



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

**BYLAW I
Name and Form of Organization**

Section 1. The name of this organization shall be the Dayton Section (hereinafter referred to as the "Section") of the AMERICAN CHEMICAL SOCIETY (hereinafter referred to as the "SOCIETY").

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

Section 3. All provisions of these bylaws and amendments thereof shall be consistent with the Charter, Constitution, and Bylaws of the SOCIETY.

Section 4. The Section shall be comprised of the territory assigned to it by the SOCIETY.

**BYLAW II
Objects**

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

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

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

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

***Effective August 14, 2012.** 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)

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

Section 6. The Section shall foster scientific education and research, and promote the public understanding of science.

BYLAW III 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. Any exceptions to this rule shall be made in conformity with the Constitution and Bylaws of the SOCIETY.

Section 2. MEMBERS and STUDENT MEMBERS shall have such rights and privileges as are accorded them by the Constitution and Bylaws of the SOCIETY.

Section 3. The Section may have Local Section Affiliates as authorized in the Constitution and Bylaws of the SOCIETY.

Section 4. Society Affiliates and Local Section Affiliates may not vote for or hold an elective position of the Section, vote on Articles of Incorporation or bylaws of the Section. Local Section Affiliates may not serve on the Executive Committee. Society Affiliates may be appointed as committee chairs.

BYLAW IV Organization, Officers, Board of Directors, Executive Committee, and Councilors

Section 1.

- a. The officers of the Section shall be MEMBERS of the SOCIETY and members of the Section, and shall consist of: (1) Chair, (2) Chair-Elect, (3) Secretary, (4) Treasurer, and (5) Immediate Past Chair. The offices of Secretary and Treasurer may be held by the same person.
- b. The Chair-Elect shall assume the duties of the Chair when the Chair is unable to serve.
- c. Officers' duties, in addition to those found in these bylaws, shall be found in the Section's Operations Manual.

Section 2. The Section shall have Councilor(s) and Alternate Councilor(s) as provided in the Constitution and Bylaws of the SOCIETY. The Councilors and Alternate Councilors also bear the duty of reporting Council activities to the Section.

Section 3.

- a. The Executive Committee shall be composed of the Section officers, Councilors, and Alternate Councilors. The Executive Committee shall constitute the Board of Directors of

the Section, and shall be the governing body of the Section with authority to conduct the affairs of the Section in accordance with the Constitution and Bylaws of the SOCIETY, the Section's Articles of Incorporation, and these bylaws.

- b. In conducting Section business, each Executive Committee member shall have only one vote.
- c. A majority of persons serving on the Executive Committee at any given time shall constitute a quorum.
- d. The Executive Committee, as the legal representative of the Section, shall hold and administer all properties and funds of the Section.

Section 4. There shall be the following standing committees: Bulletin, Education, Industrial Relations, Investment, National Chemistry Week, Patterson-Crane Award, Patterson College Chemistry Awards, Patterson High School Chemistry Awards, Membership, Program, Public Relations, Women Chemists, Younger Chemists, and Webmaster. The composition and duties of each committee shall be specified in the Operations Manual approved by the Executive Committee.

Section 5. Additional ad hoc committees that the Executive Committee deems necessary for the proper operation of the Section may be created by the Chair.

Section 6. The Chairs of the standing and ad hoc committees shall be appointed by the Section Chair. Members of the standing and ad hoc committees shall be chosen by the respective Committee Chairs, with the approval of the Executive Committee.

Section 7. The Chair of the Section shall serve as Chair of the Program Committee. The other members of this Committee will be the Immediate Past Chair and the Chair-Elect.

BYLAW V

Terms of Office

Section 1.

- a. The Chair-Elect shall serve in the following sequence: one year as Chair-Elect, one year as Chair, and one year as Immediate Past Chair, with each term of office beginning on January 1.
- b. The Secretary and Treasurer shall serve two-year terms of office beginning on January 1 following their elections. Unless both offices are held by the same person, the election of these two offices will be held in alternate years from each other; the Secretary in odd-numbered years and the Treasurer in even-numbered years.
- c. The Councilors and Alternate Councilors shall each serve terms of office of three years, beginning on January 1 following their elections.

- d. Those elected shall serve for the period specified or until their successors have been elected and qualify for office.
- e. MEMBERS serving in any elective position may be elected to any office, provided their present term of office will have expired before they assume the new office, or provided they resign from office on consenting to become candidates for the new office.

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

Section 3.

- a. Should the office of the Immediate Past Chair become vacant, no replacement shall be appointed; thus, the composition of the Executive Committee shall be reduced by one.
- b. If any other office is vacated, the Executive Committee shall fill the office by appointment, but only until the next annual election, when the position shall be filled for the remainder of the unexpired term. Such appointee shall serve through December 31 of the respective year.
- c. In the event the office of Chair-Elect is filled by interim appointment, the Section shall elect both a Chair and a Chair-Elect at its next annual election.

BYLAW VI Manner of Election

Section 1. All balloting shall be done in accordance with the Constitution and Bylaws of the SOCIETY, meeting the following requirements: (1) fair balloting open to all eligible members; (2) voter anonymity; (3) protection against fraudulent ballots; (4) ballot archiving in a timely manner; and (5) reporting election results in a timely manner.

Section 2.

- a. At or prior to the May meeting of the Section or May 15, whichever is earlier, the Executive Committee shall appoint and announce a Nominating Committee consisting of three members who are not officers, Councilors, or Alternate Councilors of the Section.
- b. The Chair shall appoint a Tellers Committee of three members who are not officers or Councilors, members of the Nominating Committee, nor candidates, and shall include the composition of the Committee with the election materials when they are distributed.

Section 3.

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

- b. Not later than August 15, the Nominating Committee shall report to the Chair and to the Secretary its list of candidates. This list shall be distributed to the membership not later than September 1. This distribution shall also state the number of signatures required for petition nomination of other candidates.
- c. Section members may make nominations by filing with the Secretary not later than September 15 written petitions bearing signatures of five percent or more of the members of the Section. Any MEMBER of the Section shall be eligible for office.

Section 4.

- a. The Chair-Elect, Secretary, Treasurer, Councilors, and Alternate Councilors shall be elected by a ballot distributed to the members of the Section in accordance with the Bylaws of the SOCIETY. Information about the candidates, as stipulated by the Executive Committee (and included in the Section's Operation Manual), will be distributed with the ballot. It is the responsibility of the Chair of the Nominating Committee to inform the candidates of the need for biographical information. It is the further responsibility of the Secretary to provide each candidate with a form requesting the necessary information and to attempt to obtain this information from all candidates by October 12.
- b. No candidates shall be placed on the ballot unless they have affirmed their willingness to serve if elected.
- c. The order of candidates for each position on the ballot shall be by lot.
- d. The Secretary shall distribute the election materials to members before October 16.

Section 5.

- a. The Secretary shall be responsible for distributing the ballots to Section members. Voting shall be completed and the ballots submitted as directed at least three weeks after the ballots are distributed.
- b. The Secretary shall determine whether or not completed ballots are valid, and then forward to the Tellers Committee valid ballots for consideration. The Tellers Committee shall be responsible for validating the ballot results and, prior to the election meeting or by December 1, shall notify the Executive Committee of the election results.

Section 6.

- a. The election results shall be announced either at a regular meeting of the Section before the end of the calendar year or by bulletin before the end of the year.
- b. The Chair shall declare duly elected those candidates for each office receiving the greatest number of votes. In the event of a tie vote for any elective office, the Executive Committee shall select from among the tied candidates. The Chair shall instruct the Secretary to forward the results with appropriate certification to the SOCIETY by December 1 of that calendar year.

- c. The Secretary shall notify those elected and shall distribute the names of all newly elected officers, Councilors, and Alternate Councilors to the Executive Director of the SOCIETY as required by the SOCIETY.
- d. The Secretary shall hold the counted ballots for ninety days unless directed by the Executive Committee to hold them longer.
- e. The counted ballots may be examined by the Executive Committee or by any Section member in the presence of any two non-candidate members of the Executive Committee after approval by the Executive Committee. An inspection of the ballots shall be recorded by the Secretary.

Section 7.

- a. Any challenge of an election shall be communicated in writing to the Secretary, not later than one week after announcement of the election results.
- b. Disputes concerning elections shall be resolved by the Executive Committee, unless the complainant requests, or the membership directs, that a special meeting of the Section be held to resolve the problem.
- c. Should new elections be scheduled to replace the disputed election, no candidate may be deleted from the ballot except for inability or unwillingness to serve.

BYLAW VII
Duties of Officers, Executive Committee

Section 1.

- a. The duties of the officers shall be those customarily performed by such officers, together with those responsibilities prescribed by the Constitution and Bylaws of the SOCIETY and by these bylaws. Other duties may be assigned by the Executive Committee.
- b. Officers' duties shall be given in the Operations Manual, updated annually by the Immediate Past Chair and approved by the Executive Committee.

Section 2.

- a. The Chair of the Section shall serve as Chair of the Executive Committee and shall appoint committee chairs authorized in these bylaws or by the Executive Committee.
- b. The Chair shall serve as an ex officio member of all committees except the Nominating and Tellers Committees.

Section 3.

- a. The Executive Committee shall administer all routine matters in connection with the operation of the Section. Bills for regular continuing activities that have been budgeted previously may be paid by the Treasurer without approval.
- b. The Executive Committee and Committee Chairs shall provide the Chair with items for the agenda for Executive Committee meetings and meetings of the membership, and shall perform such other duties as may be delegated to it by the Executive Committee.
- c. Before each meeting of the Executive Committee, the Chair shall provide the Secretary with a formal agenda with sufficient time for distribution to the Committee Chairs and Executive Committee.

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 or Alternate Councilors elected by Local Sections.

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 of 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.
- b. If the proceedings continue, the Chair shall assign the duties of the official to another 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.

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 distributed 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

Meetings

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

Section 2. The Executive Committee may call special meetings of the Section, and it shall do so at the written request of five percent or more of the members of the Section. Notice of a special meeting must be distributed at least seven days before the meeting, and it must state the exact nature of the business to be considered. No other business shall be conducted at such meetings.

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

Section 4. The Executive Committee shall meet at least four times annually, with at least one meeting per quarter, at the call of the Chair or at the request of a majority of the members of the Executive Committee. Business of the Executive Committee that is of an urgent nature may be conducted electronically or by telephone.

Section 5. The most recent edition of *Robert's Rules of Order Newly Revised* shall be followed for matters not provided for in the Bylaws or Constitution of the SOCIETY or the bylaws of the Section.

BYLAW X **Finances**

Section 1. All members of the Section, except members in emeritus status of the SOCIETY, and Society Affiliates assigned to the Section may be requested to pay voluntarily annual Local Section dues, which may be set by the Executive Committee.

Section 2. The annual dues of Local Section Affiliates shall be set by the Executive Committee in accordance with the Constitution and Bylaws of the SOCIETY.

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

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

Section 5. In December of odd-numbered years, the Chair shall appoint an Auditing Committee to examine the books and accounts of the Treasurer, which shall report to the Section at the first meeting of the following year. Alternatively, at the discretion of the Executive Committee, a professional auditor may be engaged.

BYLAW XI **Patterson-Crane Award**

The Patterson-Crane Award shall be given in conjunction with the Columbus Section. The Award shall be given in odd-numbered years to an individual who has made outstanding contributions in the area of chemical documentation, unless, in accordance with the legal agreement for this award drawn up and passed by the Executive Committees of the Dayton and Columbus Sections, both the Columbus and Dayton Sections agree to postpone the award.

A committee of three members of the Dayton Section (appointed by the Dayton Section Executive Committee), three members of the Columbus Section, and the Chair of the Division of Chemical Information (or a designated alternate) shall constitute the Selection Committee to choose the recipient.

Details of the award procedure, including the portion of the expenses charged to the Dayton Section, are governed by the legal agreement drawn up and passed by the Executive Committees of the Dayton and Columbus Sections. The Award and the administrative cost charged to the Dayton Section shall be provided from income derived from the Patterson Fund (formerly the Patterson Award Fund) or from said fund, which was established from donations of the A. M. Patterson family and friends of the Dayton Section.

The Executive Committee of the Dayton Section shall be charged with preserving and increasing the Fund. At the discretion of the Executive Committee, income in excess of that needed to adequately fund the Patterson-Crane Award may be used in funding the Patterson College Chemistry Awards and the Patterson High School Chemistry Awards. The former will consist of grants-in-aid made to outstanding junior-year college chemistry majors at colleges in the Dayton Section area. The latter will consist of three cash awards to the top performers in the annual Patterson High School Chemistry competition and recognition plaques to the top performers from each participating school.

BYLAW XII

Communications Among the Members

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

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

Section 3. Use of the Section's distribution list by groups or individuals other than those of the Section shall be controlled by the Executive Committee. Any commercial use of the Section's distribution list is expressly prohibited.

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

BYLAW XIII

Change in Number of Councilors

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

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

BYLAW XIV

Amendments

Section 1. These bylaws shall be amended as follows:

- a. The proposed amendment(s) shall have been first submitted to the Executive Committee by at least five members, or shall have been raised by the Executive Committee, and shall

have been evaluated and approved by a majority of the members of the Executive Committee.

- b. If a dispute arises regarding approval of said amendment(s), the Executive Committee may resolve the issue by majority vote of the Committee after hearing discussion of the issue at a regular meeting of the Section, or the Committee may decide to hold a special election of the Section to resolve it.
- c. The Section Secretary shall send the proposed bylaw amendment(s) to the SOCIETY's Committee on Constitution and Bylaws for a preliminary review. After receipt of the review, the Executive Committee will then make appropriate changes, as necessary. The Secretary shall then distribute to all Section members a suitable explanation of the bylaw amendment(s).
- d. That at least two-thirds (2/3) of votes cast shall be required to approve the amendment.

Section 2. The Secretary shall distribute the outcome of the ballot 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 3. Amendments to these bylaws 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 XV Dissolution

Upon the dissolution of the Local Section, any assets of the Section remaining thereafter shall be conveyed to such organization then existent, within or without the territory of the Local Section, as is dedicated to the perpetuation of objects similar to those of the AMERICAN CHEMICAL SOCIETY, or to the AMERICAN CHEMICAL SOCIETY, so long as whichever organization is selected by the governing body of the Local Section at the time of dissolution shall be exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 as amended or under such successor provision of the Code as may be in effect at the time of the Section's dissolution.

BYLAW XVI Affiliation with Local Technical Organizations

Section 1. The Section may affiliate with scientific, engineering, and/or technical societies operating within the territory of the Section, provided that the objects and activities of the organization are not in conflict with the Charter, Constitution, or Bylaws of the SOCIETY. Affiliation shall require approval by the Executive Committee and the Council Committee on Constitution and Bylaws.

Section 2. The Section shall, with the approval of the SOCIETY's Committee on Constitution and Bylaws and with the approval of a majority of the Executive Committee, be affiliated with the Affiliate Societies Council of Dayton, so long as this affiliation meets the requirements

specified in the SOCIETY's Bylaws. This affiliation shall terminate after five years unless reauthorized by the Executive Committee.

Section 3. The Section may, by majority vote of the Executive Committee, dissolve any affiliation. The Section's Secretary shall notify the Committee on Constitution and Bylaws that the affiliation has been dissolved.