



**\*BYLAWS OF THE  
UNIVERSITY OF ARKANSAS SECTION  
OF THE  
AMERICAN CHEMICAL SOCIETY**

**BYLAW I  
Name**

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

**BYLAW II  
Purposes**

Section 1. The Purposes of the Section shall be those of the SOCIETY as stated in the ACS Governing Documents, which consist of the Charter, Constitution, Bylaws, Standing Rules, Schedule of Membership, and Regulations. In particular, the Purposes shall be to encourage and advance chemistry in all of its branches; and by and by its meetings, reports, papers, discussions, and publications, to promote scientific interest and inquiry.

Section 2. Nothing in these bylaws shall be inconsistent with the ACS Governing Documents.

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**

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\*Effective November 15, 2023. 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/govdocs](http://www.acs.org/govdocs)).

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 ACS Governing Documents.

Section 2. STUDENT MEMBERS shall be entitled to all privileges of membership except that of holding an elective position of the SOCIETY and serving as an officer of the Section. A STUDENT MEMBER may not serve as a Councilor, Alternate Councilor, or the Temporary Substitute Councilor, and may not hold an elective position of the Section as noted elsewhere in these bylaws. A STUDENT MEMBER may not be appointed as a committee chair.

Section 3. Society Affiliates may be assessed dues in the amount specified by the Executive Committee. A Society Affiliate may not (1) hold an elective position, (2) vote on Articles of Incorporation and bylaws of the Section, (3) vote for the Councilor(s) or Alternate Councilor(s), (4) serve as a voting member of the Executive Committee, (5) may not vote for an elective position of the Section, or (6) may not be appointed as a committee chair.

Section 4. Members and Society Affiliates shall have such rights and privileges as accorded to them by the ACS Governing Documents and these bylaws.

#### **BYLAW V** **Officers, Executive Committee, and Councilor(s)**

Section 1. The officers of the Section shall be MEMBERS of the SOCIETY and the Section, and shall consist of the Chair, Chair-Elect, 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 ACS Governing Documents and these bylaws. The Executive Committee shall consist of the officers of the Section, Councilor(s), and Alternate Councilor(s).

Section 3. The Chair and Chair-Elect shall serve for a term of one year beginning on January 1 or until their successors take office. At the end of the Chair-Elect’s term of office, the Chair-Elect shall succeed to the office of Chair. The Secretary and Treasurer shall serve for a term of one year beginning on January 1 or until their duly elected successors take office. With the exception of the Chair and Chair-Elect, the incumbent of any position is eligible for reelection. The Chair is not eligible to serve in the position of another Section officer until the end of the term as Immediate Past Chair.

Section 4. The duties of the officers shall be such as usually pertain to their offices, together with those required by these bylaws and by the ACS Governing Documents, 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, and to appoint, with the approval of the Executive Committee, all committee chairs and others serving on committees, as provided elsewhere in these bylaws, and to carry out the duties required by these bylaws and the ACS Governing Documents.

- b. The duties of the Chair-Elect 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 Chair-Elect.
- c. The duties of the Secretary shall be to 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 submit a report to the Section at its annual meeting, and to carry out the duties required by these bylaws and the ACS Governing Documents. The Secretary shall preside over meetings in the absence of both the Chair and Chair-Elect.
- 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 ACS Governing Documents.

#### Section 5. Vacancies

- a. In the event of a vacancy in the office of Chair, the Chair-Elect shall assume the duties of Chair for the remainder of the term. In such case, the Chair-Elect moving into the position of Chair shall also hold that position during the normal term as Chair as part of the leadership transition.
- b. All other vacancies, except for Councilor(s) and Alternate Councilor(s), 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 Chair-Elect shall not automatically succeed to the office of Chair. At the next election, both a Chair and a Chair-Elect shall be elected.

#### Section 6. Councilor(s), Alternate Councilor(s), and Temporary Substitute Councilor

- a. The Section shall have Councilor(s) and Alternate Councilor(s) as provided in the ACS Governing Documents. The Section's Councilor(s) and Alternate Councilor(s) shall carry out those duties assigned to them by the ACS Governing Documents. In particular, the Councilor(s) (or Alternate Councilor(s) 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. Councilor(s) and Alternate Councilor(s) shall be elected by ballot from among the MEMBERS for three-year terms beginning January 1. Reelection is permissible. Councilor(s) shall be elected in separate years, whenever possible, to provide for a rotation of terms in accordance with the ACS Governing Documents. 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 Councilor(s) 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 ACS Governing Documents.
- e. The Executive Committee shall designate one or more Councilor(s) to be disqualified under provisions of the ACS Governing Documents for reallocation of Councilor(s) among the Sections.
- f. Any vacancy in the position of Councilor or Alternate Councilor shall be filled for the remainder of the unexpired term at the time of the next annual election. The vacancy may be filled by a special election; by appointment by the Executive Committee until the next annual election; or as described elsewhere in the ACS Governing Documents and in these bylaws.

## **BYLAW VI**

### **Manner of Election**

Section 1. The election of officers shall be conducted either by a ballot distributed to the members of the Section in accordance with the ACS Governing Documents and these bylaws, or at a regular meeting of the Section provided there is a quorum present as described elsewhere in these bylaws. Councilor(s) and Alternate Councilor(s) shall be elected by a ballot distributed to all members of the Section; affiliates may not vote for Councilor(s) and Alternate Councilor(s).

#### Section 2. Nominations

- a. Prior to September 1, the Secretary shall notify the Executive Committee and the Nominating Committee, as described elsewhere in these bylaws, of the elective positions to be filled. The Executive Committee may decide that for Councilor(s), the candidate(s) with the majority of votes shall be declared elected as Councilor(s); the candidate(s) with the next largest number of votes shall be declared elected as Alternate Councilor(s). The Nomination Committee shall be promptly notified of such a decision.
- b. In October of each year, the Nominating Committee shall report to the membership its list of nominees for each office, and for Councilor(s) and Alternate Councilor(s).
- c. Prior to October 15, any member of the Section may, in writing or from the floor at a meeting to conduct governance business, nominate additional candidates for office, provided that the candidates are MEMBERS of the Section for officers and Councilor(s) and Alternate Councilor(s), as required elsewhere in these bylaws. To go forward, the nomination must be seconded by a member of the Section. Nominations so made shall be equally valid as those from the Nominating Committee. All candidates nominated shall have indicated willingness to serve if elected.

Section 3. When a ballot (either electronic or paper) is used, the candidates for each office and for Councilor(s) and Alternate Councilor(s) shall be listed in an order to be selected by lot. The ballot shall be distributed by November 1 to eligible voters as noted above. Affiliates may not vote for Councilor(s) and Alternate Councilor(s). The ballot shall provide for a write-in candidate for each position to be filled. A paper ballot shall be provided to any eligible voter who requests it.

Section 4. The ballots shall be tabulated and validated not later than November 15. The candidate for each position receiving the largest number of votes shall be declared elected. 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 5. The results shall be announced by the Section Chair or the Chair's designee as soon as possible after the election. The results shall be certified to the Chief Executive Officer of the SOCIETY not later than December 1.

Section 6. In accordance with the ACS Governing Documents, 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 VII Committees**

Section 1. The Executive Committee shall establish committees as necessary for the proper operation of the Section. Any individual serving on a committee shall be a member or affiliate of the Section as provided elsewhere in these bylaws.

Section 2. The Section shall have the following standing committee: Nominating.

## **BYLAW VIII 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 Section shall hold at least one meeting annually to conduct governance business; however, this requirement may be modified by the Executive Committee.

Section 2. The Chair 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 Chair, 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, and for voting members to vote as needed.

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. 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 10 members of the Section. No governance business shall be conducted in the absence of a quorum.

Section 7. The fee for registration at any special meeting shall be decided by the Executive Committee.

Section 8. 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.

## **BYLAW IX** **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 emeritus members.
- b. Society Affiliates may be assessed annual dues in an amount set by the Executive Committee.

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 ACS Governing Documents.

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 X** **Amendments**

Section 1. A petition to amend the bylaws may be initiated by the Executive Committee or by a petition signed by at least 15 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 revised bylaws shall then be submitted to the Section members for adoption. This may be accomplished at a business meeting of the Section provided that a minimum of four 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 15 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 the votes cast shall be required to approve the amendment. This may be done at a Section meeting to conduct governance business 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 thirty days 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 XI** **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, that is dedicated to the perpetuation of Purposes 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 1986 as amended or under such successor provision of the Code as may be in effect at the time of the Section's dissolution.