

***BYLAWS OF THE
VIRGINIA SECTION
OF THE
AMERICAN CHEMICAL SOCIETY**

**BYLAW I
Name**

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

**BYLAW II
Objects**

The objects of the Section shall be to encourage in the broadest and most liberal manner the advancement of chemistry in all its branches; to promote research in chemical science and industry; to improve the qualifications and usefulness of chemists through high standards of professional ethics, education, and attainments; and by its meetings, professional contacts, reports, papers, discussions, and publications, to promote scientific interests and inquiry, especially among pre-graduate students, thereby fostering public welfare and education, aiding the development of our country's industries, and adding to the material prosperity and happiness of our people.

**BYLAW III
Territory**

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

**BYLAW IV
Members and Affiliates**

Section 1. The membership of the Section shall be composed of those members of the SOCIETY residing within the territory of the Section, provided that exceptions to this rule shall be made in conformity with the Constitution and Bylaws of the SOCIETY.

***Effective June 30, 2008.** Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the AMERICAN CHEMICAL SOCIETY.

Sec. 2. The rolls of the Section shall include those MEMBERS, ASSOCIATE MEMBERS, and Society Affiliates of the SOCIETY assigned to it by the SOCIETY. The rolls may also include Local Section Affiliates.

An ASSOCIATE MEMBER may not hold an elective position or serve as a Temporary Substitute Councilor. A Society Affiliate or Local Section Affiliate may not vote for or hold an elective position or vote on articles of incorporation or bylaws. A Local Section Affiliate may not serve as a member of the Executive Committee; a Society Affiliate may not serve as a voting member of the Executive Committee.

BYLAW V Organization

Section 1. The officers of the Section shall be a Chair, Chair-Elect, Vice-Chair, Secretary, Treasurer, and members of the Board of Trustees.

Sec. 2. The Executive Committee shall consist of the officers of the Section, Councilors, Alternate Councilors, the Immediate Past Chair, the chairs of all committees, and other members who may be appointed by the Chair of the Section.

Sec. 3. All officers shall be elected from MEMBERS of the SOCIETY.

BYLAW VI Manner of Election and Terms Of Office

Section 1.

- a. All officers shall be elected prior to January 1 and shall hold office, except as below, for the calendar year January 1 to December 31, or until the election of their successors. Upon completion of the Chair's term of office, the Chair-Elect shall succeed to the office of Chair.
- b. Councilors and Alternate Councilors shall be elected for three-year terms in a manner to produce rotation so that the total number in any one year will be in accord with the number provided by the SOCIETY Bylaws. Terms for Councilors and Alternate Councilors shall begin on January 1 following their election.
- c. The Board of Trustees shall consist of three MEMBERS of the Section, each elected for a term of three years, with one MEMBER to be elected each year.

Sec. 2.

- a. Nominations for all offices shall be made by the Nominations Committee. The committee shall present at least one candidate for every elected office. The names of the nominees and a biographical sketch to cover principally his or her past service to the Section for each shall be submitted to the Section's publicity organ for publication

during September. Members shall be invited to make nominations, exclusive of the office of Chair, over the signature of twenty (20) members of the Section. Such nominations received by the Secretary of the Section prior to September 1 shall appear on the ballot. No nominations except that of Chair-Elect, if available, will be received for the office of Chair.

- b. Election balloting and procedures shall be conducted in accordance with balloting procedures as specified in SOCIETY bylaws and regulations. Balloting shall begin no later than October 15 and shall end no later than November 8. Ballots shall be made available to all voting members of the Section.
- c. The Chair shall appoint as Tellers two or more members who are not candidates for office nor members of the Executive Committee to certify the results of the election before November 22.
- d. The Secretary of the Section will certify the results of these elections promptly to the Executive Director of the SOCIETY.

Sec. 3. In the event of a vacancy in the office of Chair, the Chair-Elect shall immediately assume the added duties of the Chair for the unexpired term. Other officers shall succeed to the office of Chair in the following sequence: Vice-Chair, Secretary, and Treasurer. All other vacancies in elective offices shall be filled as soon as possible by interim appointment by the Executive Committee. The *ad interim* appointee shall serve until the next election.

Sec. 4. In case of a tie vote for any elective position, the Executive Committee shall select from among the tied candidates.

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.

Sec. 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 (5) 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.

Sec. 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 present the issue to a called meeting of the Executive Committee.

- 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 qualified 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 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 given 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 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.

Sec. 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

Duties of Officers and Executive Committee

Section 1. The duties of the officers shall be those customarily performed by such officers, together with those responsibilities prescribed by the Constitution and Bylaws of the SOCIETY and by these bylaws and such other duties as may be assigned by the Executive Committee.

Sec. 2. The Chair of the Section shall serve as Chair of the Executive Committee and shall appoint members and/or affiliates to all committees authorized in these bylaws or by the Executive Committee.

Sec. 3. The Executive Committee shall be the governing body of the Section and 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.

Sec. 4. The Board of Trustees shall be authorized and directed by the Executive Committee to hold or invest funds or to sell securities in the name of the Section. A report to the Section shall be made annually or upon request of the Chair of the Section. A safety deposit box in the name of "Trustees, Virginia Section, American Chemical Society," accessible to two or more Trustees in the company of each other, shall be maintained for the protection of securities.

Sec. 5. The Councilors shall attend national meetings of the SOCIETY and report pertinent actions and decisions to the Section when appropriate. Alternate Councilors shall discharge these responsibilities when directed to do so by the Chair.

BYLAW IX Committees

Section 1. Committees shall be appointed by the Chair to perform specific duties and shall be standing committees or special committees according to their function.

Sec. 2. To carry out the objects of the Section, there shall be at least one committee charged with each of the following: programs, the concerns of members and membership, service to and education of pre-college and college chemistry students, and the advancement of chemistry in Virginia.

Sec. 3. The Chair shall appoint a Nominations Committee to consist of not fewer than three members including, when possible, the Immediate Past Chair of the Section.

Sec. 4. The Chair shall appoint an Audit Committee to provide for an annual audit of the records of the Treasurer.

Sec. 5. The Chair shall appoint other committees as may be deemed necessary to carry out responsibilities not presently anticipated.

BYLAW X Meetings

Section 1. The Section shall hold regular meetings at places and times designated by the Executive Committee. The rules of order in the conduct of Section meetings not specifically provided in these bylaws or in the SOCIETY's documents shall be the most recent edition of *Robert's Rules of Order, Newly Revised*.

Sec. 2. Due notice of all meetings shall be sent to each member and affiliate of the Section. A quorum for transaction of business at a Section meeting shall consist of 25 MEMBERS of the Section. No business shall be transacted in the absence of a quorum.

Sec. 3. The Section may hold special meetings at the call of the Executive Committee or at the written request of 15 members of the Section. The notices of special meetings shall state the exact nature of the business to be considered, and no other business shall be transacted at such meetings.

Sec. 4. The Executive Committee shall meet upon due notice to its members at the call of the Chair or at the request of a majority of the members of the Committee. In the absence of a quorum, which shall be a majority of the members of the Executive Committee, any business requiring a quorum shall be conducted by mail or postponed to the next scheduled meeting of the Executive Committee or to a called meeting of the Executive Committee.

BYLAW XI

Finances

Section 1. All members and assigned Society Affiliates of the Section may be requested to pay voluntarily such annual Local Section dues as may be set by the Executive Committee.

Sec. 2. Dues for Local Section Affiliates shall be determined by the Executive Committee in accordance with the Constitution and Bylaws of the SOCIETY. Failure to pay such dues for the current year shall terminate the affiliation. Such dues shall be at least two dollars (\$2.00) per annum, with the exception that dues for regularly matriculated students specializing in a chemical science shall be at least one dollar (\$1.00) per annum. The Executive Committee may waive Local Section dues for Student Affiliates of the SOCIETY.

Sec. 3. Section funds shall be expended by the Treasurer. Expenditures not included in the budget require written authorization of the Chair, such authorization to be provided to the Chair by the Executive Committee at its discretion. The Treasurer shall render a report at least annually.

BYLAW XII

Amendments

Section 1. A proposed amendment to these bylaws must first be submitted in writing to the Executive Committee. If it is approved by the Executive Committee, the Secretary shall furnish all members of the Section with copies of both the current language and the amended language of the affected bylaw(s) in the next issue of the Section's publicity organ.

Sec. 2. Following announcement of the proposed amendment, these bylaws may be amended by the affirmative vote of two-thirds of the voting members present at any meeting provided that the membership has been notified of the proposed change(s) at least sixty days before said meeting. Publication in the Section's publicity organ shall constitute due notification.

Alternatively, or in the absence of a quorum at the meeting during which the vote is scheduled, a mail ballot may be used.

Sec. 3. Amendments to the bylaws, after adoption by the Section, 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 in the amendment.

BYLAW XIII **Dissolution of the Section**

Upon the dissolution of the Local 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 Sec. 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.