

FAQ – for BYLAWS

The ACS Governing Documents (ACSGovDocs), model bylaws for Divisions, Local Sections, and International Chemical Sciences Chapters (hereinafter collectively referred to as “units”), status reports, and other useful information can be found at www.acs.org/govdocs. If you have any questions, contact the Committee on Constitution and Bylaws (C&B) at either 202-872-4071 or bylaws@acs.org.

Affiliates

The term “affiliate” is applicable in two situations. Affiliates are not members of the Society or a Local Section or Division, but shall retain affiliate status as long as payment is made of Society and/or Local Section or Division dues of not less than two dollars (\$2.00) per annum. Affiliates shall not hold an elective position, vote on Articles of Incorporation and bylaws, serve as a member of an Executive Committee or equivalent policymaking body, or vote for Councilors or Alternate Councilors of the Society, Local Section, or Division. Affiliates are entitled to all other privileges of membership, if allowed in the Society’s Bylaws or a Local Section or Division’s bylaws. Affiliates are not applicable to International Chemical Sciences Chapters. The term “Student Affiliate”, referring to a previous affiliation category similar to the present-day “STUDENT MEMBER”, is archaic and should not be used.

Articles of Incorporation

If a unit is incorporated, the unit’s bylaws must be in accordance with its Articles of Incorporation. The initial mention of the name of the Section or the Division in the TITLE does not need to include “Inc.” or “Incorporated” unless otherwise required by local law.

Ballots (What are the rules for the order of names on ballots?)

C&B recommends that order in which names are presented on ballots (nominees) be selected by lot, which is a best practice, rather than listing names in alphabetical order. Some units still provide in their bylaws that names be listed in alphabetical order; while this practice is permissible, C&B recommends that it be changed. Vendors who do electronic balloting have the capability to rotate names on the ballots, or the units could give them a specific order. For ACS’s national elections, the names are rotated by the vendor; for votes by Council, the names are selected by lot on the Council floor; for elected committees, the nominees’ names are presented in alphabetical order. Again, the best practice is to list the names in an order selected by lot.

BYLAW vs. ARTICLE

Only the Society’s Constitution should refer to Articles; for units, the appropriate term within their bylaws is “bylaws” [lowercase]. Each bylaw header within unit bylaws should be labeled BYLAW [all capital letters] [Roman numeral]. Also see “Effective date of bylaws” below.

Bylaws vs. bylaws

Only the Society’s Bylaws should be written with an initial capital letter; use all lowercase letters for unit bylaws. “Bylaws” should be one word, not hyphenated.

Bylaws (How do I update my unit bylaws?)

Either contact C&B at bylaws@acs.org or go to www.acs.org/govdocs for **options** updating your bylaws.

Bylaws (How do I make changes to the Society’s Bylaws?)

See Petitions.

Candidates – What if there is an insufficient number of candidates for the slate?

Some units have difficulty in getting members (or MEMBERS if required by their bylaws) to be candidates for elected positions. Bylaws generally specify how nominations are to be made, typically by a nominating committee with the option of petition or floor nominations. It is the responsibility of the Nomination Committee to develop an appropriate slate of nominations. The Executive Committee may find it necessary and helpful to assist the Nomination Committee in finding candidates.

Capitalization (What are some common errors in capitalization?)

Bylaws (only the Society's Bylaws are cited with an initial capital letter); bylaws (unit bylaws are cited in lowercase except that BYLAW headers are in all capital letters); Chair-Elect; ex officio; Executive Committee; Immediate Past Chair; Vice-Chair; Councilor; Alternate Councilor; Articles of Incorporation (if they refer to specific ones); Section; SOCIETY (use all capital letters in unit bylaws because it's defined this way in BYLAW I); Society (use only an initial capital letter for other uses).

Chair

On November 25, 1996, ACS members ratified the change of "Chairman" to "Chair" in the Society's Constitution, and in December 1996, the Board of Directors confirmed the change in the Bylaws and Regulations.

Constitution and Bylaws vs. C&B

Constitution and Bylaws (each is cited with an initial capital letter to refer to the Society's Constitution and/or Bylaws). When referring to the Committee on Constitution and Bylaws, it should be spelled out, using "and" since this is the official name of the committee, as cited in the ACS Governing Documents. Only use "C&B" after the full committee name has been used in text; usually this is initially cited in parentheses after the full committee name.

Councilors and Alternate Councilors

- a. These individuals must be elected, not appointed; also, there should be the same number of Alternate Councilors as Councilors. The term is generally three years, but a Councilor and/or Alternate Councilor may be elected for a shorter term if necessary to restore rotation; however, it must be clear to the Councilor and/or Alternate Councilor before the election that they will be elected for fewer than three years to provide for staggered/rotation of terms.

(How do you remove Councilors and/or Alternate Councilors from office?)

- b. Even though Councilors and Alternate Councilors are elected by Divisions and Local Sections, they are considered officers of the Society and not officers of the Division and Local Section. In some cases, units have waited until the end of their terms, or have asked that the Secretary of the Society get involved.

Dates

Use numerals without ordinal endings, e.g. January 3 (*not* January 3rd).

Dissolution

Specific language is cited in the bylaws templates and also in the ACS Governing Documents for Local Sections, Divisions, and International Chemical Sciences Chapters.

Division Affiliates

Division Affiliates are not members of the Society or the Division but shall retain affiliate status as long as payment is made of Division dues of not less than two dollars (\$2.00) per

annum. They are not eligible for dues waiver. Division Affiliates shall not hold an elective position, vote on Articles of Incorporation and bylaws, serve as a member of an Executive Committee or equivalent policymaking body, or vote for Councilors or Alternate Councilors of the Division. Division Affiliates are entitled to all other privileges of membership, if allowed in the Division's bylaws.

Effective date of bylaws

For new Local Sections, Divisions, International Chemical Sciences Chapters, the date that Council approves these is the effective date unless a specific date is requested. When bylaws are amended, the effective date is usually the date that the bylaws are certified by C&B; however, the unit may request a specific date when the bylaws would take effect. The following statement is usually in the bylaws:

Amendments to these bylaws, after adoption by the Division/Section/Chapter, 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.

Electronic balloting

ACS approved electronic balloting in fall 2004. However, if a Local Section or Division's bylaws specifies "mail", "signature", or "envelope", the unit must conduct its elections via U.S. mail. C&B has defined "mail" in bylaws as using U.S. mail to transmit a physical ballot and thus excluding transmission via email. Bylaws do not need to specify "electronic ballot"; if just "ballot" is used, the unit may conduct its elections via electronic balloting. Contact C&B at bylaws@acs.org for a list of electronic balloting services.

Elections

Even if there is an uncontested slate, the election may not be made by acclamation. Ballots must be used, and balloting and voting must follow the Society's fairness requirements. Here is text from the model bylaws: "In accordance with the ACS Governing Documents, 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."

Executive Committee

In most bylaws, the Executive Committee is the governing body of the unit and as such has the full power to conduct, manage, and direct the business and affairs of the unit in accordance with the ACS Governing Documents and the unit's bylaws. Also see "One person" (Can one person hold two different positions?)

Hyphens

Do not use hyphens for "bylaws", "Bylaws", "hardcopy", "subcommittee", and "cosponsor". Do use a hyphen for "Vice-Chair".

Local Section Affiliates

Local Section Affiliates are not members of the Society or the Section but shall retain affiliate status as long as payment is made of Section dues of not less than two dollars (\$2.00) per annum. They are not eligible for dues waiver. Local Section Affiliates shall not hold an elective position, vote on Articles of Incorporation and bylaws, serve as a member of an Executive Committee or equivalent policymaking body, or vote for Councilors or Alternate Councilors of the Section. Local Section Affiliates are entitled to all other privileges of membership, if allowed in the Section's bylaws.

Mail

C&B has defined “mail” as using the U.S. Postal Service to mail the physical item. The model bylaws now uses “distribute” or “send”.

MEMBERS vs. members

In certain sections of unit bylaws, it is necessary to differentiate between members, MEMBERS, and STUDENT MEMBERS. The word in lowercase letters (members) indicates both MEMBERS and STUDENT MEMBERS. When all capital letters are used (MEMBERS or STUDENT MEMBERS) this indicates only one group or the other. Also see STUDENT MEMBERS.

Multiple positions

See One person below.

Name of Division, Local Section, and International Chemical Sciences Chapter

The unit’s name in BYLAW I must be the name as approved by Council, which is also the name that is in their Articles of Incorporation *if* the unit is incorporated. The initial mention of the Section or the Division in the TITLE does not need to include “Inc.” or “Incorporated”.

Newsletter (Should we provide a print or electronic newsletter for non-dues-paying members?)

In the past, C&B and OLSA (Office of Local Section Activities) agreed that a Local Section may send to its non-dues-paying members, only the electronic version, but the decision is up to their Executive Committee.

Numbers

C&B follows the *ACS Style Guide* for numbering: delete parentheses, e.g. “ten” and not “ten (10)”, except for fractions, e.g. “two-thirds (2/3)”. Use cardinal numbers for 10 and greater (e.g. 10 members), except for measures of time (e.g. thirty days).

One person (Can one person hold two different positions?)

Some bylaws permit one person to hold two positions: “The Secretary and Treasurer positions may be held by the same person.” For other situations, C&B does not recommend that a person be listed on a ballot as a candidate for more than one position. However, if doing so is necessary and not prohibited by the unit’s bylaws, the Executive Committee might decide to permit this. In some smaller Sections, they might have one MEMBER running for Councilor and also for an officer position. Even though the MEMBER might serve in two official capacities, they are entitled to only one vote on the Executive Committee.

Order of the names on a ballot

See Ballots.

Partial term

See Councilors and Alternate Councilors.

Percent

In late 2014, C&B removed the use of percentages for quorum requirements from its bylaws templates and bylaws certified after the fall 2014 meeting, having recognized that a number equal to the percentage of a unit’s membership can fluctuate daily, simply because the number of unit members itself is varying. This variability may pose unforeseen challenges to the units. FYI: the word, “percent” and not the symbol is consistent with the ACS Governing Documents.

Exception: If the percentage is less than one, include the example after the words, e.g. one-half percent (0.5%). This form is mostly used in the ACS Governing Documents.

Petitions to amend the ACS Constitution and/or Bylaws (How do I submit a petition?)

Refer to the last few pages in the ACS Governing Documents (ACSGovDocs): www.acs.org/govdocs for guidance. The petition deadline is 16 weeks before the next Council meeting.

Things to consider when submitting a petition:

1. Is the petition consistent with ACS's Charter, Constitution, and Bylaws (and not in conflict with the Regulations)? If not, what changes do you recommend?
2. Do the changes meet the intent of the petitioners as stated in their Explanation?
3. Are the proposed amendments clear and unambiguous and will they stand alone without the Explanation, which does not become a part of the ACS Governing Documents?
4. Is there a better way to achieve the intent of the petitioners, perhaps with more succinct language?
5. Should any part(s) of the petition be voted on separately, or one at a time, in sequence, rather than as the petition in whole?

Proxies

These are not allowed.

Purposes

This word, which is a legal term, should be used as a plural word. The bylaws should not use "Purpose". Older bylaws may have the legal term "Objects", which should instead be replaced with "Purposes".

Quorum

You must abide by your bylaws. If a quorum is not included in your bylaws, you must abide by *Robert's Rules of Order Newly Revised*, for which this is defined as a "majority" of your unit's members.

Recall Process

Specific language is recommended in the model bylaws for Local Section, Divisions, and International Chemical Sciences Chapters. Be sure that the recall procedures do NOT include Councilors and Alternate Councilors, who are considered officers of the Society rather than unit officers. Currently there are no provisions in the ACS Governing Documents for recalling Society officers.

Section

This term can refer to the Section number within bylaws, but it can also refer to a Local Section.

Slate

See Candidates.

Society vs. SOCIETY

In bylaws, SOCIETY is defined in BYLAW I, so SOCIETY should be in all capital letters in bylaws. In other documents, Society should be cited with an initial capital letter.

Society Affiliates

In this case, “Society” should not be in all capital letters. Society Affiliates are not members of the Society, but shall be assigned to an appropriate Local Section in the same manner as members. Society Affiliates shall have no vote in the national affairs of the Society and shall not be eligible for any elective position in the Society. Society Affiliates may join a Division as an affiliate; see Division Affiliates.

STUDENT MEMBERS

According to the ACS Governing Documents, units may decide whether or not to permit STUDENT MEMBERS to vote and/or hold office. STUDENT MEMBERS “shall be entitled to all privileges of membership except that of holding an elective position of the SOCIETY.” STUDENT MEMBERS therefore may not serve as Councilors, Alternate Councilors, or Temporary Substitute Councilors, but if so permitted in the unit bylaws, they may be appointed as committee chairs and may hold an elective position other than Councilor or Alternate Councilor. The term, “members” includes STUDENT MEMBERS. Also see MEMBERS vs. members.

Terms of office

See the model bylaws (www.acs.org/govdocs). Also refer to the unit’s current bylaws.

Units

When C&B refers to “units”, a term which is also used in the ACS Governing Documents, this reference includes Divisions, Local Sections, and International Chemical Sciences Chapters.

Vacancies

See the model bylaws (www.acs.org/govdocs). Also refer to the unit’s current bylaws.

Send comments, corrections, or additions to this list to bylaws@acs.org.

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