



***BYLAWS OF THE
CALIFORNIA SECTION
OF THE
AMERICAN CHEMICAL SOCIETY**

**BYLAW I
Name and Identity**

Section 1. This organization shall be known as the California Section of the AMERICAN CHEMICAL SOCIETY Incorporated (hereinafter referred to as the “Section”).

Section 2. Inasmuch as the Section derives from the AMERICAN CHEMICAL SOCIETY, (hereinafter referred to as the “SOCIETY”), as the parent body, chartered by an Act of Congress, the Section is constituted in conformity with the Constitution and Bylaws of the SOCIETY and the Articles of Incorporation of the Section. The Section is incorporated under the laws of the State of California.

**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 and the Articles of Incorporation of the Section. In particular, the objects shall be to include the advancement of all chemical activities; development of social relations among those interested in this science; promotion of general welfare of the members of the Section; cooperation with the SOCIETY and with other local and general technical associations, groups, and societies; advancement of chemistry as a profession; promotion of chemical research; advancement of applied chemistry; advancement of chemical education at all levels, and dissemination of information on subjects appertaining to any of the above-named objects.

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.

***Effective September 27, 2018.** 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 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 the privileges of membership except that of holding an elective position of the SOCIETY and of the Section, except that they may be elected as a Member-at-Large as noted elsewhere in these bylaws. A STUDENT MEMBER may not serve as a Councilor, Alternate Councilor, or the Temporary Substitute Councilor, but they may be appointed as a committee chair.

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. A Local Section Affiliate may not (1) vote for or hold an elective position, (2) vote on Articles of Incorporation and bylaws, (3) vote for Councilor(s) or Alternate Councilor(s), or (4) serve as a voting member of the Executive Committee. Except as mentioned above, a Local Section Affiliate may be appointed as a committee chair.

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

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

BYLAW V
Officers and Their Terms and Duties

Section 1. The officers of the Section shall be MEMBERS of the SOCIETY and the Section and shall consist of the Chair, Chair-Elect, Immediate Past Chair, Secretary, and Treasurer.

Section 2. The Chair and Chair-Elect of the Section shall serve for a term of one year beginning on January 1 or until their successors are elected. 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 two years beginning on January 1 or until their successors are elected; they shall be elected in alternate years, whenever possible, to provide for a rotation of terms. With the exception of the Chair and Chair-Elect, the incumbent of any position is eligible for reelection. However, a MEMBER shall not be eligible for reelection to the office of Chair-Elect until after the person completes his/her term as Immediate Past Chair.

Section 3. The Chair shall be deemed the President of the Section for the purposes of the laws of the state of California under which the corporation exists. The officers and Director(s)-at-Large shall be designated as Directors.

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 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 and the Board of Directors, as described elsewhere in these bylaws, 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, to be Chair of the Budget Committee, and to carry out the duties required by the Constitution and Bylaws of the SOCIETY.
- b. The Chair-Elect shall be Chair of the Program Committee and shall 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 Immediate Past Chair shall be Chair of the Nominations and Election Committee and shall preside over meetings in the absence of both the Chair and Chair-Elect.
- d. The duties of the Secretary shall be to keep a record of the minutes of the meetings of the Section and of the Executive Committee and Board of Directors, 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 collect data for and to prepare an annual directory of members and affiliates of the Section, to submit membership applications to the Executive Director of the SOCIETY, to receive and transmit to the Treasurer monies coming to the Section for membership dues, to keep an itemized account of such monies received, to make such reports to the SOCIETY as are regularly required, and annually at a meeting of the Executive Committee, to make a summary report of the year's activities of the Section, and to carry out the duties required by the Constitution and Bylaws of the SOCIETY and elsewhere in these bylaws. The operations of the Section's office are the responsibility of the Secretary. The Secretary shall preside over meetings in the absence of the Chair, Chair-Elect, and Immediate Past Chair.
- e. The Treasurer shall have charge of the funds of the Section, including receiving all monies coming to the Section , except that the income from investment of funds in the custody of the Board of Trustees shall be handled as provided elsewhere in these bylaws. The Treasurer shall keep an accurate record of all receipts and disbursements, receive dues, and make those disbursements approved by the Board of Directors . The Treasurer shall be custodian of all funds of the Section except the Investment Funds and such other funds as may be placed in custody of the Board of Trustees, as described elsewhere in these bylaws, by the Board of Directors., At the Annual Business Meeting of the Board of Directors, the Treasurer shall submit a written report of all monies received and disbursed during the preceding fiscal year of the Section. The Treasurer shall prepare an audited statement of receipts and expenditures and investments of funds, and shall submit such reports as are required by the Constitution and Bylaws of the SOCIETY and the Board of Directors.

- (1) The Treasurer may, subject to the approval and appointment by the Board of Directors, designate an Assistant Treasurer as may be deemed desirable to receive monies and keep records for such other funds as described elsewhere in these bylaws. The Assistant Treasurer shall be a MEMBER of the Section and shall be responsible to the Treasurer; the term of appointment shall not exceed that of the Treasurer.
- (2) The officers, chairs of committees, and Board of Directors responsible for carrying on activities for which money is appropriated by approval of the budget, shall be authorized by the Board of Directors to receive funds from the Treasurer.

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) and except as noted elsewhere in these bylaws, shall be filled by the Chair, with the advice and approval 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.

BYLAW VI Board of Directors

Section 1. The Board of Directors shall be the governing body and legal representative of the Section and as such shall have full power to conduct, manage, and direct the business affairs of the Section, in accordance with the Constitution and Bylaws of the SOCIETY, the Articles of Incorporation and the bylaws of the Section.

Section 2. The Board of Directors shall consist of the Chair, Chair-Elect, Secretary, Treasurer, Immediate Past Chair, and two Directors-at-Large.

Section 3. The two Directors-at-Large shall be MEMBERS of the Section. The terms of the Directors-at-Large shall be two years, with one Director-at-Large elected each year. If there is a vacancy as provided elsewhere in these bylaws, two Directors-at-Large shall be elected at the next annual election; however, the term for one Director-at-Large may be designated as only one year to maintain the rotation of terms.

Section 4. The Board of Directors, in consultation with the Executive Committee, shall fill by appointment vacancies in Chair-Elect, Secretary, Treasurer, Director(s)-at-Large, Councilor(s), and Alternate Councilor(s) until the next annual election.

Section 5. A majority of the Board shall constitute a quorum.

Section 6. The Chair of the Section shall preside at the meetings of the Board of Directors and the Chair-Elect shall preside in the absence of the Chair. In the temporary absence of the Chair and the Chair-Elect, the Board shall elect a presiding officer *pro tempore*.

Section 7. The Board of Directors shall elect such officers of the Board of Directors as may be necessary to conduct its business.

Section 8. The Board of Directors shall meet at least once a year to handle the business of the Section and to approve the budget. The officers of the Board of Directors shall present their annual reports and shall receive the report from the Board of Trustees. Other meetings shall be held at the call of either the Chair or four Directors at a time and place so designated. Notice of the meetings and an agenda of matters to be considered shall be sent to each member of the Board of Directors prior to the meeting.

BYLAW VII

Board of Trustees

Section 1. The Board of Trustees shall be responsible to the Board of Directors. The Board of Trustees shall consist of four MEMBERS of the Section qualified to be nominated for office and the Section Treasurer, who shall be an *ex officio* member of the Board of Trustees. Trustees, except the Treasurer, shall each be elected for a term of four years by the Board of Directors at the January meeting of the Board of Directors and at other times as needed to fill vacancies on the Board of Trustees. They shall each be elected so as to produce rotation of the terms. Any member of the Board of Trustees, except the Section Treasurer, may be removed from office before the expiration of the term by a vote of five or more members of the Board of Directors.

Section 2. Trustees shall be eligible for reelection on expiration of their terms of office.

Section 3. The Board of Trustees shall elect its own Chair, Secretary, Treasurer, and one of its members as a liaison to the Executive Committee of the Section. Meetings of the Board of Trustees shall be held at the call of its Chair or two Trustees, to be held at the time and place designated. Three members of the Board of Trustees shall constitute a quorum. No business shall be transacted in the absence of a quorum.

Section 4. The Board of Trustees shall be the custodian of the Investment Funds and of any other funds of a permanent character, such as an endowment fund or the like, which may be established by the Board of Directors, together with the income and gains from such funds. Transfer of funds in the custody of the Board of Trustees shall be carried out in accordance with the policies of the Board of Directors.

Section 5. The Board of Trustees shall develop an Investment Policy, which shall detail the type of depositories and investments, and submit the Investment Policy to the Board of Directors. The Board of Directors shall either approve or modify the Investment Policy. The Board of Trustees shall follow the approved Investment Policy and shall review the Investment Policy at least annually and submit modifications as appropriate to the Board of Directors for approval.

- a. All decisions regarding investments must be approved by at least three Trustees.
- b. In the judgment of the Board of Trustees, investments shall be prudent, with due regard given to their diversification.

Section 6. The Secretary of the Board of Trustees shall keep minutes of all meetings and either the Chair or Treasurer of the Board of Trustees shall make a financial report to the Board of Directors annually and when requested by the presiding officer of the Board of Directors.

BYLAW VIII **Executive Committee**

Section 1. The Executive Committee shall be responsible to the Board of Directors. The Executive Committee shall be composed of the officers of the Section, the Councilor(s) and Alternate Councilor(s), two elected Representatives of each Subsection, two Directors-at-Large, six Members-at-Large, any Past Presidents of the SOCIETY who are members of the Section, and the Editor of *THE VORTEX*.

Section 2. The six elected Members-at-Large shall be members of the Executive Committee and shall be MEMBERS and/or STUDENT MEMBERS of the SOCIETY and the Section. Each Member-at-Large shall be elected for a term of two years beginning January 1. Three Members-at-Large shall be elected each year, whenever possible, to provide for a rotation of terms. Members-at-Large shall assist the officers as may be required to ensure that the business and functions of the Section are discharged in a timely and efficient manner. The duties of the Member(s)-at-Large shall include bringing before the Executive Committee such items of concern to members of the Section that have been brought to their attention, as well as any duties assigned by the Executive Committee and taking part in Section activities as needed. Vacancies shall be filled as described elsewhere in these bylaws.

Section 3. The Executive Committee shall approve all appointments to standing committees and chairs of committees and to the any vacancies except as described elsewhere in these bylaws. The Executive Committee shall approve the formation and policies of the Subsections or groups operating within the Section. The Executive Committee shall conduct all affairs of the Section with the exception of those delegated to other committees, the Board of Directors, the Board of Trustees, or officers.

Section 4. The Executive Committee shall meet at least four times annually. The Committee shall meet at the call of the Chair or a minimum of five members of the Committee.

Section 5. A majority of the Executive Committee shall constitute a quorum and each member of the Executive Committee shall have only one vote.

Section 6. All Section committee chairs may speak at any Executive Committee meeting.

BYLAW IX **Councilor(s) and Alternate Councilors(s)**

Section 1. The Section shall have Councilor(s) and Alternate Councilor(s) as provided in the Constitution and Bylaws of the SOCIETY. The Section's Councilor(s) and Alternate Councilor(s) shall carry out those duties assigned to them by the Constitution and Bylaws of the SOCIETY. 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. Councilor(s) and Alternate Councilor(s) shall be MEMBERS of the Section.

Section 2. 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 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.

Section 3. 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.

Section 4. 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.

Section 5. In the event that a Councilor shall resign or become ineligible to complete the term, the position shall be filled by the Alternate Councilor who received the highest number of votes in the most recent Section election. The Alternate Councilor vacancy shall be filled as provided for elsewhere in these bylaws, for the balance of the calendar year. If there are one or more years remaining in the appointed Alternate Councilor's term at the end of the year of appointment, the position will be placed on the ballot with the remaining term of office specified; the candidate receiving the highest number of votes but not elected to a full Alternate Councilor term will fill the remaining term. The number of Councilors and Alternate Councilors to be elected shall be the number of each to which the Section is entitled by the Bylaws of the SOCIETY.

Section 6. The Executive Committee shall designate one or more Councilor(s) to be disqualified under the SOCIETY's Bylaw provisions for reallocation of Councilor(s) among the Sections.

BYLAW X Manner of Election

Section 1. The election of officers, the Director(s)-at-Large, the Member(s)-at Large, and the Councilor(s), and Alternate Councilor(s) shall be conducted by a ballot distributed to the members of the Section in accordance with the Bylaws of the SOCIETY and these bylaws.

Section 2. The Nominations and Election Committee shall meet before September 10, to prepare the election ballot. The Committee shall subsequently place on the ballot the name of any eligible candidate that has been nominated by petition received prior to September 20, bearing the signatures of 10 or more members of the Section. The Committee shall make additional nominations so that the ballot will include at least one candidate for each of the offices of Chair-Elect, Secretary, Treasurer, Member-at-Large, Director-at-Large, Councilor(s) and Alternate Councilor(s) for the positions to be filled. All nominees, whether nominated by petition or by the Nominations and Election Committee, shall become candidates only if they indicate a willingness to serve if elected. By September 20, the Committee shall notify the Secretary of all candidates to be on the ballot.

Section 3. In September of each year, the Nominations and Elections Committee shall report to the membership its nominations for each office to be filled. Prior to September 20, any member or affiliate 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 for Members-at-Large and MEMBERS of the Section for officers, Director-at-Large, and Councilor(s) and Alternate Councilor(s), as required elsewhere in these bylaws, if the nomination is seconded by another member or affiliate. Nominations so made shall be equally valid as those from the Nomination Committee. All candidates nominated shall have indicated willingness to serve if elected.

Section 4. The Secretary shall conduct the election and prepare the ballot, with input from the Nomination and Elections Committee, and make arrangements for the election to be conducted in accordance with these bylaws. The voting site shall be secure and allow for only one vote per member.

Section 5. When a ballot is used, 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 by November 1, only to members. 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.

Section 6. The ballots shall be tabulated no later than November 15. Except as noted below, the candidate for each position receiving the largest number of votes shall be declared elected. 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 7. The results shall be announced by the Section Chair or his or her designee as soon as possible after the election, to the Board of Directors and the Executive Committee, and also published in *THE VORTEX* and on the Section's web site soon thereafter. The results shall be certified to the Executive Director of the SOCIETY not later than December 1.

Section 8. 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 XI

Recall of Elected Officials

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

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 Chair-Elect 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 alternative solution 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 or MEMBER of the Section, as required elsewhere in these bylaws, 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 the 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 XII

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: Budget, Media, Nominations and Election, Policy, and Program.

Section 3. The Chair-Elect shall be Chair of the Program Committee. The Editor of *THE VORTEX* shall be Chair of the Media Committee. The Immediate Past Chair shall be Chair of the Nominations and Election Committee. The Chair of the Section shall be Chair of the Budget Committee.

Section 4. The Policy Committee, which is responsible to the Executive Committee, shall consist of the Chair, Chair-Elect, and Immediate Past Chair. If one or more of these officers is unavailable, the Secretary and Treasurer, in that order, shall be asked to attend meetings. The Policy Committee shall be responsible for ensuring that any official publications, correspondence, notices, or informational releases from the Section are in accordance with the Section's bylaws and policies. The Policy Committee shall make any policy decisions as necessary regarding the operation of the Section office.

BYLAW XIII Publications

Section 1. The official publication of the Section shall be designated as *THE VORTEX*. It shall be issued periodically at the direction of the Executive Committee to all members and affiliates of the Section. It shall include announcements, such as the monthly meetings. The Editor of *THE VORTEX*, who shall be a member of the Section, shall be appointed each year by the Chair of the Section with the approval of the Executive Committee and serve until a successor has been approved. The Editor shall be Chair of the Media Committee.

Section 2. The Editor may appoint such staff as deemed necessary, including a Business Manager and Associate or Assistant Editors, who shall be members of the Section.

BYLAW XIV 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. The Annual Meeting of the Section shall be held in March of each year to receive reports from the previous year by the various officers, boards, and committees as designated elsewhere in these bylaws. Any member may make a presentation at the annual meeting provided that the member has submitted a written proposal to the Secretary at least seven business days prior to the meeting.

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 1) a majority of the Executive Committee, 2) the Chair with approval of the Executive Committee, or 3) 25 members of the Section. To be valid, such request shall be received by the Secretary at least two weeks 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. 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 50 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 in accordance with the Constitution of the SOCIETY.

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 XV

Finances

Section 1. Dues.

- 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 may be assessed annual dues in an amount set by the Executive Committee.
- 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 March 1.

Section 5. The funds of the Section shall be divided into the following classes:

- a. Investment Funds
- b. Working Fund
- c. All other funds

Section 6. The Investment Funds shall be those funds set aside from time to time by the Board of Directors and placed in charge of the Board of Trustees, as described elsewhere in these bylaws, for investment. In September of each year, the Board of Trustees shall estimate the income to be received during that year from the Investment Funds. An estimate of monies deemed necessary for the operation of the Section may be designated by the Board of Directors as an amount to be included in the budgeted income of the Section for that year and available for transfer to the Working Fund when requested by the Treasurer. In making this designation, the Board of Directors shall take into account the future needs of the Section and other considerations. Any income in excess of the amount so designated, shall remain as part of the Investment Funds.

Section 7. The Working Fund shall be used by the Treasurer and the Assistant Treasurer to pay those expenses of the Section that are in the approved budget. The Executive Committee may approve changes to the Working Fund as necessary.

Section 8. All other funds shall include amounts raised and/or set aside for specific purposes and any unspent money. The Board of Directors shall have the authority to establish separate accounts for specifically designated funds to be supervised by the Treasurer and Assistant Treasurer as described elsewhere in these bylaws. The Board of Directors shall have the authority to transfer money from one class to another as mentioned above and such special funds as it may set up, except that in any fiscal year, the Executive Committee must concur in the transfer of money, excluding interest and dividends, from the Investment Funds to other funds, in a sum exceeding five percent of the market value of the Fund as given in the last annual report of the Board of Trustees.

Section 9. The fiscal year of the Section shall begin January 1 and shall end December 31 of the same calendar year.

BYLAW XVI

Affiliation with Other Technical Organizations

Section 1. The Section may affiliate with other technical organizations operating within the territory of the Section provided that such affiliation does not contravene the Charter, Constitution, Bylaws, or Regulations of the SOCIETY, or the Section's Articles of Incorporation,. Such affiliation must be approved by the Executive Committee of the Section, by confirmation by the Council Committee on Constitution and Bylaws, and in compliance with the specific requirements of the Bylaws of the SOCIETY.

Section 2. The affiliation with the technical organization shall become effective upon authorization by the Executive Committee of the Section, by the Council Committee on Local Section Activities, and by confirmation by the Council Committee on Constitution and Bylaws.

Section 3. 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 XVII **Amendments**

Section 1. A petition to amend the bylaws may be initiated by the Executive Committee or by a petition signed by at least 20 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 35 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 business meeting of the Section 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 XVIII **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.