



***BYLAWS OF THE
NORTHEAST TENNESSEE SECTION
OF THE
AMERICAN CHEMICAL SOCIETY**

**BYLAW I
Name**

Section 1. This organization shall be known as the Northeast Tennessee Section of the AMERICAN CHEMICAL SOCIETY (hereinafter referred to as the "Section." of the AMERICAN CHEMICAL SOCIETY (hereinafter referred to as the "SOCIETY").

Section 2. Nothing in these bylaws shall be inconsistent with the Charter, Constitution and Bylaws of the SOCIETY.

**BYLAW II
Objects**

The objects of the Section shall be those of the SOCIETY. In addition, the objects of the Section shall include the advancement of chemical activities; the 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 associates, groups, and societies; advancement of chemistry as a profession; promotion of chemical research; advancement of applied chemistry; and dissemination of information on subjects appertaining to any of the above-named objects.

**BYLAW III
Territory**

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

***Effective June 20, 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 IV
Members and Affiliates

Section 1. Any member or Society Affiliate of the SOCIETY who resides within the territory of the Section shall be enrolled as a member or Society Affiliate, respectively, of the Section unless such person makes a written request to the Executive Director of the SOCIETY to be enrolled in another Local Section. A member or Society Affiliate of the SOCIETY residing within the territory of another Local Section or in territory unassigned to any Local Section may be enrolled as such in the Section on written notice to the Executive Director of the SOCIETY.

Section 2. Any person interested in the promotion of chemistry and who is not qualified to be a member of the SOCIETY may become a Local Section Affiliate of the Section upon payment of annual dues set by the Executive Committee, but not less than two dollars (\$2.00).

Section 3. Society Affiliates and Local Section Affiliates shall be entitled to participate in all activities of the Section except that they may not vote for or hold an elective position of the Section, vote on Articles of Incorporation and bylaws of the Section, or serve on the Executive Committee in any capacity, except that Society Affiliates may be appointed as Committee Chairs and may serve on the Executive Committee in a non-voting capacity.

BYLAW V
Officers, Manner of Election and Eligibility

Section 1. The officers of the Section shall be a Chair, a Chair-Elect, a Secretary, a Treasurer, and three Executive Committee members. The offices of Secretary and of Treasurer may be held by the same person. The Section shall have Councilor(s) and Alternate Councilor(s) as provided in the Constitution and Bylaws of the SOCIETY. The offices of Chair and Alternate Councilor may be held by one person. Except for the Councilor(s) and Alternate Councilor(s), which must be MEMBERS, all members shall be eligible for holding these offices.

Section 2. The Chair-Elect, Secretary and Treasurer shall be elected annually for a term of one year. The Executive Committee members shall be elected, one each year, for a term of three years. The Councilors and Alternate Councilors shall be elected for terms of three years. If there is no other candidate for Alternate Councilor, the current Chair-Elect may be nominated, and if elected, may serve in both posts simultaneously.

The terms of the officials so elected shall be as follows:

Terms of Office:

- a. The Chair and Chair-Elect shall take office on January 1 and shall hold office for one year or until their successors qualify.
- b. The Chair-Elect shall succeed to the office of Chair at the expiration of the Chair's term, or to fill a vacancy in that office occurring during his/her term as Chair-Elect.

- c. The Secretary and Treasurer shall take office on January 1 and shall hold office for one year or until their successors qualify.
- d. The Executive Committee member shall take office on January 1 and shall hold office for three years.
- e. Councilors and Alternate Councilors shall take office on January 1 and shall serve their prescribed terms or until their successors shall have been duly chosen.

Section 3. The Executive Committee as provided for elsewhere in these bylaws shall fill any vacancy in its body and any vacant post by the appointment of any eligible member of the Section, and such member so appointed shall serve until the next annual election.

In the case of absence, death, or inability of the Chair to perform the duties of the office, the position shall be filled by the Chair-Elect.

In the case of death or inability of the Chair-Elect to perform the duties of the office, or if the Chair-Elect is obliged to assume the office of Chair, the office of Chair-Elect shall be filled by election. The date of this election shall be specified by the Executive Committee.

Section 4. Election of Offices:

The Nominating Committee shall distribute a call for nominations to all Section members by July 1 of each year. Nominations from Section members for any elective post may be done by submission of a petition signed by at least five Section members. Submissions must be sent to the Nominating Committee chair on or before August 1 of each year. This petition shall place the name of the nominee as a candidate on the ballot. The Nominating Committee may select additional candidates for each office and shall obtain the consent of each candidate by August 15.

The Secretary shall arrange for the ballot to be distributed to Section members by September 1. Ballots shall be counted by the Immediate Past-Chair or his/her designee. An election winner shall be decided by a plurality of the ballots cast by the membership. In case of a tie vote, the outgoing Executive Committee shall be polled for a vote to settle the tie.

BYLAW VI

Duties of Officers

Section 1. The duties of the officers shall be such as usually pertain to their offices together with those required 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.

Section 2. The Treasurer shall be bonded, if, when, and as the Executive Committee so provides. An annual audit shall be conducted by two or more disinterested members, appointed by an

officer with no authority to disburse funds, and submit a report to the Executive Committee by January 31.

BYLAW VII

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 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 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.
- 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 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.

- 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 VIII **Committees and their Duties**

Section 1. There shall be an Executive Committee, which shall consist of the present officers, the Immediate Past Chair, Councilors, and Alternate Councilors. The Executive Committee shall be the governing body of the Section, and as such, shall have full power to conduct, manage, and direct the business and affairs of the Section in accordance with the Constitution and Bylaws of the SOCIETY and these bylaws.

Section 2. There shall be a Nominating Committee, which is appointed by the Chair and which shall consist of not less than three members not holding any elective position. This committee shall provide nominees for each of the offices that are to be filled by election and shall obtain the consent of the proposed nominees before entering their names as candidates on the ballot.

Section 3. All committees not otherwise provided in these bylaws shall be appointed from time to time by the Chair.

BYLAW IX **Meetings**

Section 1. The Section shall have at least two meetings per year, for which due notice is given to all members and affiliates. One of these meetings shall be known as the Annual Meeting.

Section 2. The Section shall have special meetings upon the request of a majority of the Executive Committee or upon the request of 10 members of the Section. The notice for special meetings shall recite the exact nature of the business and only that business shall be transacted.

Section 3. A quorum for regular and special meetings of the Section shall consist of 10 members 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. The order of business shall be such as the Committee provides from time to time.

Section 5. A quorum for an Executive Committee meeting shall consist of a majority of the members of the committee. In the absence of a quorum the meeting shall adjourn to a date.

Section 6. 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 Constitution and Bylaws.

BYLAW X Finances

Section 1. Dues for members, Society Affiliates, and Local Section Affiliates in the Section shall be set by the Executive Committee. Dues shall be payable January 1 of each year; dues for members and Society Affiliates shall be voluntary. Nonpayment of dues by members and Society Affiliates shall not be cause for withholding any Section-published material normally distributed to members. Members of the Section who are classified by the SOCIETY as members in emeritus status shall not be expected to pay dues to the Section.

Section 2. All Local Section Affiliates shall pay annual dues set by the Executive Committee of not less than two dollars (\$2.00). Failure to pay such dues in advance shall terminate such affiliation with the Section.

Section 3. The raising and collecting of funds other than dues may be provided by suitable resolution, subject to the provisions of the Constitution and Bylaws of the SOCIETY, adopted at a regular or special meeting of the Section by a majority vote.

Section 4. Donations or bequests of funds or property may be accepted, subject to the provisions of the Constitution and Bylaws of the SOCIETY, by a suitable resolution adopted at a regular or special meeting of the Section or of the Executive Committee, by a majority vote.

BYLAW XI 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's 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 XII

Dissolution

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.