair, the Vice-Chair shall assume the duties of Chair for the remainder of the term.
- b. All other vacancies, except for Councilors and Alternate Councilors, shall be filled by majority vote of the Executive Committee through interim appointment for the period up to the next annual election. At that time, the procedures for election as outlined in the bylaws of the Section shall be followed.
- c. An interim appointee to the vacated office of Vice-Chair shall not automatically succeed to the office of Chair. At the next election, a Vice-Chair shall be elected.

Section 5. Councilors, Alternate Councilors, and Temporary Substitute Councilors

- a. The Section shall have Councilors and Alternate Councilors as provided in the Constitution and Bylaws of the SOCIETY. The Section's Councilors and Alternate Councilors shall carry out those duties assigned to them by the Constitution and Bylaws of the SOCIETY. In particular, the Councilors (or Alternate Councilors or Temporary Substitute Councilor if so designated to serve in place of the Councilor for a particular meeting), shall attend meetings of the Council of the SOCIETY and represent the Section at such meetings.
- b. Councilors and Alternate Councilors shall be elected by ballot from among the MEMBERS for three-year terms beginning January 1 following the election. Reelection is permissible. Councilors shall be elected in separate years, whenever possible, to provide for a rotation of terms in accordance with the Constitution of the SOCIETY. A partial term of one or two years shall be used whenever necessary to establish or to restore rotation of three-year terms provided that the Councilor and/or Alternate Councilor agree to the partial term before the election.
- c. In the event that a Councilor is unable to attend a specified meeting of the Council of the SOCIETY, the Chair of the Section shall appoint one of the Alternate Councilors to serve as Councilor at the specified meeting. Such appointment of an Alternate Councilor shall be for only one meeting.
- d. If every Councilor and Alternate Councilor of the Section will be absent from a Council meeting, thus leaving the Section without representation at such meeting, the Executive Committee may designate one MEMBER of the Section as a Temporary Substitute Councilor in accordance with the Bylaws of the SOCIETY.
- e. The Executive Committee shall designate one or more Councilors to be disqualified under the SOCIETY's Bylaw provisions for reallocation of Councilors among the Sections.
- f. Any vacancy in the position of Councilor or Alternate Councilor shall be filled for the remainder of the unexpired term in a predetermined order of succession from among Alternate Councilors and/or unsuccessful candidates for these positions in the following manner: the Alternate Councilor shall assume the position of Councilor for the remainder of the unexpired term and the position of the Alternate Councilor shall be filled until the next annual election by appointment by the Executive Committee, at which time the Section shall elect a MEMBER to complete the remainder of the unexpired term of the Alternate Councilor.

## **BYLAW VI**

### **Duties of Officers**

The duties of the officers shall be such as usually pertain to their offices, together with those required by these bylaws and by the Constitution and Bylaws of the SOCIETY, and such other duties as may be assigned to them from time to time by the Executive Committee.

- a. The duties of the Chair shall be to preside at meetings of the Executive Committee, to carry into effect the decisions and recommendations of that Committee, to preside at

meetings of the Section to conduct governance business, to appoint, with the approval of the Executive Committee, all committee chairs and committee members except as stated elsewhere in these bylaws, and to carry out the duties required by the Constitution and Bylaws of the SOCIETY.

- b. The duties of the Vice-Chair shall be to assist the Chair with the direction and management of the Section. In the absence of the Chair, the duties of the office shall devolve upon the Vice-Chair. The Vice-Chair shall also serve as Chair of the Program Committee.
- c. The duties of the Secretary shall be to take and keep a record of the minutes of the meetings of the Section to conduct governance business and of the Executive Committee, to maintain a list of members and affiliates, to send to members and affiliates such notices as the business of the Section may require, to populate the events, activities and meetings portion of the Section's annual report, and to carry out the duties required by the Constitution and Bylaws of the SOCIETY and elsewhere in these bylaws.
- d. The Treasurer shall have charge of the funds of the Section, keep an accurate record of all receipts and disbursements, receive dues, and make those disbursements approved by the Executive Committee. The Treasurer shall render an account of all transactions and of the financial condition of the Section to the Executive Committee at times set by the Committee, and shall submit such reports as are required by the Constitution and Bylaws of the SOCIETY.

## **BYLAW VII**

### **Manner of Election**

Section 1. The election of officers, Executors, Councilors, and Alternate Councilors shall be conducted by a ballot distributed to the members of the Section in accordance with the Bylaws of the SOCIETY; affiliates may not vote. The Executors shall be elected in separate years, whenever possible, to provide for a rotation of terms.

Section 2. The Executors shall prepare a Call for Nominations Announcement indicating the positions that need to be filled. The Secretary shall distribute this announcement prior to September 15 of each year. If an Executor is a candidate for office, the Executive Committee shall appoint a MEMBER to serve as a Temporary Executor for the duration of the election process. All nominees must be MEMBERS; no nominee's name shall be placed on the ballot unless the nominee has stated willingness to serve if elected.

Section 3. The Executors shall prepare a ballot bearing the names of all candidates for each office. The candidates for each office and for Councilor(s)/Alternate Councilor(s) shall be listed in an order to be selected by lot on a ballot to be distributed to each member of the Section no later than October 15. The ballot shall provide for a write-in candidate for each position to be filled. A paper ballot shall be provided to any member who requests it. Voting shall be done by returning the ballots as directed. Ballots must be received by midnight November 1 to be counted. Valid ballots shall be counted and/or verified within five business days after November 1. A candidate for any office receiving a plurality of votes shall be declared elected.

Section 4. In the event that an Executor is elected as an officer, the candidate for Executor who receives the largest number of votes shall be declared elected for a two-year term and the candidate(s) who receives the next largest number of votes shall be declared elected to complete the unexpired term(s) of the Executor who is the newly elected officer.

Section 5. The Executive Committee may decide that for Councilor(s), the candidate(s) who receive the majority of votes shall be declared elected as Councilor(s); the candidate(s) who get the next largest number of votes shall be declared elected as Alternate Councilor(s). In case of a tie vote for any position, the Executive Committee, by ballot, shall elect from among the candidates who share the tie vote; the candidate receiving the largest number of votes shall be declared elected.

Section 6. The results shall be announced by the Section Chair or his or her designee as soon as possible after the election and on the Section's website soon thereafter. The results shall be certified to the Executive Director of the SOCIETY no later than December 1.

Section 7. In accordance with the SOCIETY's Bylaws, balloting procedures should ensure fair balloting that is open to all eligible members, protection against fraudulent balloting, and the timely reporting and archiving of balloting results.

### **BYLAW VIII** **Recall of Elected Officials**

Section 1. The elected officials of the Section (officers and elected Executive Committee members, except for Councilors and Alternate Councilors) are subject to recall for neglect of duties or conduct injurious to the SOCIETY. Recall procedures are not applicable to Councilors and Alternate Councilors.

Section 2. The recall of an official shall be initiated when a signed petition, indicating in writing the specific charges and reasonable substantiating evidence, is submitted to the Chair from at least five members of the Section. In the event the Chair is the official in question, the Vice-Chair shall receive the petition and shall assume the duties of the Chair with respect to this issue until the issue is resolved.

Section 3. The Chair shall, without delay, determine that the petitioners are aware of the gravity of their actions and the procedures to be followed. The Chair shall seek an alternate resolution to the problem and a withdrawal of the petition at this time. In the absence of a resolution to the problem, the Chair shall notify the members of the Executive Committee and call a special meeting within thirty days.

- a. The Executive Committee shall promptly continue the recall process or dismiss the petition as ill-founded or find an alternate resolution to the problem. The Chair shall promptly inform the petitioners and the official of the decision of the Executive Committee. If no contact with the official can be made after a reasonable effort, the Executive Committee may remove the official in question with a two-thirds (2/3) vote of the remaining members.
- b. If the proceedings continue:

- (1) The Chair shall assign the duties of the official to another qualified MEMBER of the Section until the issue is resolved.
- (2) The official shall be offered an opportunity to answer the allegations in the petition before the Executive Committee. A certified letter shall be sent to the last known address on the official SOCIETY membership roll. Upon notification, the official shall have thirty days to make a written response to the allegations.
- (3) The Executive Committee shall decide whether or not to proceed after studying the official's response. The Chair shall inform the official and the petitioners of the decision of the Executive Committee. If the Executive Committee decides that the proceedings shall continue, the official shall choose one of the following options:
  - (a) The official may resign.
  - (b) The official may request a recall vote. Section members shall be informed, through brief written statements prepared by the Executive Committee and the official, of the issues involved with the recall vote. Both statements shall be distributed to the members with the ballot. A paper ballot shall be provided to any member who requests it. At least two-thirds (2/3) of votes cast shall be required for the official to be removed from office. The membership shall be informed of the results of the recall vote.
  - (c) The official may request a hearing and a recall vote by the remaining members of the Executive Committee. At least a two-thirds (2/3) vote of the remaining members of the Executive Committee shall be required to recall the official.
  - (d) The official may choose not to respond and thus forfeit the position.

Section 4. The vacancy provisions of these bylaws shall be used to fill a vacancy caused by a recall process. The Executive Director of the SOCIETY shall be informed of the recall and the filling of the vacancy.

## **BYLAW IX Committees**

Section 1. The Executive Committee shall establish committees as necessary for the proper operation of the Section. All committee members shall be members and/or affiliates of the SOCIETY and the Section.

Section 2. The Section shall have the following standing committees: Awards, Nomination, and Program. The Chair of the Awards Committee shall be appointed by the Chair of the Section. The Chair of the Program Committee is mentioned elsewhere in these bylaws. The Nomination Committee shall be comprised of the Executors.

## **BYLAW X**

### **Meetings**

Section 1. The Executive Committee shall designate the times and places of the Section's meetings as it finds necessary or desirable for the proper functioning of the Section. The regular December meeting shall be designated as the annual meeting to conduct governance business.

Section 2. The Executive Committee shall set the order of business for meetings of the Section to conduct governance business. The order of business may be suspended by a majority vote of the members present.

Section 3. The Section may hold special meetings to conduct governance business upon the written request of a majority of the Executive Committee or upon the written request of 15 members of the Section. To be valid, such request shall be received by the Secretary at least ten days before the date requested for the meeting and shall state the exact nature of the business to be transacted. No other business shall transpire at such meetings.

Section 4. Meetings of the Executive Committee and meetings of the Section to conduct governance business, with the approval of the Executive Committee, may be held by means of electronic communications technology that permits those in attendance to read or hear the proceedings substantially concurrently with their occurrence, to vote on matters submitted, to pose questions, and to make comments.

Section 5. The Executive Committee shall meet upon due notice either at the call of the Chair or upon request of a majority of its members . A quorum for an Executive Committee meeting shall consist of a majority of the voting members of the Committee. In the absence of a quorum, called meetings of the Executive Committee shall adjourn to a specific date.

Section 6. The most recent edition of *Robert's Rules of Order Newly Revised* shall be the parliamentary authority for all matters not covered in these bylaws or in the SOCIETY's documents.

Section 7. Due notice of the Section's meetings, not including committee meetings, shall be sent to each member and affiliate of the Section. A quorum for the transaction of governance business at such a Section meeting shall consist of 15 members of the Section. No governance business shall be transacted in the absence of a quorum.

Section 8. The fee for registration at any special meeting shall be decided by the Executive Committee in accordance with the Constitution of the SOCIETY.

## **BYLAW XI**

### **Finances**

Section 1.

- a. Members of the Section may be assessed voluntary Local Section dues in an amount set by the Executive Committee. The Executive Committee shall have the option to waive or

discount dues for STUDENT MEMBERS and for others as provided in the SOCIETY's Bylaws for waived or discounted dues.

- b. Society Affiliates of the Section shall be assessed annual dues in an amount set by the Executive Committee in accordance with the Bylaws of the SOCIETY.
- c. The annual dues of Local Section Affiliates shall be determined by the Executive Committee in accordance with the Constitution and Bylaws of the SOCIETY, and as mentioned elsewhere in these bylaws.

Section 2. The Section may raise or collect funds to be expended for local purposes and may have the entire management and control of such funds insofar as such management and control shall not conflict with any provision of these bylaws or with the Constitution or Bylaws of the SOCIETY.

Section 3. The Section may receive donations or bequests made to it, and may expend or invest the same on behalf of the Section. Such expenditures or investments shall be made by the Treasurer of the Section upon authorization by the Executive Committee.

Section 4. An annual audit of the books of the Treasurer and of any other transactions regarding the Section's funds shall be conducted by two or more disinterested members or individuals, appointed by the Executive Committee. The audit report shall be submitted to the Executive Committee by January 31.

## **BYLAW XII**

### **Amendments**

Section 1. A petition to amend the bylaws may be initiated by the Executive Committee or by petition signed by at least eight members of the Section. If the proposed amendment is approved by the Executive Committee, if practical, it shall be submitted to the SOCIETY's Committee on Constitution and Bylaws for review.

Section 2. The Executive Committee will then incorporate all the required changes and either accept or reject any recommended changes that are suggested by the Committee on Constitution and Bylaws. The Secretary shall distribute the revised bylaws to the Section members for adoption. This may be accomplished at a business meeting of the Section, provided that at least eight weeks prior notice is given to the Section members.

Section 3. If a proposed amendment is not approved by the Executive Committee and if the petition is signed by at least eight members of the Section, if practical, it shall be submitted to the SOCIETY's Committee on Constitution and Bylaws for review before being distributed to the members of the Section.

Section 4. At least two-thirds (2/3) of votes cast shall be required to approve the amendment provided a quorum is present. Alternatively, or failing the presence of a quorum, the vote may be taken by a ballot distributed to all members of the Section. At least two-thirds (2/3) of the valid ballots returned must be affirmative for adoption.



Section 5. The Secretary shall distribute the outcome of the vote regarding the amendment(s) to the Section members and within one month shall meet all requirements for submitting the results to the Committee on Constitution and Bylaws.

Section 6. Amendments to these bylaws, after adoption by the Section, shall become effective upon approval by the Committee on Constitution and Bylaws, acting for the Council of the SOCIETY, unless a later date is specified.

### **BYLAW XIII**

#### **Affiliation**

Section 1. The Section may affiliate with the Erie Engineering Societies Council, a local technical organization, provided that such affiliation does not conflict with the Charter, Constitution, Bylaws, or Regulations of the SOCIETY.

Section 2. The Executive Committee may terminate the affiliation with any technical organization by notifying, in writing, the governing body of the technical organization. The technical organization may terminate the affiliation upon written notice to the Section's Executive Committee. Affiliations shall terminate after five years unless reauthorized by the Executive Committee. The term of each subsequent reauthorization shall not exceed five years.

### **BYLAW XIV**

#### **Dissolution of the Section**

Upon the dissolution of the Section, any assets of the Section remaining thereafter shall be conveyed to such organization then existent, within or without the territory of the Local Section, as is dedicated to the perpetuation of objects similar to those of the AMERICAN CHEMICAL SOCIETY, or to the AMERICAN CHEMICAL SOCIETY, so long as whichever organization is selected by the governing body of the Local Section at the time of dissolution shall be exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 as amended or under such successor provision of the Code as may be in effect at the time of the Section's dissolution.