



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

**BYLAW I—Name and Form of Organization**

**Section 1.** The name of this organization shall be the Dayton Section of the AMERICAN CHEMICAL SOCIETY, hereinafter referred to as the “Section”.

**Section 2.** This organization is a nonprofit membership association incorporated under the laws of the state of Ohio.

**Section 3. a.** All provisions of these bylaws and amendments shall be consistent with the Constitution and Bylaws of the AMERICAN CHEMICAL SOCIETY, hereinafter referred to as the “SOCIETY”.

**b.** The most recent edition of *Robert’s Rules of Order, Newly Revised* (hereinafter referred to as “Robert’s Rules”) shall be followed for matters not provided for in the Bylaws or Constitution of the SOCIETY or the bylaws of the Section.

**Section 4.** The Section shall comprise the territory allotted to it by the Council of the SOCIETY. The headquarters of the Section shall be in Dayton, Ohio.

**BYLAW II—Objects**

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

**Section 2.** The Section shall endeavor to enhance professional competence and recognition of all its members.

**Section 3.** The Section shall use its special skills and knowledge for the common welfare.

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\***Effective December 9, 1999.** Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the AMERICAN CHEMICAL SOCIETY.

**Section 4.** The Section shall strive to make the science of chemistry an influential means for the advancement of intellectual and material progress.

**Section 5.** The Section shall promote recognition and acceptance of the SOCIETY's professional employment guidelines.

### **BYLAW III—Members and Affiliates**

**Section 1.** The rolls of the Section shall include those MEMBERS, ASSOCIATE MEMBERS, and National Affiliates of the SOCIETY residing within the territory of the Section, provided that exceptions to this rule shall be made in conformity with the Constitution and Bylaws of the SOCIETY.

**Section 2.** The Section may have Local Section Affiliates as authorized in the Constitution and Bylaws of the SOCIETY.

**Section 3.** MEMBERS, ASSOCIATE MEMBERS, National Affiliates, and Local Section Affiliates shall have such rights and privileges as are accorded them by the Constitution and Bylaws of the SOCIETY. ASSOCIATE MEMBERS may not hold elective positions or serve as Temporary Substitute Councilors. National Affiliates and Local Section Affiliates may not vote for or hold an elective position of the Section, vote on articles of incorporation and bylaws of the Section, or serve as members of the Executive Committee.

### **BYLAW IV—Organization**

**Section 1. a.** The officers of the Section shall be (1) Chair, (2) Chair-Elect, (3) Secretary, (4) Treasurer, and (5) Immediate Past Chair.

**b.** The Chair-Elect shall assume the duties of the Chair when the Chair is unable to serve.

**Section 2.** Qualifications and number of Councilors and Alternate Councilors shall be as specified by the Constitution and Bylaws of the SOCIETY.

**Section 3. a.** The Board of Directors of the Section (hereinafter referred to as the "Board") shall be composed of the officers, Councilors, and Alternate Councilors.

**b.** No individuals shall hold more than one position qualifying them to membership on the Board, except as provided elsewhere in these bylaws.

**c.** A majority of persons serving on the Board at any given time shall constitute a quorum.

d. The Board, as the legal representative of the Section, shall hold and administer all properties and funds of the Section.

**Section 4.** The officers, Councilor(s), and Alternate Councilor(s) shall serve as the Executive Committee. Three members shall constitute a quorum.

**Section 5.** There shall be the following standing committees: Archives, Awards, Bulletin, Careers, Education, Industrial Relations, Investment, Long-Range Planning, Membership, Professional Practices, Program, Public Relations, Women Chemists, Younger Chemists, and Webmaster.

**Section 6.** The Board shall appoint a Chair and two additional members to serve as an advisory committee on the proper investment of the monies of the Patterson Fund. These terms may be of indefinite length. Purchases and sales of investments in the Patterson Fund shall be authorized to the Treasurer by the Board acting upon the advice of the Patterson Fund Committee.

**Section 7.** Additional committees which the Board deems necessary for the proper operation of the Section shall be appointed by the Chair.

**Section 8.** The Immediate Past Chair shall serve as Chair of the Program Committee. The other members of this Committee will be the Chair and Chair-Elect.

**Section 9. a.** The Section may affiliate with an organization composed of scientific, engineering, and/or technical societies operating within the territory of the Section, provided that the objects and activities of the organization are not in conflict with the Charter, Constitution, or Bylaws of the SOCIETY. Affiliation shall require approval by the membership of the Section according to a procedure identical to that outlined for amendments elsewhere in these bylaws.

**b.** The Section shall be affiliated with the Affiliate Societies Council of the Engineering and Science Institute of Dayton so long as that affiliation shall be consistent with the provisions of this section of this bylaw.

**c.** The Section may, by vote of the membership and according to the procedures outlined for amendments elsewhere in these bylaws, dissolve any affiliation.

#### **BYLAW V—Terms of Office**

**Section 1. a.** The Chair-Elect shall serve in sequence one year as Chair-Elect, one year as Chair, and one year as Immediate Past Chair, with each term of office beginning on January 1.

**b.** The Secretary and Treasurer shall serve two-year terms of office beginning on January 1 following their elections. The election of these two offices will be held in alternate years from each other; the Secretary in odd-numbered years and the Treasurer in even-numbered years.

c. The Councilors and Alternate Councilors shall serve terms of office of three years, beginning on January 1 following their elections.

d. All those elected shall serve for the period specified or until their successors have been elected and qualify.

e. MEMBERS serving in any elective position may be elected to any office, provided their present term of office will have expired before their assumption of the new office, or provided they resign from office on consenting to become candidates for the new office.

**Section 2.** In the event of a vacancy in the office of Chair, the Chair-Elect shall assume the added duties of Chair for the unexpired term, but that individual shall have only one vote on the Board and on the Executive Committee.

**Section 3. a.** Should the office of the Immediate Past Chair become vacant, no replacement shall be appointed; thus, the composition of the Board and the Executive Committee shall be reduced by one.

b. If any other office be vacated, the Board shall fill the office by appointment. Such appointee shall serve through December 31.

c. In the event the office of Chair-Elect is filled by interim appointment, the Section shall elect both a Chair and a Chair-Elect at its next annual election.

#### **BYLAW VI—Manner of Election**

**Section 1. a.** At or prior to the May meeting of the Section or May 15, whichever is earlier, the Executive Committee shall appoint and announce a Nominating Committee consisting of three members who are not officers, Councilors, or Alternate Councilors of the Section.

b. The Chair shall appoint a Tellers Committee of three members who are not officers or Councilors, members of the Nominating Committee, nor candidates, and shall announce the composition of the Committee in the mailing with the election materials.

**Section 2. a.** The Nominating Committee shall nominate at least one MEMBER of the Section for each of the offices to be filled.

b. Not later than August 15, the Nominating Committee shall report to the Chair and to the Secretary its list of candidates. This list shall be announced to the membership by bulletin or by a special mailing to be put into the mail not later than September 1. This announcement shall also state the number of signatures required for petition nomination of other candidates.

c. Members may make nominations by filing with the Secretary not later than October 1 written petitions bearing signatures of 5% or more of the members of the Section. Any MEMBER of the Section shall be eligible for office.

**Section 3. a.** The Chair-Elect, Secretary, Treasurer, Councilors, and Alternate Councilors shall be elected by secret ballot. The balloting materials shall be prepared by the Secretary. There shall be a plain sealable envelope to contain the ballot, an envelope pre-addressed to the Secretary, and balloting instructions. On a separate sheet from the ballot, the following information shall be provided concerning the candidates to be elected. A standard form may be used to secure this information from the candidates. It is the responsibility of the Chair of the Nominating Committee to inform the candidates of the need for biographical information. It is the further responsibility of the Secretary to provide the candidate with a form requesting the following information and to attempt to obtain this information from all candidates by October 12:

1. Name
2. Position, title, and place of employment
3. Educational information—Degree(s), institution(s), field of degree(s), date(s)
4. Professional society affiliation(s), office(s) held, date(s), services to ACS
5. Statement, not to exceed 100 words (optional)

b. No nominees shall be placed on the ballot unless they have affirmed their willingness to serve if elected.

c. The order of candidates for each position on the ballot shall be by lot.

d. The Secretary shall place the election materials in the mail to members before October 16. A separate first-class mailing shall be used.

**Section 4. a.** Balloting shall be conducted according to Robert's Rules, using the preferential voting procedure described therein.

b. Delivery of the sealed ballot to the Secretary shall be effected at or before the November meeting, which shall be at least three (3) weeks after the date of mailing of the ballots by the Secretary.

c. The Secretary shall retain the pre-addressed envelopes and inform the Tellers Committee of the number of valid and invalid envelopes.

**Section 5. a.** The first order of business at the election meeting shall be a last call for ballots, after which all ballots shall be turned over to the Tellers Committee and balloting declared closed.

b. Counting of votes shall be completed during the election meeting.

c. On delivery of the Tellers' report to the Chair at the election meeting, the Chair shall inform the assembly of any previously submitted questions concerning the election, shall ask for questions from the floor, and if there are none, shall announce the candidates for each office receiving the greatest number of votes. In the event of a tie vote for any elective office, the Executive Committee shall select from among the tied candidates. The Chair shall declare those candidates duly elected and shall instruct the Secretary to forward the results with appropriate certification to the SOCIETY.

d. The Secretary shall notify those elected and shall transmit the names of all newly elected officers, Councilors, and Alternate Councilors to the Executive Director of the SOCIETY as required by the SOCIETY.

e. The Secretary shall hold the counted ballots for two months unless directed by the Board to hold them longer.

f. The counted ballots may be examined by the Board or by any Section member in the presence of any two non-candidate members of the Board after approval of the Board. An inspection of the ballots shall be recorded by the Secretary.

**Section 6. a.** Any challenge of an election shall be communicated in writing to the Secretary, postmarked or hand-delivered not later than one week after announcement of the election results.

b. Disputes concerning elections shall be resolved by the Board, unless the complainant requests, or the membership directs, that a special meeting of the Section be held to resolve the problem.

c. Should new elections be scheduled to replace the disputed election, no candidate may be deleted from the ballot except for inability or unwillingness to serve.

## **BYLAW VII—Recall of Elected Officials**

**Section 1.** The elected officials of the Section (officers or elected Executive Committee members) are subject to recall for neglect of duties or conduct injurious to the SOCIETY.

**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 (5) voting members of the Section. In the event the Chair is the official in question, the Chair-Elect shall receive the petition and shall assume the duties of the office of 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 present the issue to the Executive Committee as a new business item at the next Executive Committee meeting.

**a.** The Executive Committee shall promptly continue the recall process or dismiss the petition as ill-founded or find an alternative solution to the problem. The Chair shall promptly inform the petitioners and the official of the decision of the Executive Committee.

**b.** If the proceedings continue, the Chair shall assign the duties of the official to another qualified member of the Section until the issue is resolved.

**c.** If the proceedings continue, the official shall be offered an opportunity to answer the allegations in the petition before the Executive Committee.

Every reasonable effort shall be made to contact the official throughout this procedure. That effort shall include a certified letter to the last known address on the official SOCIETY membership rolls. Upon notification, the official shall have thirty (30) days to make a written response to the allegations. The Executive Committee shall decide whether 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 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 of the Executive Committee.

**d.** If the proceedings continue, the official shall choose one of the following options:

**1.** The official may resign.

**2.** The official may request a recall vote in the same manner as the original election, which must be consistent with the Section bylaws. The voting membership 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 given to the voting membership before the vote is taken.

**3.** The official may request a hearing and a recall vote by the remaining members of the Executive Committee. A two-thirds (2/3) vote of the remaining members of the Executive Committee shall be required to recall the official.

**4.** 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 membership of the Section and the Executive Director of the SOCIETY shall be informed of the results of the recall process and the replacement of the official.

### **BYLAW VIII—Duties of Officers, Executive Committee, and Board of Directors**

**Section 1.** The duties of the officers shall be those customarily performed by such officers, together with those responsibilities prescribed by the Constitution and Bylaws of the SOCIETY and by these bylaws, and other duties that may be assigned by the Board.

**Section 2. a.** The Chair of the Section shall serve as Chair of the Executive Committee and of the Board and shall appoint committee chairs authorized in these bylaws or by the Board.

**b.** The Chair shall serve as an *ex officio* member of all committees except the Nominating and Tellers Committees.

**Section 3. a.** The Executive Committee shall administer all routine matters in connection with the operation of the Section. Bills for regular continuing activities which have been budgeted previously may be paid by the Treasurer without approval. Nonroutine expenditures shall require authorization of the majority of the Board. Such authorization may be achieved electronically.

**b.** The Executive Committee shall arrange the agenda for Board meetings and meetings of the membership and shall perform such other duties as may be delegated to it by the Board.

**Section 4.** The Board shall be the governing body of the Section with authority to conduct the affairs of the Section in accordance with the Constitution and Bylaws of the SOCIETY and these bylaws.

### **BYLAW IX—Meetings**

**Section 1.** The Section shall hold not less than four regular meetings each year, at places designated by the Executive Committee. One of the regular Section meetings shall be in November. Notice of all meetings shall be sent to each member and affiliate of the Section.

**Section 2.** The Executive Committee may call special meetings of the Section, and it shall do so at the written request of 5% or more of the members of the Section. Notice of a special meeting must be mailed at least seven (7) days before the meeting, and it must state the exact nature of the business to be considered.

**Section 3.** A quorum for transaction of business at a Section meeting shall consist of 15 members of the Section. No business shall be transacted in the absence of a quorum.

**Section 4.** The Board shall meet at least four times annually, with at least one meeting per quarter, at the call of the Chair or at the request of a majority of the members of the Executive Committee.

**Section 5.** The Executive Committee shall meet as often as necessary to conduct its business. Business of the Executive Committee which is of an urgent nature may be conducted by telephone or electronically.

#### **BYLAW X—Finances**

**Section 1.** National Affiliates and all members of the Section, except members in emeritus status of the SOCIETY, may be requested to pay voluntarily annual Local Section dues, which may be set by the Board.

**Section 2.** The annual dues of Local Section Affiliates shall be set by the Board in accordance with the Constitution and Bylaws of the SOCIETY. At the discretion of the Board, Student Affiliates of the SOCIETY may be enrolled as Local Section Affiliates without the payment of additional dues.

**Section 3.** The Section may receive gifts only upon approval for each case by the Board. The use of gifts shall be as directed by the Board.

**Section 4.** The Treasurer shall report on the financial status of the Section to the Board at each Board meeting.

**Section 5.** In December of each year, the Chair shall appoint an Auditing Committee to examine the books and accounts of the Treasurer, which shall report to the Section at the first meeting of the new year. At the discretion of the Executive Committee, a professional auditor may be engaged.

#### **BYLAW XI—Patterson-Crane Award**

The Patterson-Crane Award shall be given in conjunction with the Columbus Section. The Award shall be given in odd-numbered years to an individual who has made outstanding contributions in the area of chemical documentation. A committee of three members of the Dayton Section (appointed by the Dayton Section Board of Directors), three members of the Columbus Section, and the Chair of the Division of Chemical Information (or a designated alternate) shall constitute the Selection Committee to choose the recipient. Details of the award procedure, including the portion of the expenses charged to the Dayton Section, are governed by the legal agreement drawn up and passed by the Boards of Directors of the Dayton and Columbus Sections. The Award and the administrative cost charged to the Dayton Section shall be provided from income derived from the Patterson Fund (formerly the Patterson Award Fund) or from the corpus of said fund, which was established from donations of the A. M. Patterson family and friends of the Dayton Section. The Board of Directors of the Section shall be charged with preserving and increasing the corpus of the Fund. At the discretion of the Board, income in excess of that needed to adequately fund the Patterson-Crane Award may be used in funding the Patterson College and High School Awards. The former will consist of grants-in-aid made to outstanding junior-year college chemistry majors at colleges in the Dayton Section area. The

latter will consist of three cash awards to the top performers in the annual Patterson High School Awards competition and recognition plaques to the top performers from each participating school.

### **BYLAW XII—Communications Among the Members**

**Section 1.** The Board shall have the authority to determine what material shall be published in the *Bulletin* or other publication sent to the membership in the name of the Section. Selection of material to be published may be delegated to the Publication Editor to the extent determined by the Board.

**Section 2.** A summary of the actions taken at general Section meetings and Board meetings shall be communicated to the membership.

**Section 3.** Use of the Section's mailing list by groups or individuals other than those of the Section shall be controlled by the Board. Such use shall normally be accomplished by authorizing the mailing agent of the Section to process the mailing pieces. Any commercial use of the Section's mailing list is expressly prohibited.

**Section 4.** Members of the Section and groups of members, on application to the Board, shall be permitted to use the Section mailing list for purposes consistent with the objects of the Section. Such use shall be at their own expense.

### **BYLAW XIII—Change in Number of Councilors**

**Section 1.** If the Section is authorized an increase in the number of Councilors, the additional Councilors and Alternate Councilors shall be elected by regular or special election.

**Section 2.** If the Section suffers a decrease in the number of Councilors, and notification thereof is received in the last year of a Councilor's term, no replacements shall be elected for Councilor or Alternate Councilor in the year.

#### **BYLAW XIV—Amendments**

**Section 1.** Proposed amendments to these bylaws shall first be submitted in writing to the Board. If approved by a majority of the Board, the Secretary shall furnish all members of the Section with copies of proposed amendments with the next notice of a meeting of the Section.

**Section 2.** Proposed amendments not approved by the Board within 60 days after submission may be brought to a vote of the membership by a petition signed by 5% or more of the members of the Section.

**Section 3.** At the second meeting of the Section after notice of proposed amendments is given, the amendments will be adopted if they receive affirmative votes of two-thirds (2/3) of the members present.

**Section 4.** 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 in the amendment.

#### **BYLAW XV—Dissolution**

Upon the dissolution of the Local 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.