



***BYLAWS OF THE
PENN-YORK SECTION
OF THE
AMERICAN CHEMICAL SOCIETY**

FOREWARD

The purpose of these bylaws is to provide the rules by which the Penn-York Section of the AMERICAN CHEMICAL SOCIETY shall be governed. These bylaws, amendments thereto, and official action of the Penn-York Section shall not conflict with any provisions of the Constitution, Bylaws and Regulations of the AMERICAN CHEMICAL SOCIETY.

ARTICLE I. NAME

Section 1. This organization shall be known as the Penn-York Section, hereinafter referred to as "the Section," of the AMERICAN CHEMICAL SOCIETY, hereinafter referred to as "the SOCIETY."

ARTICLE II. OBJECTS

Section 1. The objects of the Section shall be the encouragement and advancement of chemistry in all its branches, the increase and diffusion of chemical knowledge, the promotion of scientific interests and inquiry, and the stimulation of the professional interest and promotion of the well-being of its members.

ARTICLE III. TERRITORY AND HEADQUARTERS

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

Section 2. The headquarters of the Section shall be Warren, Pennsylvania.

***Effective August 10, 1989.** Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the AMERICAN CHEMICAL SOCIETY.

**Although not an official part of these bylaws, as of January 1, 1988 the territory of the Section was defined by the SOCIETY as "The counties of Cameron, Elk, Forest, McKean, Potter, and Warren in the State of Pennsylvania, and the counties of Cattaraugus and Chautauqua in the State of New York."

ARTICLE IV. MEMBERS AND AFFILIATES

Section 1. There shall be two classes of members: MEMBERS and ASSOCIATE MEMBERS.

(a) The MEMBER class shall have full rights and privileges as defined by SOCIETY Constitution and Bylaws in all Section matters.

(b) The ASSOCIATE MEMBER class shall have full rights and privileges in all Section matters except that of serving as Councilor, Alternate Councilor or Temporary Substitute Councilor. They may serve in any other elected position in the Section.

Section 2. There shall be two classes of affiliates: National Affiliates and Local Section Affiliates. Both classes of affiliates shall have full rights and privileges in all Section matters as defined in the Constitution and Bylaws of the SOCIETY. However, they may:

(a) not vote for or hold elective office.

(b) not serve on the Nominating Committee or Executive Committee.

(c) not vote on articles of incorporation or on bylaws of the Section.

Section 3. MEMBERS, ASSOCIATE MEMBERS, and National Affiliates are assigned to the Section by the SOCIETY based on residence, unless excepted by provisions of the Constitution or Bylaws of the SOCIETY. The Constitution and/or Bylaws of the SOCIETY establish the criteria for the two classes of members and for the National Affiliates.

Section 4. Local Section Affiliates shall be those persons interested in the objects of the Section as defined above, who are not members of the SOCIETY but wish to affiliate with the Section. Approval by the Section Executive Committee is required for such affiliation.

ARTICLE V. ORGANIZATION

Section 1. The officers of the Section shall include Chair, Chair-Elect, Secretary and Treasurer. The offices of Secretary and Treasurer may be combined into a single office at the discretion of the Executive Committee.

Section 2. The Section shall have Councilor(s) and Alternate Councilor(s) as provided in the Constitution and Bylaws of the SOCIETY.

Section 3. The Executive Committee shall be the governing body of the Section. It shall be composed of the officers of the Section, the Immediate Past Chair, Councilor(s), Alternate Councilor(s), Historian, and three Members-at-Large.

Section 4. In addition to the Executive Committee, required standing committees shall include Nominating Committee, Membership Committee and Long Range Planning Committee. Additional standing committees may be established as deemed necessary for the proper operation of the Section.

Section 5. When a vacancy occurs in any elective position the Executive Committee shall determine what action is to be taken relative to the vacancy. The Committee may fill vacancies other than Councilor or Alternate Councilor with any qualified Section member for the remaining term, or may elect not to fill the vacancy prior to the next regular election. A vacancy in the Chair office would normally be filled by the Chair-Elect through Executive Committee appointment. Vacancies in the Councilor or Alternate Councilor positions must be filled by Executive Committee appointment of a MEMBER prior to the next annual mail ballot election.

ARTICLE VI. TERMS OF OFFICE AND MANNER OF ELECTION

Section 1. All terms of office shall begin and end on a calendar year basis.

Section 2. The positions of Chair, Chair-Elect, Secretary and Treasurer shall be one-year terms.

Section 3. The Past Chair shall serve a one-year term on the Executive Committee immediately after the completion of his/her term as Chair. This is not an elective position.

Section 4. The positions of Councilor, Alternate Councilor, Member-at-Large and Historian shall be three-year terms. One Member-at-Large is elected each year for a three-year term.

Section 5. The Nominating Committee shall consist of three members of the Section. The Chair of the Nominating Committee shall be appointed by the Section Chair prior to the regular September meeting of the Section. The Chair of the Nominating Committee shall select two other members of the Section to comprise the Committee.

Section 6. The Nominating Committee shall recognize the value of an orderly progression of officers from Secretary to Treasurer, to Chair-Elect, to Chair, although the Nominating Committee shall not be limited to such progression in their selection of nominees.

Section 7. The Nominating Committee shall announce at the regular September meeting the names of the candidates for each position to be filled. Additional nominations may be presented in writing or from the floor during the September meeting. All nominees must have agreed to serve if elected. Nominations will be closed at the end of the September meeting for each position where at least one candidate has been nominated.

Section 8. All members shall be advised by mail at least ten days prior to the scheduled October meeting as to the names of the candidates for each position.

Section 9. If election of a Councilor or Alternate Councilor is required, a ballot identifying the candidate(s) is to be mailed to each MEMBER and ASSOCIATE MEMBER at least ten days prior to the scheduled October meeting. The date of that scheduled October meeting shall be listed as the deadline for receipt of the returned ballot. A Tellers Committee, appointed by the Chair, shall count the ballots and declare the winner.

Section 10. The regular October meeting shall be the annual meeting of the Section.

Section 11. Election for all positions other than Councilor and Alternate Councilor shall be conducted during the annual meeting in October (unless handled as part of a mail ballot following the procedure as given in Sections 8 and 9), provided a quorum of twenty members is present and/or represented by proxy votes, by the following procedures:

(a) When two or more candidates are listed for a position, a secret, written, ballot must be taken for that position. A Tellers Committee, appointed by the Chair, shall count such a written ballot and declare the winner.

(b) When a single candidate is listed for a position a hand vote shall be satisfactory.

Section 12. In the event a quorum is not achieved at the October annual meeting, election will either be scheduled at the November meeting or may be conducted by a mail ballot, at the pleasure of the Chair.

Section 13. With all election voting, election shall require approval by a majority of those voting. If none of the candidates receives at least fifty percent of the votes submitted, an election shall be held between the two candidates having the most votes in the earlier election, to determine the winner. Such an election shall be scheduled for the next regular meeting or by mail ballot, at the pleasure of the Chair.

ARTICLE VII. DUTIES OF OFFICERS

Section 1. The Chair shall be the principal executive officer and the official representative of the Section. He/She shall:

(a) preside at all regular or special meetings of the Section and at all meetings of the Executive Committee.

(b) appoint committee chairs.

(c) carry out such duties as required by the Constitution and Bylaws of the SOCIETY.

(d) serve as Program Chair during the year in which he/she functions as Section Chair.

(e) perform such other functions as specified by the Executive Committee.

Section 2. The Chair-Elect shall fulfill the duties of the Chair when the latter for any reason is unable to act in his/her official capacity. In addition, he/she shall:

- (a) be responsible for the planning of the meeting programs for the following year.
- (b) carry out such other duties as may be assigned.

Section 3. The Secretary shall:

(a) maintain minutes of all business meetings of the members and of all Executive Committee meetings.

(b) maintain a list of all members and affiliates.

(c) send meeting notices to all members and affiliates.

(d) certify to the Executive Director of the SOCIETY not later than December 1 the names, addresses and terms of the elected Councilor(s) and Alternate Councilor(s) for the ensuing year.

(e) submit the Section annual report to the SOCIETY by February 1 of the following year in accordance with the Bylaws of the SOCIETY.

(f) carry out such other duties as may be specified by the SOCIETY or by the Section.

Section 4. The Treasurer shall:

(a) have charge of all funds of the Section and shall disburse such funds only as directed by the Executive Committee. Such financial institutions as may be used must be approved by the Executive Committee.

(b) maintain the accounts in books which at all times are accessible for inspection and/or auditing by the Executive Committee.

(c) submit any financial reports of Section funds to the SOCIETY as may be requested.

(d) submit to the Section by February 1 of the following year a final fiscal report showing receipts and disbursements and a financial statement showing assets, liabilities, and net worth at the close of the Section year.

(e) be bonded, if so directed by the Executive Committee, at Section cost.

ARTICLE VIII. DUTIES OF EXECUTIVE COMMITTEE

Section 1. The affairs of the Section shall be governed by the Executive Committee, with the Chair of the Section acting as its Chair and the Secretary of the Section acting as its Secretary.

Section 2. The Executive Committee shall meet at such frequency as required for the proper conduct of the Section business.

Section 3. Meetings of the Executive Committee require a seven-day notice of the scheduled meeting, date, time, location and proposed agenda.

Section 4. A majority of the Executive Committee must be present as a quorum for the conduct of business.

BYLAW IX. STANDING AND AD HOC COMMITTEES

Section 1. The standing committees shall include the Nominating Committee, Membership Committee and Long Range Planning Committee. Other ad hoc committees may be established or disbanded as required for the proper conduct of Section activities. The Section Chair appoints all committee chairs with the exception of the Chair of the Executive Committee and of the Long Range Planning Committee. The appointed chair of each standing or ad hoc committee selects and appoints the other members of his/her committee.

Section 2. The Long Range Planning Committee is composed of the three most recent available and willing Past Chairs of the Section, following their one-year terms as Past Chair on the Executive Committee. If less than three Past Chairs are available, then past officers or past Councilors may be appointed. The most senior member on the Committee serves his/her final of three years as Chair of the Long Range Planning Committee.

ARTICLE X. MEETINGS

Section 1. The Section shall meet regularly at such times and locations as convenient to the members and affiliates. A minimum of two meetings, one of which is the annual meeting in October, are to be held annually.

Section 2. Special meetings of the members or of the Executive Committee shall be called when requested by a majority of the Executive Committee or on written, signed request of ten percent of the membership. A minimum of ten days notice of such special meetings must be given, and be accompanied by a specific statement as to the purpose of the special meeting. Only the defined agenda items may be acted upon.

Section 3. A quorum for regular and special meetings of the members shall be twenty members of the Section, in person or represented by proxy. No official action may be taken in the absence of a quorum other than adjournment to a later date.

Section 4. The Executive Committee shall meet upon the call of the Chair, or upon the request of the majority of the Committee members. An agenda is to be supplied to the Committee members prior to the meeting date.

Section 5. A quorum for an Executive Committee meeting shall be a majority of the Committee membership.

Section 6. Robert's Rules of Order (Newly Revised) shall govern Section and Executive Committee meetings and operation in all cases where they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE XI. FINANCES

Section 1. The Executive Committee may establish Section dues as necessary to maintain the financial strength of the Section. Dues payments by MEMBERS, ASSOCIATE MEMBERS, and National Affiliates cannot be made obligatory to continued Section membership and privileges. Section members having emeritus status in the SOCIETY are exempt from such dues.

Section 2. Local Section Affiliates are to be assessed dues as specified by the SOCIETY Bylaws. Such affiliates may be assessed additional dues, at a rate greater than members and National Affiliates are assessed, by Executive Committee action.

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

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

ARTICLE XII. AMENDMENTS

Section 1. Approval of amendments to these bylaws requires concurrence by a majority of the Executive Committee, except as stated in Section 5 below.

Section 2. After such concurrence of the Executive Committee, a ballot shall be mailed to members with a return, stamped envelope enclosed. A complete copy of the text is to be included, indicating deletions and additions, with an explanation as appropriate for the proposed changes.

Section 3. At the next regular meeting of the Section, but not less than twenty days after mailing the ballot, a report of the ballot result shall be given.

Section 4. An affirmative vote requires approval by two-thirds of the members voting.

Section 5. 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 5% of the members of the Section, must be presented to the Executive Committee. The procedure subsequently followed for general announcement of the amendment and balloting shall be identical to that which would be used for an amendment approved by the Executive Committee.

Section 6. After approval by the members, the revised bylaws are to be submitted to the Executive Director of the SOCIETY for review. The new bylaws become effective only after approval by the Committee on Constitution and Bylaws, acting for the Council.

ARTICLE XIII. DISSOLUTION

Section 1. In the event of dissolution of the Section, any assets of the Section remaining after dissolution 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.