**QUESTIONS DOCUMENT option for Divisions to UPDATE their BYLAWS**

**American Chemical Society**

Introduction and instructions: Divisions have two fast and easy options to update their bylaws: 1) respond to this questions document and bylaws will be generated for you by the Society’s Committee on Constitution and Bylaws (C&B); or 2) use the MODEL BYLAWS and make choices. If you use option 1, please respond to the questions below; default responses are given. After your Executive Committee approves the responses, an officer or committee chair should email this completed questions document to C&B at [bylaws@acs.org](mailto:bylaws@acs.org). Within two or three weeks, if possible, C&B will prepare bylaws for the Division based on your responses and send next steps to the officers. The Division’s members (and affiliates, but only if permitted in the current bylaws) must then VOTE on the bylaws in accordance with your **current** bylaws. If you have any questions or need help, contact C&B at [bylaws@acs.org](mailto:bylaws@acs.org)**.**

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**DEFAULT OPTION(s)**: do you accept ALL default responses below? Yes or no? \_\_\_ OR give your responses below; if any options below are left **blank**, the default will be used.

**BYLAW I** [BYLAW and Sec. numbers, if given, refer to those in the **model bylaws**.]

1. What’s the name of your Division as given in the Division’s current bylaws? \_\_\_

**BYLAW III, Sec. 2**

1. Do you want to permit STUDENT MEMBERS to be appointed as committee chairs? Yes or no? \_\_\_ Default = yes. [If you allow this for a Division Affiliate and a Society Affiliate, you should allow this for a STUDENT MEMBER, who is a person who is actively working toward an undergraduate degree. (Bulletin 5: [www.acs.org/bulletin5](http://www.acs.org/bulletin5)); they are members, not affiliates.
2. Do you want STUDENT MEMBERS to be permitted to hold an elective position of the Division? Yes or no? \_\_\_ Default = yes. [If you replied “yes”, then “members”, not “MEMBERS”, which excludes STUDENT MEMBERS, must be used in BYLAW V, Sec. 1]

**BYLAW III, Sec. 3**

1. Do you want to have Division Affiliates? Yes or no? \_\_\_ Default = yes. [You are not required to have Division Affiliates, but all Divisions have these in their bylaws.]
2. Do you want Division Affiliates to have the right to **vote** for an elective position (other than for Councilor(s) and Alternate Councilor(s)? Yes or no? \_\_\_; Default = yes.
3. Do you want to permit Division Affiliates to be appointed as a committee chair? Yes or no? \_\_\_. Default = yes. [If you want committee chairs to be members of the Executive Committee (see #16), Division Affiliates may be only **nonvoting** members of the Executive Committee.]

**BYLAW III, Sec. 4**

1. Do you want to permit a Society Affiliate to be appointed as a committee chair? Yes or no? \_\_\_. Default = yes. [If you want committee chairs to be members of the Executive Committee (see #16), Society Affiliates may be only **nonvoting** members of the Executive Committee.]
2. Do you want to give Society Affiliates the right to vote for an elective position (other than for Councilor(s) and Alternate Councilor(s)? Yes or no? \_\_\_. Default = yes.

**BYLAW IV, Sec. 1,** Officers

1. Do you want your officers to be 1) “members”, which includes MEMBERS and STUDENT MEMBERS, or 2) “MEMBERS”, which excludes STUDENT MEMBERS? \_\_\_\_ Default = 1 [More Divisions are permitting STUDENT MEMBERS to be officers; see #3 above.]
2. If the terms for the Secretary and Treasurer are more than one year and if they will serve the **same** number of years, do you want to add this sentence? The Secretary and Treasurer positions may be held by the same person. Add sentence or delete it? \_\_\_ Default = add sentence. [This sentence is permissive; the Executive Committee would make this decision.]

**BYLAW IV, Sec. 2**, Executive Committee

1. Do you want the Immediate Past Chair to be 1) a member of the Executive Committee or 2) an officer? \_\_\_\_\_. Default = 1. [Either way, they will have the same voting privileges. Most Divisions have this position as members of the Executive Committee, not as officers.]
2. Do you want the Councilor(s) to be 1) members of the Executive Committee or 2) officers? \_\_\_\_\_. Default = 1. [Most Divisions include them on their Executive Committee, not as officers.]
3. Do you ALSO want the Alternate Councilor(s) to be 1) members of the Executive Committee or 2) officers? \_\_\_\_\_. Default = 1. [Most Divisions include them on their Executive Committee, not as officers.]
4. If your current bylaws include other position(s) as members of the Executive Committee, or if you wish to add any of these positions, please respond to the following; if not, skip to question #15.
   1. Member(s)-at-Large: Default = skip to question #15.
      1. Do you want to have one or more Member(s)-at-Large? Yes or no? \_\_\_. Default = no. [If you currently do not have Member(s)-at-Large, C&B recommends that you not add them; some Divisions have difficulty in getting people to run for office. If “no”, skip to #15.]
      2. **If yes,** how many? \_\_\_\_.
      3. Are they elected or appointed? \_\_\_. If appointed, by the Chair or Executive Committee? \_\_\_
      4. Do you want the Member(s)-at-Large to be members (including STUDENT MEMBERS) or MEMBERS (excluding STUDENT MEMBERS)? \_\_\_\_
      5. What is/are their term(s) of office? One year, two years, or three years? \_\_\_\_
   2. Others
      1. Do you have any other **elected** officer or member of the Executive Committee? Yes or no? \_\_\_. If no, skip to #15. Default = no, skip to #15. If yes, what is the title of this position? \_\_\_.
      2. Is this position an officer or a member of the Executive Committee? \_\_\_. [C&B recommends that they be members of the Executive Committee, not officers.]
      3. If they are a member of the Executive Committee, are they a voting or non-voting member? \_\_\_. Default = voting member.
      4. Are they members (including STUDENT MEMBERS) or MEMBERS (excluding STUDENT MEMBERS)? \_\_\_\_\_\_ Default = members.
      5. What is/are their term(s) of office? One year, two years, or more? \_\_\_\_ Default = one year.
5. Regarding chairs of the standing committees, do you want 1) all chairs, 2) only specific chairs (please specify), or 3) no chairs to be members of the Executive Committee? \_\_\_\_. Default = 1.
6. If you want chairs of the standing committees to be members of the Executive Committee, do you want the chairs to be 1) voting members\* or 2) nonvoting members of the Executive Committee? \_\_\_\_. Default = 2. [\*Affiliates may NOT be **voting** members of the Executive Committee; you must enter #2 if you responded “yes” in #6 and 7, permitting affiliates to be appointed as committee chairs.]

**BYLAW IV, Sec. 3**, Terms of office

1. What are the terms of office for the Chair and Chair-Elect? 1) one year; 2) two years; or 3) three years? \_\_\_\_ Default = 1 year.
2. What are the terms of office for other elected officers? \_\_\_\_ Default = 2 years each for Secretary and Treasurer. Specify others and give the terms of office for each if not listed: \_\_\_\_
3. Do you want the terms of office to begin January 1? Yes or no? \_\_\_. Default = yes. If no, what date do you want for the terms of office to begin? \_\_\_
4. If the terms of the Secretary and Treasurer are more than one year, do you want to add this optional phrase: they shall be elected in alternate years, whenever possible, to provide for a rotation of terms. Yes or no? \_\_\_. Default = yes.
5. With the exception of the Chair and Chair-Elect, do you want the incumbent of any position to be eligible for reelection? Yes or no? \_\_\_. Default = yes. [The Chair is not eligible for reelection because the Chair-Elect automatically succeeds to this position. Also, the Chair becomes Immediate Past Chair, which in some bylaws is either an officer or a voting member of the Executive Committee. You might consider setting the terms for the Chair and Chair-Elect to two years, not one year; see question # 17 above.]

**BYLAW IV, Sec. 4**, Duties of officers **[**and others, if applicable]

1. Duties of the Chair. Choose option 1 or 2: 1): Chair appoints all committee chairs and members; or 2): chair appoints these with the approval of the Executive Committee. \_\_\_\_ Default = 2.
2. C&B recommends the following duties. Do you accept these, including the optional phrase? Yes or no? \_\_\_. Default = yes. Or would you prefer to include these in the Division’s operations manual, not in the bylaws? \_\_\_. Default=include in bylaws [If you make any changes to the following, use either Track Changes or all capital letters.]
3. 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, [Optional:] **with the approval of the Executive Committee**, all committee chairs and committee members except as stated elsewhere in these bylaws, and to carry out the duties required by the Constitution and Bylaws of the SOCIETY. [Keep or delete the optional phrase:] \_\_\_\_ Default =keep
4. The duties of the Chair-Elect shall be to assist the Chair with the direction and management of the Division. In the absence of the Chair, the duties of the office shall devolve upon the Chair-Elect.
5. The duties of the Secretary shall be to keep a record of the minutes of the meetings of the Division and of 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, and to carry out the duties required by the Constitution and Bylaws of the SOCIETY and elsewhere in these bylaws. The Secretary shall preside over meetings in the absence of both the Chair and Chair-Elect.
6. 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.

[Include the following only if you have Member(s)-at-Large.]

1. The duties of the Member(s)-at-Large shall include bringing before the Executive Committee such items of concern to members of the Division as shall have been brought to their attention, as well as any duties assigned by the Executive Committee.

**BYLAW IV, Sec. 6**, Councilor(s), Alternate Councilor(s), and Temporary Substitute Councilor

1. Vacancies: you MUST **choose one** of the following 3 paragraphs (per SOCIETY Bylaw V, Sec. 8, e); **most** choose the first one (F1). Which one do you choose? \_\_\_\_. Default = F1. [If you choose F2, please add the details below.]

F1: 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 Executive Committee.

F2: Any vacancy in the position of Councilor or Alternate Councilor shall be filled for the remainder of the unexpired term in a predetermined order of succession from among Alternate Councilor(s) and/or unsuccessful candidates for these positions in the following manner: [You must ADD the details of the order of succession.] \_\_\_\_

F3: Any vacancy in the position of Councilor or Alternate Councilor shall be filled for the remainder of the unexpired term by means of a special election held in a manner similar to that used for regular elections as specified elsewhere in these bylaws.

**BYLAW V, Manner of Election**

1. Sec. 1. For the election of officers (and others if applicable), do you want 1) to have the option of conducting the election **either** by ballot **or** at a regular meeting; or 2) to have the election conducted **only by ballot**? \_\_\_.Default = 1. [Option 1 gives the Executive Committee more flexibility.]
2. Sec. 2. In September [Okay? Or specify another month: \_\_\_] [Default = okay] of each year, the Nomination Committee [Okay? Or specify a position or another committee: \_\_\_] [Default = okay] shall report to the membership its nominations for each elected position to be filled. Prior to October 15 [Okay? Or specify another date: \_\_\_], [Default = okay] any member or affiliate [Do you want only members or members and affiliates to nominate and second a nominee for office? \_\_\_] [Default = add “or affiliate”] of the Division may, in writing or from the floor at a meeting, nominate additional candidates for office. [Note: the election results must be certified to the Executive Director of the SOCIETY not later than **December 1**.]
3. Sec. 3. Do you want the candidates listed 1) in an order to be selected by lot or 2) in alphabetical order? \_\_\_. Default = 1.
4. Sec. 4. The ballots shall be tabulated and validated not later than November 15. [Okay? Or specify another date: \_\_\_] Default = okay. [Note the December 1 deadline above in #26.]
5. Sec. 4. The candidate for each position receiving the largest number of votes shall be declared elected. The Executive Committee may decide that for Councilor(s), the candidate(s) who receive the majority of votes shall be declared elected as Councilor(s); the candidate(s) who get the next largest number of votes shall be declared elected as Alternate Councilor(s). Do you want to include the optional text? Yes or no? \_\_\_. Default = yes. [Note “**may** decide”]
6. Sec. 5. The results shall be announced by the Division Chair or his or her designee as soon as possible after the election, and also published in the Division’s newsletter and/or on the Division’s website soon thereafter. [Okay? Or edit the optional text: \_\_\_]. Default = okay.

**BYLAW VI, Recall of Elected Officials**

1. Do you want to include the bylaw on the recall of elected officials? Yes or no? \_\_\_. Default = yes.

[C&B urges you to keep or add this optional bylaw; see wording in the model bylaws.]

**BYLAW VII, Committees**

1. Nomination is a required standing committee. If you want to specify other standing committees, please list them: \_\_\_\_. [The Executive Committee may establish committees as necessary.]

**BYLAW VIII, Meetings**

1. Who sets the order of business: 1) Executive Committee or 2) Chair? \_\_\_. Default = 1.
   1. Special meetings may be held at the written request of the Executive Committee or upon the written request of **15** members of the Division. Either approve 15 or give another number that make sense for your Division: \_\_\_ Default = 15.
   2. Meetings of the Executive Committee and Division to conduct governance business may be held by means of electronic communications technology, with the approval of the 1) Executive Committee or 2) Chair. Default = 1-Executive Committee. \_\_\_.
   3. How would you define a **quorum** for Division meetings to conduct governance business? Either approve **15** or give another number that make sense for your Division. \_\_\_ Default = 15. [You may NOT use a percentage. FYI: the quorum for Executive Committee meetings is a majority of the voting members.]

**BYLAW IX, Finances**

1. For the Division’s annual audit, do you want this report submitted to the Executive Committee by January 31? \_\_\_ Default = yes. If no, specify a different date \_\_\_

**BYLAW XI, Subdivisions** [See model bylaws.]

1. This bylaw is optional. Do you want to include this optional bylaw? Yes or no? \_\_\_ Default = yes.

**BYLAW XII, Affiliation with Other Technical Organizations** [See model bylaws.]

1. Do you want to include this optional bylaw? Yes or no? \_\_\_ Default = yes.

**BYLAW XIII, Amendments**

1. Sec. 1. A petition to amend the bylaws may be initiated by the Executive Committee, or by petition signed by at least **15** members of the Division. Either approve **15** or give another number that make sense for your Division: \_\_\_. Default = 15. [The same number will be used in Sec. 3.]

**Other**

1. If your current bylaws have other provisions that you would like to include in the proposed new bylaws, please give us the specific wording or enter the BYLAW numbers from your current bylaws: \_\_\_. We will let you if the wording is consistent with the ACS Governing Documents and if it’s possible to accommodate your request.

**LAST STEP**: send your responses (and/or questions) to C&B at [bylaws@acs.org](mailto:bylaws@acs.org).

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[FYI: **if** your Division is incorporated, C&B will check your Articles of Incorporation and will add appropriate wording to the bylaws. The term “Inc.” will be added at the end of the Division name only if it is part of the Division’s name as written in the Division’s Articles of Incorporation.] 07/7/17