

(2017 Updated and Proposed)
BYLAWS OF THE
NORTHEASTERN SECTION
OF THE
AMERICAN CHEMICAL SOCIETY

BYLAW I

Name

This organization shall be known as the Northeastern Section (hereinafter referred to as the "Section") of the AMERICAN CHEMICAL SOCIETY (hereinafter referred to as the "SOCIETY"). The Section is incorporated under the laws of the Commonwealth of Massachusetts.

BYLAW II

Objects

Section 1. The objects of the Section 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 chemistry and chemical engineering, the promotion of research in the chemical sciences and the chemical industry, the improvement of the qualifications of chemists and chemical engineers through high standards of education and professional ethics, the increase and diffusion of chemical knowledge, and the promotion of scientific interests and inquiry.

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

Section 3. The Section 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

Territory

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

BYLAW IV

Members and Affiliates

Section 1. The rolls of the Section shall include those MEMBERS and STUDENT MEMBERS (hereinafter collectively referred to as "members") and Society Affiliates of the SOCIETY residing within the territory of the Section provided that any exceptions to this rule shall be made in conformity with the Constitution and Bylaws of the SOCIETY.

Section 2. STUDENT MEMBERS shall be entitled to all privileges of membership except that of holding an elective position of the SOCIETY and of the Section. STUDENT MEMBERS may not serve as Councilor(s), Alternate Councilor(s), or the Temporary Substitute Councilor, and they may

not hold an elective position of the Section as noted elsewhere in these bylaws. A STUDENT MEMBER may be appointed as a committee chair.

Section 3. The Section may have Local Section Affiliates as authorized in the Constitution and Bylaws of the SOCIETY. A Local Section Affiliate shall retain affiliate status only so long as payment is made of Local Section Affiliate dues of not less than two dollars (\$2.00) per annum. A Local Section Affiliate may not (1) hold any elective position(s), (2) vote for any elective position(s), (3) vote on Articles of Incorporation and bylaws, (4) vote for Councilor(s) or Alternate Councilor(s), or (5) serve as a voting member of its Board. A Local Section Affiliate may be appointed as a committee chair.

Section 4. Society Affiliates may be assessed dues in the amount specified by the Board. A Society Affiliate may not (1) hold any elective position(s), (2) vote for any elective position(s), (2) vote on Articles of Incorporation and bylaws of the Section, (3) vote for the Councilor(s) or Alternate Councilor(s), or (4) serve as a voting member of its Board. A Society Affiliate may be appointed as a committee chair.

Section 5. Members and affiliates shall have such rights and privileges as are accorded them by the Constitution and Bylaws of the SOCIETY and these bylaws.

BYLAW V

Officers, Board of Directors, and Councilor(s)

Section 1. The officers of the Section shall be MEMBERS of the SOCIETY and the Section and shall consist of the Chair, Chair-Elect, Secretary, and Treasurer. The Secretary and Treasurer positions may be held by the same person.

Section 2. The Board of Directors of the Section, (hereinafter referred to as the “Board”) shall be the governing body of the Section and as such 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. The Board shall consist of the officers of the Section, the Immediate Past Chair, the members of the Board of Trustees, Councilor(s), Alternate Councilor(s), six Directors-at-Large, the chairs of the standing committees and special committees, the Editor of the official publication of the Section, and the Archivist. The members of the Board of Directors shall be MEMBERS of the SOCIETY and the Section.

Section 3. The Chair and Chair-Elect of the Section shall serve for a term of one year beginning on January 1 or until successors are elected. 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 shall serve for a term of two years beginning on January 1 or until their successors are elected; they shall be elected in alternate years, whenever possible, to provide for a rotation of terms. The Directors-at-Large shall serve for terms of three years beginning January 1, and shall be elected in separate years, whenever possible, to provide for a rotation of terms. With the exception of the Chair and Chair-Elect, the incumbent of any position is eligible for reelection.

Section 4. The duties of the officers, the Directors-at-Large, and members of the Board of Trustees shall be such as usually pertain to their offices, together with those required by these bylaws and by the Constitution and Bylaws of the SOCIETY, and such other duties as may be assigned to them from time to time by the Board. The officers shall respond to inquiries and requests by the Board.

- a. The duties of the Chair shall be to preside at meetings of the Board; to carry into effect the decisions and recommendations of the Board, to preside at meetings of the Section to conduct governance business, to appoint, with the approval of the Board, 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.
- b. The duties of the Chair-Elect shall be to assist the Chair with the direction and management of the Section. In the absence of the Chair, the duties of the office shall devolve upon the Chair-Elect. The Chair-Elect shall also serve as the Program Chair.
- c. The duties of the Secretary shall be to keep a record of the minutes of the meetings of the Section and of the Board, to maintain a list of members and affiliates, to send to members and affiliates such notices as the business of the Section may require, to submit a report to the Section 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. In the absence of the Chair, the Chair-Elect, and the Secretary, the Board shall appoint a presiding officer pro tempore.
- d. With the exception of the trust funds, the Treasurer shall have charge of the funds of the Section, keep an accurate record of all receipts and disbursements; any exceptional requests shall be immediately reported to the Board. The Treasurer shall make an annual report at the annual meeting of the Board and shall present interim reports at each meeting of the Board.
- e. Expenditures of money to be paid by the Section shall be in accord with appropriations made by the Board in the annual budget or an amended budget previously approved by the Board. Bills submitted to the Treasurer for payment shall bear the written approval of that officer of the Section or that chair responsible for the expenditure. Unless approved by the Board, The Treasurer shall pay no bill exceeding the amount allotted in the approved budget.
- f. The Treasurer shall be bonded and shall render an account of all transactions and of the financial condition of the Section to the Board at times set by the Board, and shall submit such reports as are required by the Constitution and Bylaws of the SOCIETY. Expenditures shall be subject to the approval of the Board.
- g. The duties of the Directors-at-Large shall include bringing before the Board such items of concern to members of the Section that have been brought to their attention, as well as any duties assigned by the Board.

Section 5. 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 Chair-Elect moving into the position of Chair shall also hold that position during the normal term as Chair as part of the leadership transition.
- b. All other vacancies, except for Councilor(s) and Alternate Councilor(s), shall be filled by majority vote of the Board through interim appointment for the period up to the next annual election. At that time, the procedures for election as outlined in the bylaws of the Section shall be followed.

- 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 6. Councilor(s), Alternate Councilor(s), and Temporary Substitute Councilor

- a. The Section shall have Councilor(s) and Alternate Councilor(s) as provided in the Constitution and Bylaws of the SOCIETY. The Section's Councilor(s) and Alternate Councilor(s) shall carry out those duties assigned to them by the Constitution and Bylaws of the SOCIETY. In particular, the Councilor(s) (or Alternate Councilor(s) or Temporary Substitute Councilor if so designated to serve in place of the Councilor for a particular meeting), shall attend meetings of the Council of the SOCIETY and represent the Section at such meetings.
- b. Councilor(s) and Alternate Councilor(s) shall be elected by ballot from among 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. A partial term of one or two years shall be used whenever necessary to establish or to restore rotation of three-year terms provided that the Councilor and/or Alternate Councilor agree to the partial term before the election.
- c. In the event that a Councilor is unable to attend a specified meeting of the Council of the SOCIETY, the Chair of the Section shall appoint one of the Alternate Councilor(s) 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 Section will be absent from a Council meeting, thus leaving the Section without representation at such meeting, the Board may designate one MEMBER of the Section as a Temporary Substitute Councilor in accordance with the Bylaws of the SOCIETY.
- e. The Board shall designate one or more Councilor(s) to be disqualified under the SOCIETY's Bylaw provisions for reallocation of Councilor(s) among the Sections.
- 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 Board.

BYLAW VI Manner of Election

Section 1. The election of officers, the Director(s)-at-Large, and members of the awards committees as noted elsewhere in these bylaws, shall be conducted either by a ballot distributed to the members of the Section in accordance with the Bylaws of the SOCIETY and these bylaws, or at a regular meeting of the Section provided there is a quorum present as described elsewhere in these bylaws. Local Section Affiliates and Society Affiliates may not vote for any elective position(s) of the Section in the same manner as described above. Councilor(s) and Alternate Councilor(s) shall be elected by a ballot distributed to all members of the Section; affiliates may not vote for Councilor(s) and Alternate Councilor(s).

Section 2. In February of each year, the Nomination Committee shall report to the membership its nominations for each office to be filled. Prior to March 31, any member or affiliate of the Section may, in writing or from the floor at a meeting to conduct governance business, nominate additional candidates for office, provided that the candidates are MEMBERS of the Section, if the nomination is seconded by another member or affiliate. Nominations so made shall be equally valid as those from the Nomination Committee. All candidates nominated shall have indicated willingness to serve if elected.

Section 3. When a ballot is used, the candidates for each office and for Councilor(s)/Alternate Councilor(s) shall be listed in an order to be selected by lot on a ballot to be distributed by May 1, only members as noted elsewhere in these bylaws. The ballot shall provide for a write-in candidate for each position to be filled. A paper ballot shall be provided to any eligible voter who requests it.

Section 4. The ballots shall be tabulated and validated not later than June 15. Except as noted below, the candidate for each position receiving the largest number of votes shall be declared elected. The Board may decide that for Councilor(s), the candidate(s) who receive the largest number of votes shall be declared elected as Councilor(s); the candidate(s) who receive the next largest number of votes shall be declared elected as Alternate Councilor(s). In case of a tie vote for any position, the Board, 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 Section Chair or his or her designee as soon as possible after the election, and also published in the Section's newsletter and/or on the Section's website soon thereafter. The results shall be certified to the Executive Director of the SOCIETY not later than December 1.

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 VII

Recall of Elected Officials

Section 1. The elected officials of the Section (officers and elected Board members, except not Councilor(s) and Alternate Councilor(s)) are subject to recall for neglect of duties or conduct injurious to 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 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 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 Board and call a special meeting within thirty days.

- a. The Board 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 Board. If no contact with the official can be made after a reasonable effort, the Board 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 qualified member or MEMBER of the Section, as required elsewhere in these bylaws, until the issue is resolved.
 - (2) The official shall be offered an opportunity to answer the allegations in the petition before the Board. 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 Board 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 Board. If the Board decides that the 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. Section members shall be informed, through brief written statements prepared by the Board and the official, of the issues involved with the recall vote. Both statements shall be distributed to the members with the ballot. A paper ballot shall be provided 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 Board. At least a two-thirds (2/3) vote of the remaining members of the Board 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 VIII

Committees

Section 1. The Board shall establish Special Committees as necessary for the proper operation of the Section. All committee members shall be members and/or affiliates of the SOCIETY and the Section. The Chair of the Section shall be a voting member, ex officio, of all Special Committees.

Section 2. The Section shall have the following standing committees: the Awards Committee, the Board of Publications, the Board of Trustees, the Budget Committee, the Bylaws Committee, the

Chemistry Education Committee, the Membership Committee, the Nomination Committee, the Professional Relations Committee, the Public Relations Committee, the Theodore William Richards Medal Committee, the James Flack Norris Award Committee, the Henry A. Hill Award Committee, the Gustavus John Esselen Award Committee, the Phyllis A. Brauner Memorial Lecture Committee, and the Arno Heyn Memorial Committee. The chairs and members of these committees, except as hereinafter provided, shall be appointed by the Chair of the Section during the month of January; these appointments shall be subject to approval by the Board. The Chair of the Section shall be a voting member, ex officio, of all Standing Committees, except for the Nomination Committee and as described hereinafter.

Section 3. Awards Committee

It shall be the duty of the Awards Committee to nominate appropriate members of the Section for any awards or recognitions administered by the SOCIETY, by Divisions of the SOCIETY, or by other organizations, and, when so requested by the Board, to select recipients of Henry A. Hill Awards, Lectureships or Fellowships.

Section 4. Board of Publications

- a. The Board of Publications shall consist of up to five members, one or two members to be appointed each year for a term of three years, the appointments to be made as provided in the bylaws.
- b. The officers of the Section or members of any other committee charged with publicity or publications of the Section shall not be eligible for membership on the Board of Publications.
- c. The Board of Publications shall have charge of all publications issued by the Section and the website of the Section.
- d. The Board of Publications shall be allowed such sums of money to carry on its activities as may be recommended by the Budget Committee and approved and appropriated by the Board.

Section 5. Board of Trustees (elected)

- a. The Board of Trustees shall consist of three elected MEMBERS and shall be responsible to the Board.
- b. The Board of Trustees shall have custody of and administer the Permanent Trust Fund, the Richards Fund, the Norris Award Fund, the Publications Trust Fund, and any other special funds that may be established by the Section.
- c. The Board of Trustees shall make a financial report of each fund at the annual business meeting of the Board and at any other meeting when so requested in advance by the presiding officer of the Board.
- d. The Board of Trustees shall be allowed such sums of money to carry on its activities as may be recommended by the Budget Committee and approved and appropriated by the Board.
- e. The Board of Trustees shall make rules for its business procedure and the election of its officers including a Treasurer of the Board of Trustees. All financial matters of the Board of

Trustees, such as the buying and the selling of securities and banking shall have the approval of at least two members. Two members of the Board of Trustees shall approve all disbursements, and double supervision (dual control) of any and all safety deposit boxes shall be maintained.

- f. Vacancies on the Board of Trustees shall be filled as provided elsewhere in these bylaws.
- g. In the event of the inability of the Section to elect a Board of Trustees, as herein provided, the appointment shall be made by a Massachusetts Court having jurisdiction. Such appointment shall not otherwise affect the operation of these bylaws.

Section 6. Budget Committee

The Budget Committee shall consist of five members of the Section. The Treasurer of the Section shall be Chair of the Budget Committee. The remaining members shall be members of the Board and shall be appointed by the Chair of the Section at the beginning of the fiscal year. The committee shall obtain an estimate of money requested from each officer or member of the Board or standing committee(s), or other member(s) contemplating a need for Section funds. The committee shall then prepare a budget for the ensuing year that shall be submitted to and acted upon by the Board at its February meeting.

Section 7. Bylaws Committee

It shall be the duty of the Bylaws Committee to examine all proposals for amendments before they are approved by the Board to make certain that they are stated in unambiguous terms and do not conflict with other sections of these bylaws.

Section 8. Chemistry Education Committee

It shall be the responsibility of the Chemistry Education Committee to consider means whereby the teaching of chemistry may be improved; to consider how the interests of students in chemistry as a profession may be increased; and to sponsor efforts by which such improvement may be accomplished.

Section 9. Membership Committee

The Membership Committee shall endeavor to increase and retain the membership of the SOCIETY.

Section 10. Nomination Committee (elected)

The Nomination Committee shall consist of five MEMBERS of the Section as follows:

- a. One member of the committee shall be the Immediate Past Chair, who shall act as Chair of the Nomination Committee, unless such a person shall not be able to serve. In such an event, the Chair of the Nomination Committee shall be appointed by the Chair of the Board no later than the April meeting of the Section.
- b. Two members of the committee shall be appointed by a majority of the Board at a regular meeting of the Board, not later than the April meeting, from a slate of MEMBERS prepared

by the current Nomination Committee. In the case of a tie vote, the presiding officer shall cast the deciding vote.

- c. Two members of the committee shall be elected for a term of one year by the members of the Section from a slate of not less than four MEMBERS of the Section as provided elsewhere in these bylaws.
- d. Except for the Chair, who is the Immediate Past Chair of the Section, no member of the Nomination Committee may be nominated by that committee for an elective position of the Section, except that members may be elected to serve on any of the committees that have elected members as noted elsewhere in these bylaws.

Section 11. Professional Relations Committee

- a. It shall be the responsibility of the Professional Relations Committee to make recommendations to the Board concerning matters bearing on the professional relations and professional status of the membership of the Section.
- b. It shall also be the responsibility of the Professional Relations Committee to organize and administer programs for helping the membership of the Section increase its level of professional attainment.

Section 12. Public Relations Committee

It shall be the responsibility of the Public Relations Committee to increase public awareness of Section activities and public appreciation for chemistry and its contributions to society.

Section 13. Theodore William Richards Medal Committee (elected)

- a. It shall be the responsibility of the Theodore William Richards Medal Committee to coordinate all aspects of the Theodore William Richards Medal, which recognizes conspicuous achievement in chemistry.
- b. The committee shall consist of seven members, four of whom shall be MEMBERS of the Section who are elected by the Section members; two members shall be MEMBERS of the SOCIETY who are not members of the Section; the Editor of the Journal of the American Chemical Society shall be the seventh member; if the Editor cannot serve, either the Editor or the Board shall designate an alternate MEMBER of the Section.
- c. Each elected member of this committee shall serve for four years and shall be eligible for reelection. Two MEMBERS shall be elected every second year by the Section from a list of four candidates submitted by the Nomination Committee. The Theodore William Richards Medal Committee may recommend candidates to the Nomination Committee. The two members outside the Section shall be elected by the other five members.
- d. Any vacancy in the committee shall be filled by the other members of the committee with the approval of the Board but only to complete the unexpired term.
- e. The committee shall make rules for its operating procedures.
- f. The committee shall have full power to choose the recipient and its choice shall be final.

- g. The committee shall ordinarily report in writing to the Board at its February meeting, but in any case not less than six weeks before the medal is to be awarded, the name of the recipient and a brief statement of the recipient's conspicuous achievement in chemistry, together with an estimate of the amount of money needed to make the award. The Board shall consider the estimate of cost and shall authorize the payment of the amount of money it considers necessary for the awarding of the medal, but shall not be committed to the payment of a sum larger than the money then available in the income account of the Theodore William Richards Fund.
- h. In addition to a gold medal and a silver duplicate medal, the recipient may be given a sum of money at least sufficient to cover the recipient's personal expenses in attending the meeting.
- i. The medal shall be awarded not oftener than once every two years, except under unusual conditions.
- j. The recipient shall appear in person to receive the medal and deliver an address or read a paper about the work for which the medal is awarded. On recommendation of the committee and vote of the Board, the requirements set forth in this section may be waived.
- k. Any money in the income account of the Theodore William Richards Fund not required for awarding of the medal shall be available to the Board for perpetuating the memory of Theodore William Richards in accordance with the provisions of these bylaws. Any other award made shall be at the discretion of the Awards Committee and subject to approval of the Board.

Section 14. James Flack Norris Award Committee (elected)

- a. It shall be the responsibility of the James Flack Norris Award Committee to coordinate all aspects of the James Flack Norris Award, which recognizes outstanding achievement in the teaching of chemistry, as distinguished from research, when demonstrated at college or secondary school levels.
- b. Each such award shall comprise both a sum of money and a scroll suitably engrossed with an appropriate citation. Ordinarily, it shall be awarded each year.
- c. The James Flack Norris Award Committee shall consist of seven members, four of whom shall be MEMBERS of the Section who are elected by the Section members as noted below; two members shall be MEMBERS of the SOCIETY who are not members of the Section; the Editor of the Journal of Chemical Education shall be the seventh member; if the Editor cannot serve, the Editor or the award committee shall designate an alternate.
- d. The term of each member of the committee except the seventh member shall be four years and a member may serve two terms. Two members shall be elected every second year, alternating with the election of Richards Medal Committee members, from a list of four candidates submitted by the Nomination Committee. The Norris Award Committee may recommend candidates to the Nomination Committee. The two committee members outside the Section shall be elected by the other five members.
- e. Any vacancy in the committee shall be filled by the other members of the committee with the approval of the Board, but only to complete the unexpired term.

- f. The committee shall make rules for its operating procedures.
- g. The committee shall have full power to choose the recipient of the award, and its choice shall be final.
- h. The committee shall ordinarily report in writing to the Board, not less than six weeks before the award is to be made, the name of the award recipient and a brief statement of the recipient's outstanding achievements in the teaching of chemistry together with an estimate of the amount of money needed to make the award. The Board shall authorize the payment of the amount of money it considers appropriate for the award and necessary for the arrangements for the award but shall not commit for payment a sum larger than the money then available in the income account of the Norris Award Fund.
- i. Ordinarily the recipient shall appear in person to receive the award and deliver an address. The Norris Award Committee may, under unusual circumstances, waive this requirement,

Section 15. The Henry A. Hill Award Committee

- a. It shall be the responsibility of The Henry A. Hill Award Committee to coordinate all aspects of The Henry A. Hill Award, which recognizes outstanding service to the Section and shall be awarded annually to a member, to a former member, or in memory of a deceased member or former member of the Section who has made outstanding contributions to the programs and activities of the Section
- b. Each award shall comprise a plaque suitably engraved with an appropriate citation. It shall be awarded annually at a regular meeting of the Section unless otherwise specified by the Board.
- c. The Section, in accordance with this document and other Section documents, shall from time to time award The Henry A. Hill Lectureship and Fellowship.
- d. Both the awards and the Lectureship and Fellowship shall be administered by The Henry A. Hill Award Committee, comprised of the Awards Committee of the Section.
- e. The committee shall make appropriate rules for the conduct of the awards and the Lectureship and Fellowship, subject to the approval of the Board.
- f. The committee shall have full power to choose the award recipient, the Henry A. Hill Lecturer, or the Henry A. Hill Fellow, and its choices shall be final.

Section 16. Gustavus John Esselen Award Committee (elected)

- a. It shall be the responsibility of the Gustavus John Esselen Award Committee to coordinate all aspects of the Gustavus John Esselen Award, which recognizes and rewards a chemist whose scientific and technical work has contributed to the public well-being and has thereby communicated positive values of the chemical profession. The significance of this work shall have become apparent within the five years preceding nomination for this award. The awardee shall be a living resident of the United States or Canada at the time of nomination.
- b. Each such award shall comprise both a sum of money and a medal engrossed to commemorate the citation.

- c. The committee shall consist of seven members, four of whom shall be MEMBERS of the Section who are elected by the Section members as noted below; one member shall be a MEMBER of the SOCIETY but not a member of the Section and shall be selected by the President of the SOCIETY; one member shall be selected by the President of the National Academy of Sciences; and the Editor of *Chemical & Engineering News* shall be the seventh member, ex officio.
- d. The term of each elected member of the committee shall be four years, and an elected member may serve no more than two, four-year terms. The term of each of the two appointed members shall be one year with reappointment by the President of the SOCIETY one year and reappointment by the President of the National Academy of Sciences the following year.
- e. Of the elected four committee members, two shall be elected by the members of the Section every other year, if possible, from a list of four candidates submitted by the Nomination Committee. The Gustavus John Esselen Award Committee may recommend candidates to the Nomination Committee. The two candidates receiving the largest vote shall be declared elected.
- f. The committee shall select its own chair and make rules for this procedure.
- g. The committee shall have full power to choose the recipient of the award, and its choice shall be final.
- h. The committee shall report in writing to the Board, not less than six weeks before the award is to be made, the name of the award recipient and a brief statement of the recipient's outstanding achievements, together with an estimate of the amount of money needed to make the award. The Board shall authorize the payment of the amount of money it considers appropriate for the award and necessary for the arrangements for the award, but shall not commit for payment a sum larger than the money available in the income account of the Gustavus John Esselen Award Committee Fund.

Section 17. Phyllis A. Brauner Memorial Lecture Committee

- a. It shall be the duty of the Phyllis A. Brauner Memorial Committee to honor appropriately the memory of Phyllis A. Brauner with scientific presentations and other activities designed to reach the public of all ages with positive messages about chemistry.
- b. The Phyllis A. Brauner Memorial Book Award shall be awarded annually to an undergraduate student majoring in chemistry in a four-year college located within the territory of the Section. The award shall consist of a book related to chemistry. It shall have a Phyllis A. Brauner Memorial Book Award bookplate affixed in the front of the book with the recipient's name and date. The Chemical Education Committee shall decide the cost of the book.
- c. The awardee of the Phyllis A. Brauner Memorial Book Award shall be chosen by the members of the Chemical Education Committee, using any form of competition that the committee deems suitable.

Section 18. Arno Heyn Memorial Committee

- a. It shall be the duty of the Arno Heyn Memorial Committee to honor appropriately the memory of Arno Heyn with the Arno Heyn Book Prize, scientific presentations, and other activities designed to communicate the excitement and achievements of chemistry to the public.
- b. The Book Prize is a memorial to Dr. Arno Heyn, a distinguished, long-serving member of the Section. Arno occupied most of the offices of the Section at various times, but his most lasting contributions were made when he was the editor of the Section's Nucleus newsletter. Under his guidance, this publication became a highly regarded newsletter among those published by Sections of the SOCIETY.
- c. The prize is awarded annually to a person or persons deemed to have made the most important contributions to publications of the Section. The awardee is chosen by the committee, which is chaired by the chair of the Publications Committee. Other committee members include the editor of the Nucleus, two members of the Board appointed by the Chair, the chair of the Awards Committee, and the current Section Chair, ex officio. The awardee shall be asked to choose a book that will have long time meaning and value to her/him, and that book shall be the Book Prize. A bookplate mounted inside the book cover honors both the award recipient and the memory of Dr. Heyn. Presentation of the award takes place at the November meeting of the Section.

BYLAW IX

Local Groups and Subsections

Section 1. At least 30 interested individuals, a majority of whom shall be members of the SOCIETY, may petition the Board to form a Local Group or Subsection, which may be granted by the Board. Upon receipt of permission, the petitioners shall promptly prepare a set of bylaws for the Local Group or Subsection and submit the same for approval by the Board. If the bylaws are approved within one year from the date of the approval of the petition, the Local Group or Subsection shall be declared established.

Section 2. The activities of each Local Group or Subsection shall be reviewed at least once every ten years by a committee appointed by the Chair. Upon receipt of the committee's report, the Board will vote on the continuance of the Local Group or Subsection.

Section 3. Nothing in the bylaws of a Local Group or Subsection shall be in conflict with the Section bylaws or with the Constitution and Bylaws of the SOCIETY.

Section 4. Any changes in the bylaws of a Local Group or Subsection shall be subject to the approval of the Board.

Section 5. The rolls of Local Groups or Subsections shall be limited to members, Society Affiliates, and Local Section Affiliates, with the majority being members. Society Affiliates and Local Section Affiliates may not vote or hold office in any Local Group or Subsection.

Section 6. The Local Groups or Subsections shall be financially self-sustaining except that suitable grants for specific purposes may be made by the Board or the SOCIETY.

Section 7. Programs for the Local Group or Subsection meetings shall be arranged by the Local Group or Subsection subject to the approval of the Board. Any Local Group or Subsection program shall be open to members, SOCIETY Affiliates, and Local Section Affiliates.

Section 8. Meetings of any Local Group or Subsection may be held at such time and place as may be designated by the Local Group or Subsection subject to the approval of the Board.

Section 9. The Board shall have authority to dissolve a Local Group or Subsection in the event that said Local Group or Subsection fails to conform to the bylaws of the Section or the Constitution and Bylaws of the SOCIETY.

BYLAW X

Meetings

Section 1. The Board shall designate the times and places of the Section's meetings as it finds necessary or desirable for the proper functioning of the Section. The Section shall hold at least one meeting annually to conduct governance business; however, this requirement may be modified by the Board.

Section 2. The Chair shall set the order of business for meetings of the Section to conduct governance business. The order of business may be suspended by a majority vote of the members present.

Section 3. The Section may hold special meetings to conduct governance business upon the written request of a majority of the Board or upon the written request of 15 members of the Section. To be valid, such request shall be received by the Secretary at least ten days before the date requested for the meeting and shall state the exact nature of the business to be transacted. No other business shall transpire at such meetings.

Section 4. Meetings of the Board and meetings of the Section to conduct governance business, with the approval of the Board and Chair, 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 Board shall meet upon due notice either at the call of the Chair or upon request of a majority of its members. A quorum for the Board meeting shall consist of a majority of the voting members of the Board. In the absence of a quorum, called meetings of the Board shall adjourn to a specific date. The meetings of the Board shall ordinarily be held monthly except during June, July and August. The Secretary shall send notice of meetings to each member of the Board at least one week prior to the date of said meeting, and the principal items of business to be presented shall be stated in the notice. The annual meeting of the Board shall be held during the 31 days immediately following the close of the fiscal year of the Section, the exact date to be set at the November meeting of the Board, and shall be announced at the December meeting of the Section. This meeting of the Board shall be open to all members of the Section, who shall be notified at least one month prior to the date of said meeting.

Section 6. Due notice of the meetings of the Section, not including committee meetings, shall be sent to each member and affiliate of the Section. A quorum for the transaction of governance business at such a Section meeting shall consist of 50 members of the Section. 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 Board 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 XI

Finances

Section 1.

- a. Members of the Section may be assessed voluntary Local Section dues in an amount set by the Board. The Board 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.
- b. Society Affiliates may be assessed annual dues in an amount set by the Board.
- c. The annual dues of Local Section Affiliates shall be determined by the Board in accordance with the Constitution and Bylaws of the SOCIETY, and as mentioned elsewhere in these bylaws.

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

Section 4. An annual audit of the books of the Treasurer and of any other transactions regarding funds of the Section shall be conducted by two or more disinterested members or individuals, appointed by the October Meeting of the Board. The audit report shall be submitted to the Board by January 31.

Section 5. Permanent Trust Fund and other Trust Funds

- a. The Section shall maintain a Permanent Trust Fund to which additions may be made by contribution, bequest, or otherwise. The principal of this fund, with all additions, may be merged with securities of other trust funds, and invested as a single fund, in which event divisions into, between, or among the several funds may be made by appropriate entries on books of account, and at any time divisions into segregated funds may be made by appropriating and setting aside specific securities or other property at a fair valuation determined by vote of the Board. This determination by the Board shall be final and conclusive.
- b. The income only of said Permanent Trust Fund may be expended for such purposes as the Board may authorize.

Section 6. Theodore William Richards Fund

- a. The Section shall from time to time award a medal to be known as the Theodore William Richards Medal.
- b. The Section shall maintain a trust fund called the Richards Fund to which additions may be made by contribution, bequest, or otherwise. The principal of the fund, with all additions, may be merged with securities of other trust funds, and invested as a single fund, in which event divisions into, between, or among the several funds may be made by appropriate entries on books of account and at any time divisions into segregated funds may be made by appropriating and setting aside specific securities or property at a fair valuation determined by vote of the Board. This determination by the Board shall be final and conclusive.
- c. The income only of the Richards Fund may be expended for the cost of the medal and the expenses of the award as authorized by the Board, and only for such purposes as will appropriately help to perpetuate the memory of Theodore William Richards.

Section 7. The James Flack Norris Fund

- a. The Section shall from time to time make an award to be known as the James Flack Norris Award.
- b. The Section shall maintain a trust fund called the Norris Award Fund to which additions may be made by contributions, bequest, or otherwise. The principal of this fund, with all additions, may be merged with securities of other trust funds and invested in a single fund, in which event divisions into, between, or among the several funds may be made by appropriate entries on books of account and at any time divisions into segregated funds may be made by appropriating and setting aside specific securities or property at a fair valuation determined by vote of the Board. This determination by the Board shall be final and conclusive.
- c. The income only of the Norris Award Fund may be expended as authorized by the Board and only for such purposes as will appropriately help to perpetuate the memory of James Flack Norris.

Section 8. The Henry A. Hill Fund

- a. The Section shall maintain a trust fund called The Henry A. Hill Fund, to which additions may be made by contributions, bequest, or otherwise. The principal of this fund, with all additions, may be merged with securities of other trust funds and invested in a single fund, in which event divisions into, between, or among the several funds may be made by appropriate entries on books of account, and at any time, divisions into segregated funds may be made by appropriating and setting aside specific securities or property at a fair valuation determined by vote of the Board. This determination by the Board shall be final and conclusive.
- b. The income only of the Henry A. Hill Fund may be expended as authorized by the Board and only for such purposes as will appropriately help to perpetuate the memory of Henry A. Hill.

Section 9. The Gustavus John Esselen Fund

- a. The Section shall from time to time make an award to be known as the Gustavus John Esselen Award.

- b. The Section shall maintain a trust fund called the Esselen Award Fund to which additions may be made by contributions, bequest, or otherwise.
- c. The income only of the Esselen Award Fund may be expended as authorized by the Board and only for such purposes as will appropriately help to perpetuate the memory of Gustavus John Esselen.

Section 10. The Phyllis A. Brauner Fund

- a. The Section shall maintain a trust fund called the Phyllis A. Brauner Memorial Fund to which additions may be made by contributions, bequest, or otherwise. The principal of this fund, with all additions, may be merged with securities of other trust funds and invested in a single fund, in which event divisions into, between, or among the several funds may be made by appropriate entries on books of account, and at any time divisions into segregated funds may be made by appropriating and setting aside specific securities or property at a fair valuation determined by vote of the Board. This determination by the Board shall be final and conclusive.
- b. The income only of the Phyllis A. Brauner Memorial Fund may be expended as authorized by the Board and only for such purposes as will appropriately help to perpetuate the memory of Phyllis A. Brauner.
- c. From donations, bequests, or income, the Chemical Education Committee shall contribute money annually to its annual award. If sufficient funds become available, more than one award may be made in a given year.

Section 11. The Publications Trust Fund

- a. The Section shall maintain a trust fund called the Publications Trust Fund. The purpose of this fund shall be the promotion of publication activities of the Section.
- b. The general method of accumulation of the Publications Trust Fund shall be as follows: at the close of each fiscal year of the Section any surplus or profit resulting from activities under the jurisdiction of the Board of Publications, which in the judgment of the Board will not be required for immediate operating expenses, shall be transferred to the Publications Trust Fund. Additions to this fund also may be made by contribution, bequest, or otherwise. The principal of this fund, with all additions, may be merged with securities of other trust funds and invested as a single fund, in which event divisions into, between or among the several funds may be made by appropriate entries on books of account and at any time divisions into segregated funds may be made by appropriating and setting aside securities or property at a fair valuation determined by vote of the Board. This determination by the Board shall be final and conclusive.
- c. The income of the Publications Trust Fund may be expended upon recommendation of the Board of Publications with the approval of the Board.
- d. No withdrawals from the principal of the Publications Trust Fund shall be made except upon recommendations of the Board of Publications and with the approval of the Board.

BYLAW XII
Affiliation with Other Technical Organizations

Section 1. The Section may affiliate with other technical organizations operating within the territory of the Section provided that such affiliation does not contravene the Charter, Constitution, Bylaws, or Regulations of the SOCIETY. Such affiliation must be approved by the Board, by confirmation by the Council Committee on Constitution and Bylaws, and in compliance with the specific requirements of the Bylaws of the SOCIETY.

Section 2. The affiliation with the technical organization shall become effective upon authorization by the Board, by the Council Committee on Local Section Activities, and by confirmation by the Council Committee on Constitution and Bylaws.

Section 3. The Board may terminate the affiliation with any technical organization by notifying, in writing, the governing body of the technical organization. The technical organization may terminate the affiliation upon written notice to the Board. Affiliations shall terminate after five years unless reauthorized by the Board. The term of each subsequent reauthorization shall not exceed five years.

BYLAW XIII
Amendments

Section 1. A petition to amend the bylaws may be initiated by the Board or by a petition signed by at least 50 members of the Section. If the proposed amendment is approved by the Board, if practical, it shall be submitted to the SOCIETY's Committee on Constitution and Bylaws for review.

Section 2. The Board 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 Section members for adoption. This may be accomplished at a business meeting of the Section provided that a minimum of four weeks' prior notice is given to the Section members.

Section 3. If a proposed amendment is not approved by the Board and if the petition is signed by at least 15 members of the Section, 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 Section.

Section 4. At least two-thirds (2/3) of votes cast shall be required to approve the amendment. This may be done at a business meeting of the Section provided a quorum is present. Alternatively, or failing the presence of a quorum, the vote may be taken by a ballot distributed to all members of the Section. At least two-thirds (2/3) of the valid ballots returned must be affirmative for adoption.

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

Dissolution of the 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 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 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.