



***BYLAWS OF THE
SOUTHERN ARIZONA SECTION
OF THE
AMERICAN CHEMISTRY SOCIETY**

**BYLAW I
Name and Identity**

Section 1. Name

The name of this organization shall be known as the Southern Arizona Section, hereinafter referred to as the "Section", of the AMERICAN CHEMICAL SOCIETY, hereinafter referred to as the "SOCIETY".

Section 2. Territory

The territory of the Section shall be that assigned to it by the SOCIETY and with the headquarters in Tucson, Arizona.

Section 3. Relationship of Section to SOCIETY

The Section operates within the Constitution and Bylaws of the SOCIETY. In any matter of apparent conflict between these bylaws and the Constitution and Bylaws of the SOCIETY, the latter shall take precedence and where possible, these bylaws shall be construed in a way to conform to the Constitution and Bylaws of the SOCIETY. In all matters not specifically treated in these bylaws, the Constitution and Bylaws of the SOCIETY shall apply. Following the Constitution of the SOCIETY, the Section basis for reporting and fiscal accounting shall be the calendar year.

Section 4. Subsections and Groups

The Section may organize within itself one or more units, or subsections (which shall be based on geographical considerations), or one or more groups (which shall be based on subjects). Each subsection will operate within the Section bylaws and operating guidelines where applicable.

***Effective November 20, 2008.** Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the AMERICAN CHEMICAL SOCIETY.

Section 5. Cooperation with Other Organizations

The Section may cooperate or have informal liaison efforts with other local and general scientific and technical associations, groups and societies, providing such relationships conform to the Constitution, Bylaws or Regulations of the SOCIETY and do not involve a formal affiliation agreement.

BYLAW II Objects

The objects of the Section are:

- a. to promote chemistry and its role in society to the local community and its leaders;
- b. to provide a means of professional interaction and networking among Section members. In addition, the purposes of the SOCIETY as defined in the Constitution (Article II) shall serve as a general guide for Section activities.

BYLAW III Members and Affiliates

Section 1. Membership

A member of the Section is a SOCIETY member assigned by the SOCIETY to the Section (the term "member" includes MEMBERS and STUDENT MEMBERS). A STUDENT MEMBER is a student who is an undergraduate actively working toward a degree, and a MEMBER is everyone else that qualifies for membership.

Section 2. Types of affiliates

There are two types of affiliates: a) Society Affiliates are established by the SOCIETY, and b) Local Affiliates are approved by the Executive Committee and are individuals whose interests conform to the interests and objects of the Section but who may not be eligible for SOCIETY membership.

Section 3. Rights and Obligations of Affiliates

Affiliates may fully participate in Section programs and committees and receive all announcements and other publications. Local affiliates must meet the relevant financial obligations of the position, cannot represent themselves as a member of the Section of the SOCIETY, and cannot vote for or hold elective positions, vote for bylaws revisions, or serve on the Section's Executive Committee.

BYLAW IV Organization

Section 1. Officers

The officers of the Section shall be a Chair, Chair-Elect, Secretary, and Treasurer. The duties shall be those such as usually pertain to the offices they hold.

Section 2. Councilors

The Section shall elect Councilors and Alternate Councilors as provided in the Constitution and Bylaws of the SOCIETY. The number of Councilors is set by the SOCIETY based on Section size.

Section 3. Executive Committee

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 and Alternate Councilors, and the committee chairs. The Chair may appoint up to three Members-at-Large after consultation with the Executive Committee. The Chair shall serve as Chair of the Executive Committee.

Section 4. Operating Guidelines

The Section will prepare a set of "Operating Guidelines" to guide the efficient and effective operation of the Section. These guidelines will contain topics such as committees and position descriptions, and will be reviewed periodically and approved by the Executive Committee.

Section 5. Qualifications

All Officers, Councilors, Alternate Councilors and other persons elected by the membership shall be chosen from Section members except that STUDENT MEMBERS can hold any elective office except Councilor or Alternate Councilor.

BYLAW V Elections

Section 1. Officers

Elected officers of the Section shall serve for a term of one year beginning January 1 and shall serve until relieved by their successors. Upon completion of their respective terms in office, the Chair-Elect shall succeed to the office of Chair, but this succession shall require the confirmation of the membership of the Section at the annual election by a majority vote of the ballots cast. In the event such succession is not confirmed, the Section shall elect a Chair by the regular procedure at the earliest possible date.

2. Councilors and Alternate Councilors

Councilors and Alternate Councilors shall be elected for a term of three years (as provided in the SOCIETY Bylaws) beginning January 1 and shall serve until relieved by their successors.

Section 3. Vacancies

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. All other vacancies of officers shall be filled by the Executive Committee at its discretion by interim appointment for the period up to the next annual election, at which time the Section shall elect a member to fill out the unexpired term, if any. In the event the office of Chair-Elect is filled by such interim appointment, the Section shall choose both a Chair and Chair-Elect at the next annual election. Councilors are a special case. If a vacancy exists and the elected Councilor or Alternate Councilor cannot attend a Council meeting, the Local Section (Chair with concurrence of other officers) can appoint a MEMBER as Temporary Substitute Councilor only for that meeting, provided 15 days notice is given to the Executive Director of the SOCIETY.

Section 4. Nominations

A Nominating Committee will be appointed in May and shall develop a slate of at least one nominee for each office and open Councilor and Alternate Councilor position. Members of the Nominating Committee shall be eligible for nomination, except that only MEMBERS can be nominated for Councilor and Alternate Councilor. Provision shall be made for suggestions to the Nominating Committee from the Section members either at a meeting, by mail, e-mail, or equivalent form of notification (including by a newsletter announcement). An alternative method for formal nominations for inclusion on the ballot may come from the membership using the above procedure but each name included on the ballot through this process shall have a written endorsement (or nominating petition) of at least 10 members. No name shall be placed in formal nomination by any means without the prior consent of the nominee. The final list of nominees should be completed by the Nominations Committee between September 1 and October 1 and shall be approved by the Executive Committee.

Section 5. Ballots and Voting

All Section members can vote. All names of nominees shall be arranged alphabetically by office on the ballot. Balloting may be carried out in such a manner that ballots are distributed to members at least three weeks prior to the date on which balloting is to close, and all details of balloting shall be completed within the period October 1 to November 15, inclusive. When multiple candidates are nominated for a position, a preference ballot shall be used (as defined by *Robert's Rules of Order Newly Revised*) and a majority of the vote is sufficient for election of the candidate. If there is a tie vote, it shall be resolved by a majority vote of the Executive Committee. Votes will be tabulated and certified by a two-person committee appointed by the Chair; nominees on the ballot are not excluded as possible vote counters.

BYLAW VI Recall of Elected Officials

Section 1. The elected officials of the Section (Officers or elected Executive Committee Members but not Councilors or Alternate Councilors) 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 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 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 vote of the remaining members.

- 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 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 VII Committees

The Section Executive Committee shall establish the appropriate committees, along with their duties and responsibilities, for efficient and effective management of the Section by following the Section's "Operating Guidelines", which are described elsewhere in these bylaws.

BYLAW VIII Meetings

Section 1. Regular Meetings

The Section shall hold no fewer than two regular meetings each year at times and places designated by the Executive Committee. A regular meeting can be a business meeting, a programmatic meeting, or a combination of business and programmatic.

Section 2. Special Meetings

The Section may hold special meetings at the call of the Executive Committee. In addition, the Executive Committee shall also call a special meeting of the Section upon written petition of 25 members of the Section. The notices of all special meetings shall state the exact nature of the business to be transacted and no other business shall transpire at such meetings.

Section 3 . Executive Committee

The Executive Committee shall meet no fewer than two times a year and shall meet upon due notice to the Executive Committee members at the call of the Chair or at the request of a majority of the members of the Committee. 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.

Section 4. Meeting Notices

Due notice of all regular meetings shall be sent to each member and affiliate of the Section no later than one week prior to the date of such meeting. Notice of special meetings shall be sent at

least two weeks prior to the date of such meetings. Executive Committee meeting notices will be sent to Executive Committee members under the conditions approved by the Executive Committee.

Section 5. Quorum

A quorum for regular and special meetings of the Section shall consist of two percent of the members of the Section. The quorum for the Executive Committee is a majority of the members. In the absence of a quorum, no formal business actions shall be taken.

Section 6. Order of Business

At regular meetings of the Section, the order of business shall be determined by the presiding officer, except that the order of business at any particular meeting may be established without question by a majority vote of the members present.

BYLAW IX **Finances**

Section 1. Dues Collected by the SOCIETY for the Section

All assigned Society Affiliates and members of the Section, except members in emeritus status of the SOCIETY, may be assessed such annual Local Section dues on a voluntary basis. The amount of voluntary Section dues is set by the Executive Committee and recommended to the SOCIETY for implementation. Such dues shall be used to defray the ordinary operating expenses of the Section and for the conduct of its routine business, and are collected by the SOCIETY and provided to the Section.

Section 2. Special Assessments

Special assessments for other than ordinary expenses must first be approved by the Executive Committee and then approved by the majority of members voting at a Section meeting. The meeting requires an official notice in which the nature of the proposed assessment is clearly stated; the notice must also state that the proposal would be acted upon at the meeting. These Special Assessments will be on a voluntary basis for Section members.

Section 3. Local Affiliates

The annual dues of Section Affiliates shall be set by the Executive Committee, provided that such dues shall be at least the minimum set by the SOCIETY and comparable to the dues of Section members. Failure to pay such dues in advance shall automatically terminate the affiliation.

Section 4. Accounts and Accounting

The Section can organize its financial accounts appropriate to its needs. A year-end financial accounting will be given to the Executive Committee and an annual financial report, as part of

the Section Annual Report, shall be given to the SOCIETY. The Executive Committee may set additional financial reporting dates for Section use.

BYLAW X Amendments

Section 1. Initiation

A proposed amendment to these bylaws can be initiated by the Executive Committee or be submitted in writing to the Executive Committee. Upon approval by a majority of the Executive Committee, or upon receipt of written petition signed by 15 members of the Section, the suggested changes will be sent to the SOCIETY for review. After any appropriate local revisions, made in concert with those who signed the petition if that was the initiation process, the Executive Committee will prepare the amendments for voting by the membership.

Section 2. Voting

A printed or electronic ballot, or equivalent form of balloting, including a ballot in a newsletter, shall be sent to all members; the ballot will include reference to an electronic source for relevant background information. Prior to balloting, at least one regular meeting will have an agenda item for relevant discussion, with that meeting scheduled after the announcement about the amendment actions has been received by Section members. Complete details of the rationale for the amendment, the current bylaws, and the suggested amended bylaws will be posted on the Section's web page (or other appropriate electronic access option). Provision shall be made for a paper copy of these materials to be sent to members requesting such a copy. A two-thirds majority of the ballots cast for the changes shall be required for adoption. The amendment is transmitted to the SOCIETY's Executive Director and reviewed by the Committee on Constitution and Bylaws; it shall become effective upon approval by the Committee on Constitution and Bylaws, acting on behalf of the SOCIETY, unless a later date is specified.

BYLAW XI Parliamentary Authority

The rules of order in the conduct of all Section meetings will be the latest edition of *Robert's Rules of Order Newly Revised*, except when they are inconsistent with the bylaws of the Section or those of the SOCIETY.

BYLAW XII Dissolution of 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.