



***BYLAWS OF THE
BATON ROUGE SECTION
OF THE
AMERICAN CHEMICAL SOCIETY**

**BYLAW I
Name**

Section 1. This organization shall be known as the Baton Rouge Section (hereinafter referred to as the "Section") of the American Chemical Society (hereinafter referred to as the "SOCIETY"). The Section is incorporated under the laws of the State of Louisiana.

**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.

**BYLAW III
Headquarters**

The Section shall have its headquarters at Baton Rouge, Louisiana.

**BYLAW IV
Territory**

Section 1. The territory of the Section shall be that assigned to it by the SOCIETY.

*Effective March 3, 2011. Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the AMERICAN CHEMICAL SOCIETY. (C&B: bylaws@acs.org; www.acs.org/bulletin5)

BYLAW V
Members and Affiliates

Section 1. The rolls of the Section shall include those MEMBERS, STUDENT MEMBERS and Society 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 in accordance with the provisions of the Constitution and Bylaws of the SOCIETY.

Section 3. MEMBERS, STUDENT MEMBERS, Society Affiliates and Local Section Affiliates shall have such rights and privileges as are accorded them by the Constitution and Bylaws of the SOCIETY. Society 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 voting members of the Board of Directors, hereinafter called the “Executive Committee”.

BYLAW VI
Organization

Section 1. The officers of the Section shall be a Chair (President), Chair-Elect (Vice President), Immediate Past Chair, Secretary, and Treasurer. The offices of Secretary and Treasurer may be held by the same person. In addition, the membership shall elect three Members-at-Large to serve on the Executive Committee.

Section 2. The Section shall have Councilors and Alternate Councilors as provided in the Constitution and Bylaws of the SOCIETY.

Section 3. The Executive Committee (Board of Directors) shall consist of the officers of the Section, the Members-at-Large, and in a non-voting capacity, the Councilors and the Alternate Councilors. The Councilors or Alternate Councilors may concurrently serve as officers or Members-at-Large. A voting member of the Executive Committee is entitled to only one vote, regardless of the number of categories under which he/she may serve.

BYLAW VII
Executive Committee: Manner of Election and Terms of Office

Section 1. The complete management and corporate powers of the Section shall be vested in the Executive Committee, comprised of the Chair, Chair-Elect, Immediate Past Chair, Secretary, Treasurer, and three Members-at-Large. The membership shall elect the following members to the Executive Committee for the terms listed, except that the Chair-Elect automatically advances to Chair.

Chair	1 year
Chair-Elect	1 year
Immediate Past Chair	1 year
Secretary	1 year
Treasurer	1 year
Members-at-Large (3)	3 years each

The Members-at-Large shall be elected for three-year terms and their terms shall be staggered so that one will be elected each year. Upon completion of the Chair's term of office, the Chair-Elect shall succeed to the office of Chair. The Chair-Elect shall normally be a member of the Executive Committee for three years as Chair-Elect, Chair, and Immediate Past Chair.

Only MEMBERS shall be eligible to hold elective office. Officers shall assume duties on January 1. If the Chair is unable to perform the duties in the case of absence, death, or disability, the Chair-Elect shall assume the duties of the Chair.

Section 2. The number of Councilors designated by the SOCIETY, and a like number of Alternate Councilors shall be elected for a term of three years. The initial years of the terms of both Councilors and Alternate Councilors shall be set by the Executive Committee to produce rotation. The Councilors and Alternate Councilors shall assume duties on January 1.

Section 3. In the event of a vacancy in the office of Chair, the Chair-Elect shall assume the added duties of the Chair for the unexpired term. Vacancies of other officers and Members-at-Large shall be filled by the Executive Committee from among the MEMBERS by interim appointment for the period up to the next annual election, at which time the Section shall elect a MEMBER to complete the unexpired term, if any. In the event the office of Chair-Elect is filled by such interim appointment, the Section shall elect both a Chair and a Chair-Elect at its next annual election.

Section 4. In the event of a vacancy in the office of Councilor or Alternate Councilor, the vacancy shall be filled by the Executive Committee from among the MEMBERS by interim appointment for the period up to the next annual election, at which time the Section shall elect a MEMBER to complete the unexpired term, if any.

Section 5. Prior to October 1 in each year, a Nominating Committee consisting of not less than three members shall be appointed by the Chair to provide nominees for those elective positions in which a vacancy will occur. The Chair will designate one member as the Chair of the Nominating Committee. The committee shall nominate one or more MEMBERS for each position. With the exception of the Chair and Chair-Elect, the incumbent of any elective position may be renominated. If the Chair-Elect has advanced to Chair due to a vacancy in the Chair's position, he/she shall be renominated as Chair to continue in office. Similarly, a Chair Elect who was appointed to fill a vacancy shall be renominated. The nominations shall be presented in the newsletter, website, and at membership meetings. Additional nominations may be made from the floor or by mail to the Chair prior to October 15. Such nominations shall require a second from another MEMBER.

Section 6. The annual election of the Executive Committee, Councilors, and Alternate Councilors shall take place between October 1 and November 30. The Chair shall appoint an Election Committee Chair who may recruit other MEMBERS to serve on the Election Committee. The Election Committee shall establish balloting procedures that are open to all eligible members and that are anonymous, prevent fraud, and allow the timely reporting and archiving of balloting results.

A person must receive a plurality of the returned votes to be elected. The Election Committee shall certify the results of the election in accordance with the SOCIETY'S Bylaws. The election results shall be announced in the newsletter.

Section 7. Tie votes shall be resolved by a vote of the Executive Committee.

Section 8. Failure to elect officials annually shall not dissolve this incorporated Section nor impair its corporate existence or its ability to continue management of the Section. The officials in office at the end of the year shall remain in office until their successors shall be duly elected and installed.

BYLAW VIII

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. Recall procedures are not applicable to Councilors and Alternate Councilors elected by the Section.

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 alternative resolution to the problems 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 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 IX

Duties of Officers

Section 1. The duties of the officers shall be those customarily performed by such officers together with those required by the Constitution and Bylaws of the SOCIETY and such other duties as may be given them from time to time by the Executive Committee.

Section 2. The Chair of the Section shall serve as Chair of the Executive Committee and shall appoint MEMBERS, STUDENT MEMBERS, and/or affiliates to all committees authorized in these bylaws or by the Executive Committee. As Immediate Past Chair, he/she is responsible for the completion of the Section's Annual Report to the SOCIETY for the year in which he/she was Chair.

Section 3. The Treasurer shall be bonded in a suitable manner at the discretion of the Executive Committee.

Section 4. The Treasurer shall receive and deposit all funds paid to the Section in the name of the Section and shall disburse funds of the Section as directed by the Executive Committee.

BYLAW X Committees and Their Duties

The Executive Committee shall establish committees as necessary for the proper operation of the Section. There shall be a Nominating Committee and an Election Committee as provided for elsewhere in these bylaws. Other committees may be appointed from time to time by the Chair.

BYLAW XI Meetings

Section 1. The Section shall hold regular meetings for programs and/or business at places and times designated by the Executive Committee.

Section 2. The Section shall have special business meetings upon the request of a majority of the Executive Committee or upon request of seven percent of the members of the Section. The calls for special meetings shall recite the exact nature of the business intended to be transacted and no other business shall transpire at such meetings.

Section 3. Notice of all meetings will be sent to all members and affiliates of the Section. A quorum for regular and special meetings of the Section shall consist of seven percent of the members of the Section. In the absence of a quorum, regular and special meetings may adjourn to a date to be decided by the Chair of the Section.

Section 4. The Executive Committee shall meet upon due notice at such times and places as may suit its convenience, upon call of the Chair or upon request of a majority of its members.

Section 5. A quorum for the Executive Committee shall consist of a majority of the members of the Committee. In the case of tie votes, the Chair may decide the issue. In the absence of a quorum, the meeting shall adjourn to a date to be decided by the Chair of the Section.

Section 6. The parliamentary procedure for all Section meetings not specifically provided in these bylaws shall be subject to the most recent edition of *Robert's Rules of Order Newly Revised*.

BYLAW XII Finances

Section 1. All MEMBERS, except MEMBERS in emeritus status of the SOCIETY and Society Affiliates, may be assessed such voluntary annual local dues as the Executive Committee may determine.

Section 2. A Local Section Affiliate shall retain affiliate status only so long as payment is made of the current Section dues.

BYLAW XIII

Dissolution

Upon the dissolution of the Section and the discharge of its debts and the settlement of its affairs, 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.

BYLAW XIV

Amendments to Bylaws

Section 1. A proposed amendment shall be first submitted in writing to the Executive Committee. After review by the Executive Committee, the proposed amendment shall be submitted to the SOCIETY's Committee on Constitution and Bylaws for review and comment. When the comments are received, the amended bylaws shall be revised. If approved by the Executive Committee, they shall be resubmitted to the Committee on Constitution and Bylaws, acting for the Council. If requested by the Committee on Constitution and Bylaws, further revisions may be made and approved by the Executive Committee.

Section 2. The Secretary shall distribute the amended bylaws to all members of the Section when notice of the next Section meeting is given. Following announcement of the proposed amendment, the membership may vote on the amendment at the next regular meeting. The amendment will be adopted at the meeting of the Section if it receives an affirmative vote by two-thirds (2/3) of the members present.

Alternatively, a ballot may be used provided that both the current language and the amended language of the affected bylaw(s), together with an explanation of the changes, have been published on the Section website or accompany the ballots. A deadline date, at least three weeks after distribution of the ballots, shall be specified for return of the ballots to the Secretary or other designated official of the Section. The amendment is adopted by an affirmative vote of two-thirds (2/3) of the valid ballots returned.

Section 3. If a proposed amendment is not approved by a majority of the Executive Committee, it may nevertheless, be brought to the members for a vote in an alternative manner. To bring about such a vote, a petition supporting the amendment which has been signed by at least 30 members or five percent of the members of the Section, whichever is larger, must be presented to the Executive Committee. The procedure subsequently followed for general announcement of the amendment and balloting shall be identical to that used for an amendment approved by the Executive Committee.

Section 4. These bylaws may also be amended by action of the Executive Committee when such amendment becomes necessary to conform to changes in the Constitution and Bylaws of the SOCIETY. A notice of such action by the Executive Committee shall be distributed to members of the Section, and the amendment shall become effective upon approval by Committee on Constitution and Bylaws, acting for the Council of the SOCIETY, unless a later date is specified.

BYLAW XV
Effective Date of These Bylaws

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