

(language reviewed by the Committee on Constitution and Bylaws 8/05; further modified by action of the Cleveland Section.) **Rev6 11/20/05**

Entries in black with strike-throughs were deletions approved by the Subcommittee on the Constitution and Bylaws of the ACS Council. Underlined entries in black boldface are additions approved by this committee. Entries in red with strike-throughs are deletions introduced by the subsequent review by the Cleveland Section. Entries in red boldface are additions made by the Section in this subsequent review.

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

Bylaw I—Name

The name of this organization shall be the Cleveland Section, hereinafter referred to as “the Section” of the AMERICAN CHEMICAL SOCIETY, hereinafter referred to as “the SOCIETY.”

Bylaw II—Objectives

Section 1. The objectives of the Section shall be:

- (A) To advance the science of chemistry.
- (B) To serve and represent the community in matters pertaining to chemistry.
- (C) To promote professional relationships among its members.
- (D) To promote the interests of the SOCIETY.

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

Bylaw III—Territory and Headquarters

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

Bylaw IV—Members and Society Affiliates

***Effective February 29, 1992.** Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the American Chemical Society.

Section 1. The rolls of the Section shall include those MEMBERS, ASSOCIATE MEMBERS, and Society Affiliates of the SOCIETY residing within the territory of the Section, provided that exceptions to this rule may be made in conformity with the Constitution and Bylaws of the SOCIETY.

Bylaw V—Local Section Affiliates

Section 1. Local Section Affiliates, as authorized in the Constitution and Bylaws of the SOCIETY, shall be elected by the Executive Committee of the Section. Affiliates shall have all the privileges accorded to them by the Constitution and Bylaws of the SOCIETY.

Section 2. Local Section Affiliate status can be conferred by the Section only on a person who is not a member of the SOCIETY.

Section 3. No relationship of any kind exists between a Local Section Affiliate and the SOCIETY.

Section 4. Local Section Affiliate status is automatically terminated by failure to pay dues for the current year.

Bylaw VI—Organization

Section 1. The Officers of the Section shall be a Chair, a Chair-Elect, a Secretary, and a Treasurer.

Section 2. The Section shall have Councilors and Alternate Councilors as provided in the Constitution and Bylaws of the SOCIETY.

Section 3. The Section shall have three Directors and three Trustees.

Section 4. One of the Directors shall be appointed by the Chair to serve as Chair of the Budget Committee.

Section 5. The Section shall have an Executive Committee composed of the Officers, the Councilors, the Alternate Councilors, three Directors, three Trustees, and the Immediate Past Chair.

Section 6. Only members shall hold elective positions in the Section **except ASSOCIATE MEMBERS may not serve as Councilors or Alternate Councilors.**

Bylaw VII—Elections—Terms of Office

Section 1. The Officers of the Section shall be elected ~~to serve a term of one year~~ **with service beginning January 1, or until their successors take office, with for** the following **exceptions**

terms: a) the office of the Immediate Past-Chair shall be filled by the Chair of the previous year, b) the office of the Chair shall be filled by the Chair-Elect of the preceding year, c) the office of the Chair-Elect shall be held for a one-year term, and d) the offices of Treasurer and Secretary shall be elected in alternate years for two-year terms. Officers may remain in their elected positions while they wait for their successors to take office. ~~The Treasurer shall be elected for a two-year term. The Officers of the Section shall be elected to serve terms beginning on January 1 following their election, as follows: the Chair-Elect, who succeeds the Chair the next January and to Immediate Past Chair the following January; the Secretary, who serves for two years, and the Treasurer, who serves for two years. For added continuity, the Secretary and the Treasurer are elected in alternate years.~~

Section 2. Councilors, Alternate Councilors, Directors, and Trustees shall be elected for **staggered** a terms of three years beginning on January 1 following their election. **Vacancies are replaced as described in Section 3.**

Section 3. In the event of a vacancy in the office of Chair, the Chair-Elect shall assume the added duties of Chair for the unexpired term. In the event of a vacancy in the office of Chair-Elect, the Executive Committee shall appoint a Vice-Chair to fill the unexpired term but not to automatically succeed as Chair. At the next election both a Chair and a Chair-Elect shall be elected. Any other vacancy among Officers, Councilors, Alternate Councilors, Directors, or Trustees shall be filled by appointment by the Executive Committee for the balance of the year in which the vacancy occurs. When the term of office has more than one year to run, the balance of the unexpired term shall be filled by election at the annual election.

Section 4. ~~In January, the Chair of the Section shall appoint a member of the Section to serve as Chair of the Nominating Committee. The Chair of the Nominating Committee shall appoint two additional Section members to serve as members of the Nominating Committee. No member of the Nominating Committee shall be a Section nominee for office.~~ **The Immediate Past Chair serves as the Chair of the Nominating Committee, requests suggestions for nominees from the Executive Committee members, and advertises positions to be filled in the March issue of the Section newsletter, which also appears on the Section's web page.**

Section 5. **Before the end of April,** ~~At least five weeks before the May meeting,~~ the Nominating Committee shall ~~present to~~ **consult with** the Chair of the Section **about** a list containing one or more nominees for each of the following positions: Chair-Elect, ~~Secretary,~~ Director, and Trustee. In appropriate years, one or more nominees for **Secretary or** Treasurer shall be included. The list shall also name at least as many nominees for Councilor and Alternate Councilor as there are positions to be filled. With the exception of the Chair and Chair-Elect, the incumbent of any elective position may be renominated. Before choosing a nominee, the Nominating Committee shall ascertain that the individual is willing to assume the duties and responsibilities of the office.

Section 6. ~~At least one week prior to the May meeting, the report of the Nominating Committee will be mailed to all members of the Section.~~ **At least one week before the end of May, the report of the Nominating Committee will be communicated to the members of the Executive Committee and posted on the Section's web page.**

Section 7. Members of the Section may submit to the Secretary names of nominees for any office on or before July 15. The names of such nominees shall have the written endorsement of at least twenty members of the Section. The Secretary shall certify the validity of the signatures, determine the willingness of the individuals to serve, and submit the names to the Nominating Committee for inclusion on the ballot.

Section 8. For each position to be filled, nominees shall be listed on the ballot in alphabetical order.

Section 9. At least five weeks prior to the October meeting, ballots shall be **distributed** ~~mailed directly~~ to all members of the Section. Valid ballots must be received by the Secretary at least one week before the October meeting. **If balloting is done by mail,** such ballots must be sealed in a ballot envelope, which shall be placed in an outer envelope; said outer mailing envelope shall either bear or contain the member's signature. A signature in or on the ballot envelope or on the ballot itself shall invalidate the ballot.

Section 10. The Chair shall appoint as Tellers ~~three or more members~~ who are **not** ~~neither~~ nominees for office. ~~nor members of the Executive Committee.~~

Section 11. The Secretary shall **receive all ballots,** ~~open all mailing envelopes.~~ For all **mail** ballots received by the deadline, the Secretary of the Section shall compare the hand-inscribed name on the mailing envelope or contained in the mailing envelope with the official list of members of the Section. Any ballot envelope not validated by the Section member's hand inscribed signature shall be kept unopened and marked VOID. The Secretary shall transmit all ballot envelopes to the Tellers. **If balloting is done electronically, suitable arrangements must be made to assure that only registered members of the section have voted once.**

Section 12. **If balloting is done by mail,** the Tellers shall open all ballot envelopes verified as valid, shall count the ballots, and shall tally the votes. Ballots that violate specified voting procedures shall be rejected in whole or in part, depending on the extent of the violation(s). The vote tally, including the number of rejected ballots and the number of invalidated envelopes, shall be reported to the Chair. All ballot envelopes marked VOID and all ballots shall be returned to the Secretary. **If balloting is done electronically, the Tellers must certify the vote tallies.**

Section 13. A plurality of votes in October balloting shall constitute election for any office except Councilor and Alternate Councilor. In case of ties, the election will be determined by a plurality of votes cast by written ballot of the Executive Committee except the Chair. In case of a tie in the Executive Committee, the Chair shall cast the deciding vote. Candidates for Councilor receiving the most votes shall be declared elected Councilors until all posts are filled. Candidates for Alternate Councilor receiving the most votes shall be declared elected Alternate Councilor until all posts are filled.

Section 14. The Chair shall inform all candidates of the election results and shall arrange for transmitting this information to all members and affiliates of the Section.

Section 15. The Secretary shall retain all mailing envelopes and all ballots for at least 90 days after either the announcement of the results to the membership or until any disputes have been resolved, whichever is later.

Section 16. The Secretary shall transmit election results to the SOCIETY.

Section 17. The Secretary shall certify to the Executive Director of the SOCIETY, as soon as possible, but not later than December 1 of each year the names, addresses, and terms of all Councilors for the Section.

Bylaw VIII—Duties of Officers and Executive Committee

Section 1. The duties of the Chair, the Secretary, and the Treasurer shall be such as usually pertain to the offices they hold and also any other duties that may be enumerated in any part of these bylaws or that may be prescribed by the Executive Committee. The Chair shall preside at meetings of the Section and of the Executive Committee **and shall arrange for announcements of these meetings. In the absence of the Chair, the Chair's designee shall preside.**

Section 2. The Chair-Elect shall carry out the duties of a Vice-Chair. The Chair-Elect shall be Chair of the Program Committee and succeed to the office of Chair of the Section for the ensuing year.

Section 3. The Immediate Past-Chair has responsibility for completing the annual report for the previous year and for conducting the next election.

Section 4. The Secretary shall keep a record of the proceedings of the Section and of the Executive Committee, and maintain a list of the Section's members and affiliates. The Secretary shall, in cooperation with the Chair, the Chair-Elect, and the Treasurer, make such reports to the Executive Director of the SOCIETY as may be required by its Constitution and Bylaws. ~~The Secretary shall provide for issuing notices of meetings of the Section.~~ The Secretary shall see to the certification of Councilors and/or Alternate Councilors as required by the Constitution and Bylaws of the SOCIETY.

Section 5. With the exception of the Trust Fund, the Treasurer of the Section shall have charge of all monies of the Section. The Treasurer shall make all assessments contributing to them and shall make all disbursements from them. The Treasurer shall make all financial reports required by the Constitution and Bylaws of the SOCIETY. The Treasurer shall render a financial report, audited by an auditing committee, to the Section no later than February 10. The fiscal year of the Section shall be January 1 through December 31.

Section 6. The Treasurer shall furnish to the Section such bond as may be required by the Executive Committee to guarantee the faithful performance of the above duties, the expense of the bond to be borne by the Section.

Section 7. The Executive Committee shall conduct all business of the Section except that which these bylaws specify shall be presented to the Section as a whole. The Executive Committee

shall be the legal representative of the Section. The Executive Committee shall generally meet once each month from September through May. Additional meetings may be held at the request of the Chair, or at the request of a majority of the members of the Executive Committee. A majority of the members of the Executive Committee shall constitute a quorum.

Bylaw IX—Committees

Section 1. The Standing Committees of the Section shall be: 1. Archives, 2. Awards, 3. Budget, 4. Membership, 5. Nominating, and 6. Program.

Section 2. The Chair-Elect of the Section shall be Chair of the Program Committee. The Chair-Elect ~~of the Section shall appoint at least three~~ **may appoint** other committee members. **In consultation with the Chair and other members of the Executive Committee,** the Program Committee shall develop and be responsible for the program for the entire **program** year, **which starts September 1,** or until the succeeding Committee is chosen and takes office. It shall complete all arrangements for getting speakers and other program material. The Chair of the Program Committee shall have the responsibility for approving or disapproving the expenses of the speakers.

Section 3. The Chair of the Section shall appoint from the members of the Section chairs of all standing committees, other than those chairs especially provided for in these bylaws. The committee chairs may choose such others for their committee members as may be necessary, subject to the approval of the Executive Committee.

Section 4. The Budget Committee shall prepare an estimate of the probable expenditures of all Section funds, other than the funds of the Permanent Trust Fund, for the fiscal year. It shall prepare a budget for the year, and shall submit this budget to the Executive Committee in January for approval. The Treasurer of the Section shall be an ex-officio member of the Budget Committee.

Section 5. The duties of other standing committees shall be defined by the Executive Committee. All committees shall be responsible to the Executive Committee.

Section 6. The chair of each committee shall submit a written report to the Chair of the Section by December 31 covering the activities of the committee for the year. ~~One copy of this report shall be placed on file in the Section Archives.~~ This report will be used in preparing the annual report to the SOCIETY. The annual report shall be submitted to the Council Committee on Local Section Activities through the Executive Director of the SOCIETY not later than February 15. **A copy of the annual report shall be placed on file in the Section Archives.**

Section 7. The Chair, in December, shall appoint the Auditing Committee. This Committee shall audit the books and reports of the Treasurer of the Section and the Trustees' accounts and shall report to the Section no later than February 5. The Auditing Committee shall be discharged after rendering its report.

Section 8. The Chair of the Section shall appoint chairs of any additional committees necessary to expedite the affairs of the Section.

Section 9. All standing committee members shall hold office for one year, from January 1 to December 31, unless otherwise provided for in these bylaws. A vacancy in the chairship of any standing committee shall be filled immediately by the Chair of the Section. The terms of other committees shall be specified by the Section Chair.

Bylaw X—Meetings

Section 1. At least four regular meetings of the Section, including one each in May and October, shall be held during the year. These meetings shall be held in Cleveland, Ohio, or in the vicinity thereof. The Chair shall have the power to determine the date, time, and place where such meetings shall be held.

Section 2. The Section may hold special meetings at the call of the Executive Committee or at the written request of twenty (20) 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.

Section 3. Due notice of all meetings shall be sent to each member of the Section. Twenty-five members of the Section shall constitute a quorum. In the absence of a quorum no business may be transacted.

Section 4. At any regular meeting of the Executive Committee the order of business shall be as follows:

1. **Approval** Reading of the Minutes **of the previous meeting.** ~~or an Abstract thereof.~~
2. Reports of Officers, Trustees, and Councilors.
3. Reports of Committees, if requested.
4. Old Business.
5. New Business.
6. Adjournment.

Bylaw XI—Dues

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.

Section 2. The annual dues of Local Section Affiliates shall be set by the Executive Committee in accordance with the Constitution and Bylaws of the SOCIETY.

Bylaw XII—Permanent Trust Fund

Section 1. The Cleveland Section of the SOCIETY shall maintain a Permanent Trust Fund, to which additions may be made by contributions, bequests, unused income and otherwise. The principal funds together with all additions thereto shall be segregated from all other monies of the Section.

Section 2. The principal of this Fund or any portion thereof shall not be spent except upon a majority vote of the Executive Committee, written notice to the membership of a vote at the next monthly meeting, and a majority vote of the members present at said meeting.

Section 3. In the event funds regularly available to the Treasurer are inadequate to meet expenditures provided for in a regular or amended budget that has been approved by the Executive Committee and to maintain a working balance, the Trustees shall, upon request by the **Chair** ~~Treasurer~~, transfer to the Treasurer such funds as may be necessary, but not to exceed the net income of the ~~The~~ Permanent Trust Fund for the two preceding fiscal years.

Section 4. If additional funds are required as described in Section 3, income from the preceding year shall be used first. If further funds are needed, unused income from the second preceding year may be used. Income from any fiscal year not transferred to the Treasurer under the provisions of Section 3 within two years from the end of that fiscal year shall become a part of the principal of the Permanent Trust Fund.

Bylaw XIII—Board of Trustees

Section 1. The Board of Trustees shall consist of three members elected by the Section. One Trustee shall be elected at each annual election.

Section 2. The Board of Trustees shall elect a chair from its own membership.

Section 3. The Board of Trustees shall administer the Permanent Trust Fund. The Board of Trustees is responsible to the Executive Committee.

Section 4. The Board of Trustees shall invest the Permanent Trust Fund in revenue producing investments broadly classed as Trust Investments.

Section 5. All securities and monies of the Permanent Trust Fund and income therefrom shall be held in trust in such form and accounts as determined by the Board of Trustees. Said accounts shall be in the name of the Board of Trustees, Cleveland Section, AMERICAN CHEMICAL SOCIETY.

Section 6. All financial transactions of the Board of Trustees, such as the buying and selling of securities representing the Permanent Trust Fund, shall have the written approval of at least two members of the Board of Trustees. The Chair of this Board shall execute all transactions in a manner approved by the Board.

Section 7. The Board of Trustees shall make an annual report to the Executive Committee no later than February 1.

Section 8. The Trustees shall furnish to the Section such bond as may be required by the Executive Committee to guarantee the faithful performance of the above duties, the expense of the bond to be borne by the Section.

Bylaw XIV—Directory

A Directory of the Section may be published at the discretion of the Executive Committee.

Bylaw XV—“Isotopics”

Section 1. “Isotopics” shall be the official communication medium of the Cleveland Section. “Isotopics” may contain notices of meetings, other official communications and announcements, and such other material that the Editor shall deem proper.

Section 2. The Section Chair shall appoint an Editor who shall hold office for one year from January 1 following the appointment, or until a successor shall be appointed and take office.

Section 3. “Isotopics” staff appointments may be made as appropriate by the Editor with the approval of the Chair.

Section 4. The Section Chair, Immediate Past Chair, and Secretary shall constitute the “Isotopics” Advisory Board.

Section 5. The Editor of “Isotopics” shall be responsible to the Executive Committee for editorial policy and content.

Bylaw XVI—Delegates and Representatives

Section 1. A Delegate and/or Representative to cooperating or affiliating organizations or committees shall be appointed by the Chair, subject to the approval of the Executive Committee.

Section 2. A Delegate or Representative shall hold office during the fiscal year of the Section in which the appointment is made, or until a successor is appointed.

Section 3. A Delegate or Representative may be reimbursed for necessary expenses at the discretion of the Executive Committee.

Bylaw XVII—Cleveland Technical Societies Council

Section 1. The Section may affiliate with The Cleveland Technical Societies Council so long as that organization affirms that no society which is a member of The Council shall be committed by any action of The Cleveland Technical Societies Council in conflict with the Charter, Constitution, or Bylaws of the SOCIETY or of the Section.

Section 2. The governing documents and any amendments thereto of The Cleveland Technical Societies Council must be submitted to the Executive Director of the SOCIETY for review by the Council Committee on Constitution and Bylaws.

Section 3. Resignation from membership in The Cleveland Technical Societies Council shall become effective upon their receipt of written notice from the Executive Committee of the Section.

Bylaw XVIII—Dissolution of the Cleveland Section

Upon the dissolution of the Section, any assets of the Section remaining thereafter shall be conveyed to such organization then existent, within or without the territory of the Section, 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 Executive Committee of the 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.

Bylaw XIX—Amendments

Section 1. A proposed amendment to these bylaws must first be submitted in writing to the Executive Committee. If it is approved by a majority of the Executive Committee present and voting, the Secretary shall furnish all members of the Section with copies of the proposed amendment at the time when notice of the next meeting of the Section is given.

Section 2. At the second meeting of the Section after notice of the proposed amendment is given, the amendment will be adopted if it receives an affirmative vote by two-thirds of the members present and voting.

Section 3. Any proposed amendment not approved by the Executive Committee within sixty (60) days from the time it is submitted thereto, may be brought to a vote of the membership in the aforementioned manner by a petition signed by not less than twenty members of the Section.

Section 4. Amendments to these 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.

Bylaw XX—~~Morley Medal Awards~~

The Morley Medal Award and the Heller Award are is the official awards of the Section.

Bylaw XXI—Recall of 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.

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 (5) voting members of the Section. In the event the Chair is the official in question, the Vice-Chair or 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.

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 present the issue to the Executive Committee as a new business item at the next Executive Committee meeting.

(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 (30) 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 (2/3) 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 (2/3) 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.

Section 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.