



***BYLAWS OF THE
DIVISION OF INDUSTRIAL AND ENGINEERING CHEMISTRY
OF THE
AMERICAN CHEMICAL SOCIETY**

**BYLAW I
Name**

The name of this organization shall be the Division of Industrial and Engineering Chemistry (hereinafter referred to as the "Division") of the AMERICAN CHEMICAL SOCIETY (hereinafter referred to as the "SOCIETY"). The Division is incorporated under the laws of the District of Columbia.

**BYLAW II
Objects**

Section 1. The objects of the Division shall be those of the SOCIETY as stated in the Charter and Constitution of the SOCIETY. In particular, the objects shall be the advancement of industrial and engineering chemistry, and in specific furtherance thereof:

- a. To encourage the highest standards of excellence in developing and applying knowledge of chemistry and chemical engineering to the products and processes of industry.
- b. To promote the development of chemical science and technology in both academic institutions and in industry.
- c. To improve the qualifications and usefulness of chemists and chemical engineers through high standards of professional ethics, education and attainment.
- d. To increase the diffusion of chemical knowledge through its meetings, professional contacts, reports, papers, discussions and publications, thereby fostering public welfare and education.
- e. To promote the mutual recognition of need and interest for the complete spectrum of chemical interests, from fundamental research to pragmatic technology.

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

***Effective May 31, 2019.** 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 3. The Division 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.

BYLAW III **Members and Affiliates**

Section 1. Membership in the Division is open to all MEMBERS and STUDENT MEMBERS (hereinafter collectively referred to as “members”) of the SOCIETY. Any member of the SOCIETY may join the Division by enrolling with the Division and paying the established annual dues, as noted elsewhere in these bylaws.

Section 2. A Society Affiliate may become a Society Affiliate of the Division by application to the Secretary of the Division, provided that Division dues established for Society Affiliates are paid. A Society Affiliate may not vote for or hold an elective position, vote on Articles of Incorporation or bylaws of the Division, or serve as a voting member of the Division’s Executive Committee or equivalent policy-making body. A Society Affiliate may be appointed as a committee chair.

Section 3. The Division may have Division Affiliates as authorized in the Constitution and Bylaws of the SOCIETY. A person who is not a member of the SOCIETY, but who wishes to participate in the activities of the Division, may become a Division Affiliate. A Division Affiliate shall retain affiliate status only so long as payment is made of Division Affiliate dues of not less than two dollars (\$2.00) per annum. A Division Affiliate shall have all the privileges of membership in the Division, as provided in the Constitution and Bylaws of SOCIETY and these bylaws, except that of voting for or holding an elective position in the Division, voting on Articles of Incorporation and bylaws, serving as a voting member of the Division Executive Committee or equivalent policy-making body, or voting for Councilor(s) or Alternate Councilor(s). A Division Affiliate may be appointed as a committee chair.

Section 4. Members and affiliates shall have such rights and privileges as accorded them by the Constitution and Bylaws of the SOCIETY and these bylaws.

Section 5. STUDENT MEMBERS may not serve as Councilor(s), Alternate Councilor(s), or the Temporary Substitute Councilor, or as officers of the Division.

Section 6. Members of the Division who are members in emeritus status of the SOCIETY and who have been Division members for at least ten years, may request of the Secretary of the Division to be granted emeritus status in the Division and upon approval, shall be exempt from Division dues

Section 7. Any member or affiliate may resign from membership in the Division by submitting a resignation in writing to the Secretary of the Division; any dues previously paid shall not be reimbursed.

BYLAW IV **Organization and Administration: Officers, Executive Committee, and Councilor(s)**

Section 1. Officers

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

Section 2. Chair Succession

The Chair Succession is hereby established to facilitate continuity and to coordinate the functioning of the Chair-Elect, Chair, and Immediate Past Chair, as well as coordinate the operations of the Division with the Division's Board of Directors, also known as the Executive Committee.

Section 3. Board of Directors (Executive Committee)

The Board of Directors, also known as the Executive Committee, shall be the governing body of the Division and as such shall have full power to conduct, manage, and direct the business and affairs of the Division in accordance with the Constitution and Bylaws of the SOCIETY and these bylaws. The Executive Committee shall consist of the officers of the Division, the Councilor(s) and Alternate Councilor(s), the chairs of the Program, Membership, Awards, Public Relations, and Meeting Publicity Committees, the Program Secretary, the Newsletter Editor, the chairs of the Division's subdivisions, the Parliamentarian, the Historian, the Industrial Liaison Representative, and additional committee chairs as appointed by the Chair, with the approval of the Executive Committee. In addition, the Chair can appoint, with the approval of the Executive Committee, up to two Members-at-Large to serve for terms of one year on the Executive Committee as voting members. The chairs of the Division's subdivisions, the Parliamentarian, Historian, Industrial Liaison Representative, and other chairs as appointed, shall be members of the SOCIETY and the Division. At a minimum, the Executive Committee shall meet at each National Meeting of the SOCIETY.

Section 4. Duties of the Officers

The duties of the officers shall be such as usually pertain to their offices, together with those required by these bylaws, 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, to carry into effect the decisions and recommendations of that Committee, to preside at meetings of the Division to conduct governance business, to appoint, with approval of the Executive Committee, all committee chairs and committee members and other nonvoting and voting members of the Executive Committee, except those who are elected and except as described elsewhere in these bylaws, and to carry out the duties required by the Constitution and Bylaws of the SOCIETY.
- b. The duties of the Chair-Elect shall be to assist the Chair with the direction and management of the Division. The Chair-Elect shall preside over meetings of the Steering Committee as mentioned elsewhere in these bylaws. In the absence of the Chair, the duties of the office shall devolve upon the Chair-Elect.
- c. The Immediate Past Chair shall assist the Secretary with the preparation of the Annual Report to the SOCIETY and shall chair the Nominating Committee, which is described elsewhere in these bylaws.
- d. The Secretary shall preside over meetings in the absence of both the Chair and Chair-Elect. The duties of the Secretary shall be to keep a record of the Minutes of meetings of the Division and to submit Minutes of the meetings of the Executive Committee and the Steering Committee to the Executive Committee, to maintain a list of members and affiliates, to send to members

and affiliates such notices as the business of the Division may require, to submit a report to the Division at its annual meeting, to prepare the Annual Report to the Society, and to carry out the duties required by the Constitution and Bylaws of the SOCIETY and elsewhere in these bylaws. The Secretary of the Division shall maintain the Corporate Seal.

- e. The Treasurer shall have charge of the funds of the Division, keep an accurate record of all receipts and disbursements, receive dues, and make those disbursements approved by the Executive Committee. The Treasurer shall render an account of all transactions and of the financial condition of the Division to the Executive Committee at times set by the Committee, and shall submit such reports as are required by the Constitution and Bylaws of the SOCIETY. As Chair of the Finance Committee, the Treasurer shall propose a tentative Division budget to the Executive Committee for review at the Fall National Meeting of the SOCIETY.

Section 5. Duties of other voting members of the Executive Committee

- a. The Newsletter Editor shall be appointed by the Chair, with the approval of the Executive Committee, for a term of three years. The Newsletter Editor shall solicit material and/or write/edit material for the newsletter, and arrange for the production and distribution of the newsletter to the Division's members and associates. The newsletter shall be sent or made available twice annually at least sixty days before each National Meeting of the SOCIETY.
- b. The Program Secretary shall be appointed by the Chair, with the approval of the Executive Committee, for a term of three years beginning January 1. This person shall be responsible to the Executive Committee for coordinating programs sponsored by the Division and shall supply the SOCIETY with the required information for such programs.
- c. The Parliamentarian shall be appointed by the Chair, with the approval of the Executive Committee, for a term of three years beginning January 1. The duties shall include ongoing monitoring of adherence to these bylaws.
- d. The Historian shall be appointed by the Chair, with the approval of the Executive Committee, for a term of three years beginning January 1. The duties shall include maintaining and updating, as needed, an appropriate written history of the Division on the Division's website.
- e. The Industrial Liaison Representative shall be appointed by the Chair, with the approval of the Executive Committee, for a term of three years beginning January 1. The duties shall be as assigned by the Executive Committee.

Section 6. 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 person moving into the position of Chair shall also hold that position during their normal year as Chair.
- b. All other officer vacancies shall be filled by appointment by the Chair, with approval by majority vote of the Executive Committee, through interim appointments for the period up to the next annual election. At that time, the procedures for election as outlined in the bylaws of the Division shall be followed. All other vacancies of appointed members of the Executive Committee shall be filled by appointment by the Chair, with the approval of the Executive Committee.

- 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.

Section 7. Councilor(s), Alternate Councilor(s), and the Temporary Substitute Councilor

- a. The Division shall have Councilor(s) and Alternate Councilor(s) as provided in the Constitution and Bylaws of the SOCIETY. The Division's Councilor(s) and Alternate Councilor(s) shall carry out those duties assigned to them by the Constitution and Bylaws of the SOCIETY.
- b. Councilor(s) and Alternate Councilor(s) shall be elected from 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.
- c. In the event that a Councilor is unable to attend a specified meeting of the Council of the SOCIETY, the Chair of the Division shall appoint one of the Alternate Councilors to serve as Councilor at the specified meeting. Such appointment of an Alternate Councilor shall be for only one meeting.
- d. If every Councilor and Alternate Councilor of the Division will be absent from a Council meeting, thus leaving the Division without representation at such meeting, the Executive Committee may designate one MEMBER of the Division as a Temporary Substitute Councilor in accordance with the Bylaws of the SOCIETY.
- e. The Executive Committee shall designate any Councilor(s) to be disqualified under the SOCIETY's Bylaw provisions for reallocation of Councilor(s) among the Divisions.
- f. Any vacancy in the position of Councilor or Alternate Councilor shall be filled for the remainder of the unexpired term at the time of the next annual election. The vacancy may be filled until the next annual election by appointment by the Chair, with approval by majority vote of the Executive Committee.
- g. In the event that an Alternate Councilor or the Temporary Substitute Councilor is to serve as Councilor at a specified meeting, said MEMBER shall be certified for such service by the Division Secretary.

Section 8. The Corporation shall be bound by all provisions of the Charter, Constitution and Bylaws of the SOCIETY.

BYLAW V **Manner of Election and Terms of Office**

Section 1. Elected officers of the Division, except the Secretary and Treasurer, shall serve for a term of one year beginning on January 1 or until their successors are elected, except as otherwise noted. 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 each shall be elected for a two-year term beginning on January 1 or until their successors are elected; they shall be elected in alternate years whenever possible; reelection is permissible. Officers, Councilor(s), and Alternate Councilor(s) shall be elected by a ballot of those eligible to vote.

Section 2. At the Executive Committee's meeting that is held at the SOCIETY's Spring National Meeting, the Nominating Committee shall submit to the Executive Committee the names of two individuals selected to run for Chair-Elect and at least one name, but preferably two, for each additional elected position as necessary. Any MEMBER may be nominated for an office by signed petition of 50 members of the Division and such name shall automatically be included on the election ballot. To be valid, nominations must be signed by each member making the nomination and received by the Nominating Committee Chair within two weeks after the Spring National Meeting of the SOCIETY of the year in which the election is to be held. All candidates nominated shall have indicated willingness to serve if elected.

Section 3. The Secretary shall ensure that the ballots are distributed at a minimum of ninety days prior to the SOCIETY's Fall National Meeting, with the election results completed at a minimum of fifteen days prior to that meeting. The ballot shall contain each candidate's platform and biography. Candidates will be listed alphabetically on the ballot within each position, with the order being Chair-Elect, Secretary, Treasurer, Councilor, and Alternate Councilor, as necessary. Half of the ballots will have the candidates for each office listed in alphabetical order and half of the ballots will have the candidates for each office listed in reverse alphabetical order. A paper ballot will be mailed to any member who requests it.

Section 4. The ballots shall be tabulated and validated not later than September 15 by a disinterested member of the Executive Committee appointed by the Chair. The candidate for each office receiving the largest number of votes shall be declared elected. In case of a tie vote, 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 5. The results shall be announced by the Division Chair as soon as possible after the election, and also published in the Division's newsletter and/or on the Division's website soon thereafter. The results shall be certified to the Executive Director of the SOCIETY not later than December 1 in accordance with the Bylaws of the SOCIETY.

Section 6. 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 VI

Recall of Elected Officials

Section 1. The elected officials of the Division (officers and elected Executive Committee members) are subject to recall for neglect of duties or conduct injurious to the Division and/or 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 Division. 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 alternate resolution 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 MEMBER of the Division 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 recall 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. Division 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 before the vote is conducted by ballot. A paper ballot will be mailed to any member who requests it. At least two-thirds (2/3) of 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. 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 VII Committees

Section 1. The Executive Committee shall establish committees as necessary for the proper operation of the Division. All committee members shall be members and/or affiliates of the SOCIETY and the Division.

Section 2. The Division shall have the following standing committees: Awards, Nominating, Meeting Publicity, Membership, Program, Public Relations, and Steering.

- a. The Nominating Committee shall be chaired by the Immediate Past Chair. This committee shall be composed of two additional members of the Executive Committee selected by the Immediate Past Chair and appointed by the Division Chair before January 15 of each year. This committee shall submit to the Executive Committee at the Spring National Meeting of the SOCIETY at least two names to run for Chair-Elect and at least one, but preferably two, for each additional available elected position, these being described elsewhere in these bylaws.
- b. The Program Committee shall plan, organize, and conduct all programs sponsored by the Division. This committee's Chair and Deputy Chair shall be appointed by the Division Chair in office when such appointment is required, and approved by the Executive Committee for a term of three years. The Program Committee shall contain as many members as the Program Chair appoints. The committee members serve at the pleasure of the committee chair.
- c. The Public Relations Committee shall propose, design, and arrange for all Division promotional material and publicity. This committee's chair shall be appointed by the Division Chair in office when such appointment is required, and approved by the Executive Committee for a term of three years.
- d. The Membership Committee shall enlist new members in the Division and retain interest, participation, and membership of current members and associates. This committee's chair shall be appointed by the Division Chair in office when such appointment is required, and approved by the Executive Committee for a term of three years.
- e. The Steering Committee is responsible for long-range strategic planning for the Division, and ensuring that policies are followed. This committee shall be chaired by the Chair-Elect, as mentioned elsewhere in these bylaws, and shall be comprised of the elected officers of the Division, the Councilor(s), Subdivision Chairs, Past Chairs of the Division, and Program Chair, plus additional members of the Executive Committee and the Division to be appointed by the Chair-Elect as needed. The Steering Committee shall meet at least twice per calendar year for the purpose of facilitating the planning and operation of Division activities and policies.
- f. The Finance Committee shall assist the Treasurer, as necessary and as directed by the Treasurer in ensuring that the Treasurer's duties are completed within prescribed deadlines. Its members shall be appointed by the Treasurer, with the approval of the Chair and the Executive Committee.
- g. The Awards Committee chair, the Meeting Publicity Committee chair, the Parliamentarian, the Historian, and the Industrial Liaison Representative each shall serve for a term of three years. As necessary, each shall be appointed by the Chair with approval of the Executive Committee, as mentioned elsewhere in these bylaws.

BYLAW VIII

Finances

Section 1.

- a. Members of the Division shall pay annual dues in an amount determined 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. A member of the Division who is in arrears in payment of dues for one year shall be removed from the rolls.
- b. Society Affiliates of the Division shall pay annual dues in advance in an amount determined by the Executive Committee in accordance with the Bylaws of the SOCIETY. Failure to pay such dues in advance shall terminate the affiliation.
- c. The annual dues of Division Affiliates shall be determined by the Executive Committee in accordance with the Constitution and Bylaws of the SOCIETY, and as noted elsewhere in these bylaws. Failure to pay such dues in advance shall terminate the affiliation.
- d. A member, Society Affiliate of the Division, or Division Affiliate dropped from the rolls for non-payment of dues may be reinstated by payment of the delinquent dues and the current assessment unless otherwise released from the former by the Executive Committee.

Section 2. The Division may raise or collect funds to be expended for Division 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 Division may receive donations or bequests made to it, and may expend or invest the same on behalf of the Division. Such expenditures or investments shall be made by the Treasurer of the Division upon authorization by the Executive Committee.

Section 4. An annual audit of the books of the Treasurer and of any other transactions regarding the Division's funds shall be conducted by two or more disinterested members or individuals, appointed by an officer with no authority to disburse funds. The audit report shall be submitted to the Executive Committee by January 31.

BYLAW IX Presentation of Papers

Section 1. The Executive Committee shall be responsible for the selection of papers to be presented at meetings of the Division. It may delegate this authority to the Program Secretary or to the Program Committee.

Section 2. The rules for papers presented before meetings of the SOCIETY as outlined in the Bylaws and Regulations of the SOCIETY shall govern this Division.

BYLAW X Publications/Communications

Section 1. The Division retains certain rights and privileges of publication with regard to papers, discussions, tutorials, short courses, reports and other technical communications that are presented at its meetings or symposia, except as noted elsewhere in these bylaws and provided that such rights are consistent with the Constitution, Bylaws, and Regulations of the SOCIETY.

Section 2. The Program Committee Chair, on behalf of the Division and with the concurrence of the Division Chair, shall negotiate the publishing contract deemed most beneficial to the interests of the Division. Subject to a 50/50 royalties sharing arrangement with the editors, which may be modified under exceptional circumstances at the discretion of the Division Chair, the Division retains the rights to all royalties or other income generated by such publication. The Division may share such income with co-sponsors by mutual agreement.

Section 3. Papers presented at a symposium or meeting and submitted for book publication shall be released for journal publication, if after a period of six months after the presentation no agreement has been reached on publication by the SOCIETY or another publisher.

BYLAW XI

Subdivisions

Section 1. The Division may organize within itself one or more units known as Subdivisions, which shall be established to cover a specified portion of the general field of the Division. Each such Subdivision shall operate in conformity with the bylaws of, and shall be responsible to, the Division. Membership or affiliation in the Division shall be a requirement for participation in a Subdivision.

Section 2. Formation or discontinuance of a Subdivision shall be at the discretion of the Executive Committee of the Division. Steps to initiate a Subdivision may be taken by action of the Executive Committee or by petition of at least 25 members of the Division, sent to the Executive Committee. The scope of the activities of a Subdivision shall be defined and monitored by the Executive Committee of the Division. Members and affiliates of the Division may join the Subdivision by request to the Secretary, Treasurer, or Chair of the Membership Committee of the Division or by request to an officer or the Chair of the Membership Committee of the Subdivision.

Section 3.

- a. Upon establishment of a Subdivision, the Executive Committee of the Division shall appoint a Steering Committee and/or Executive Committee of the Subdivision, whose members shall be MEMBERS of the SOCIETY and the Division, and shall consist of a Chair, Chair-Elect, Secretary-Treasurer, and three Members-at-Large, the last serving for three years, except that in the initial year, they shall serve for one, two, and three years, respectively, to provide for rotation of terms. The Chair, Chair-Elect, Secretary and Treasurer shall serve for a term of one year beginning on January 1 or until their successors are appointed.
- b. In each succeeding year, the Division's Executive Committee shall appoint to the Subdivision Steering/Executive Committee a new Chair-Elect, Secretary-Treasurer, and Member-at-Large, the last for a three-year term, as necessary, until the Division has determined that the Subdivision has sufficient numbers to hold an election, at which time the Division's Executive Committee will no longer appoint Subdivision officers. These appointments shall be made by the Executive Committee at the Fall National Meeting for the ensuing year, after due consideration of recommendations from the Subdivision's Steering/Executive Committee.
- c. Thereafter, the Chair-Elect shall succeed to the office of Chair and the members of the Subdivision shall nominate and elect the remaining officers, who must be willing to serve in these positions. The officers, who shall be MEMBERS of the SOCIETY, shall be elected in accordance with election procedures for Division officers and shall serve for one year beginning January 1. The Chair of the Subdivision shall be a member of the Executive

Committee of the Division and may appoint such committees as may be necessary to conduct the activities of the Subdivision. The Secretary of the Subdivision shall maintain a list of members and affiliates of the Subdivision. The Treasurer shall submit, periodically or as directed by the Executive Committee of the Division, an itemized statement of receipts and expenses to the Executive Committee of the Division.

- d. The outgoing Chair shall become the Immediate Past Chair of the Subdivision and shall continue to serve for an additional year in that position.
- e. The Steering/Executive Committee is responsible to and shall report to the Division's Executive Committee through the Subdivision Chair.

Section 4. There will be no Subdivision dues. The necessary expenses of the Subdivisions shall be authorized by the Executive Committee of the Division from Division funds and be paid upon proper authorization and verification of expenses by the Subdivision officers. Funds earned or collected by the Subdivision and the expenditures thereof shall be under the control of, and through, the Division's Treasurer.

Section 5. The chairs of the Subdivisions shall be voting members of the Division Executive Committee.

BYLAW XII

Meetings

Section 1. The Executive Committee shall designate the times and places of the Division's meetings as it finds necessary or desirable for the proper functioning of the Division. The Division shall hold at least one technical session annually; however, this requirement may be modified by the Executive Committee in accordance with the Bylaws of the SOCIETY.

Section 2. The Annual Meeting of the Division to conduct governance business shall be held at the time of a National Meeting of the SOCIETY. The Executive Committee shall set the order of business. The order of business may be suspended by a majority vote of the members present.

Section 3. The Division may hold special meetings to conduct governance business upon the written request of a majority of the Executive Committee or upon the written request of 25 members of the Division. To be valid, such request shall be in the hands of the Secretary at least thirty days before the date requested for the meeting and shall state the exact nature of the business intended to be transacted. No other business shall transpire at such meetings.

Section 4. Meetings of the Executive Committee and meetings of the Division 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 all meetings, not including committee meetings, shall be sent to each member and affiliate of the Division. A quorum for the transaction of business at a Division meeting shall consist of 10 members of the Division. 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 XIII

Amendments

Section 1. A petition to amend the bylaws may be initiated by the Executive Committee or by a petition signed by at least 25 members of the Division. 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 Division members for adoption. This may be accomplished at a business meeting of the Division held during a National Meeting of the SOCIETY provided that a minimum of four weeks' prior notice is given to the Division members.

Section 3. If a proposed amendment is not approved by a majority of the Executive Committee, and if the petition is signed by at least 25 members of the Division, 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 Division.

Section 4. After notice of the proposed amendment(s) is given to the members, the amendment(s) shall be adopted if at least two-thirds (2/3) of the members present at the Business Meeting of the Division approve the amendment(s). Alternatively, Division members may vote by ballot, provided that at least ninety days' notice is given. At least two-thirds (2/3) of the votes cast shall be required to approve the amendment.

Section 5. The Secretary shall distribute the outcome of the vote regarding the amendment(s) to the Division 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 Division, 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 XIV

Dissolution

Upon the dissolution of the Division, any assets of the Division remaining thereafter shall be conveyed to such organization then existent as is dedicated to objects similar to those of the Division and the

AMERICAN CHEMICAL SOCIETY, or to the AMERICAN CHEMICAL SOCIETY, so long as whichever organization is selected by the governing body of the Division 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 Division's dissolution.