*BYLAWS OF THE
NASHVILLE SECTION
of the
AMERICAN CHEMICAL SOCIETY

BYLAW I

Name and Nomenclature

The name of this organization shall be the Nashville Section of the AMERICAN CHEMICAL SOCIETY, hereinafter called the Section and SOCIETY, respectively.

*Effective August 11, 1999. Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the AMERICAN CHEMICAL SOCIETY.

BYLAW II

Objects

The objects of the Section shall be those of the SOCIETY, particular emphasis being placed on the development of chemistry as a profession within the territory assigned to the Section by the SOCIETY.

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, STUDENT 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.

Section 2. MEMBERS and STUDENT MEMBERS shall have such rights and privileges as are accorded them by the Constitution and Bylaws of the SOCIETY.

Section 3. The Section may have Local Section affiliates as authorized in the Constitution and Bylaws of the SOCIETY.

Section 4. Society Affiliates and Local Section Affiliates may not vote for or hold an elective position of the Section, vote on Articles of Incorporation or bylaws of the Section, or serve as voting members of the Executive Committee.

BYLAW V

Officers, Executive Committee, and Councilors
Section 1. The elected officers of the Section shall be MEMBERS of the SOCIETY and shall consist of a Chair, Chair-Elect, Secretary, and Treasurer.

Section 2. The duties of the officers shall be such as usually pertain to their offices, together with those required by the Constitution and Bylaws of the SOCIETY, and such other duties as may be assigned to them from time to time by the Executive Committee.

a. The duties of the Chair shall be to preside at meetings of the Executive Committee, to carry into effect the decisions and recommendations of that Committee, to preside at business meetings of the Section, to appoint all committees, and to carry out those duties required by the Constitution and Bylaws of the SOCIETY. In the absence of the Chair, the duties of the office shall devolve upon the Chair-Elect.

b. The duties of the Chair-Elect shall be to plan and coordinate meetings for the local section.

c. The duties of the Secretary shall be to keep a record of the proceedings of the Section and of the Executive Committee, to maintain a list of the members and affiliates, to send to members and affiliates such notices as the business of the Section may require, and to carry out the duties required by the Constitution and Bylaws of the SOCIETY and elsewhere in these bylaws.

d. The Treasurer shall have charge of the funds of the Section, keep an accurate record of all receipts and disbursements, receive dues, and make those disbursements approved by the Executive Committee. The Treasurer shall render an account of all transactions and of the financial condition of the Section to the Executive Committee at times set by the Committee, and shall submit such reports as are required by the Constitution and Bylaws of the SOCIETY.

e. An annual audit shall be conducted by two or more impartial members, appointed by an officer with no authority to disburse funds.

Section 3. Executive Committee

a. The Executive Committee shall consist of the officers of the Section, Councilors, Alternate Councilors, the Immediate Past Chair, and elected or appointed members including Chairs of Standing Committees.

b. In the event of a resignation of an officer or Councilor position, the unexpired terms are to be filled by appointment by the Executive Committee.

c. Such changes in office shall be reported promptly to the Executive Director of the SOCIETY.

Section 4. The Section shall have Councilors and Alternate Councilors as provided by the Constitution.

1. Any vacancy in the position of Councilor or Alternate Councilor shall be filled for the remainder of the term in one of the following manners:

i. In a predetermined order of succession. (Alternate Councilor may move to a Councilor position)

ii. By appointment by the Executive Committee

Section 5. All officers, Councilors, Alternate Councilors, and other persons elected by the MEMBERS, shall be chosen from MEMBERS.

Section 6. STUDENT Members and Society Affiliates may be appointed as a Chair of a Standing Committee.
BYLAW VI

Election of Officers

Section 1. There shall be a Nominating Committee of three MEMBERS, consisting of the immediate Past Chair of the Section (as Nominating Chair), the Chair-Elect, and an Alternate Councilor.

A roster of the MEMBERS of the Section will be furnished to the Nominating Committee Chair and, from this roster, the Nominating Committee will select the names of at least one (1) MEMBER for each office to be filled at the annual election.

The names of the nominees for the various offices to be filled will be emailed to the members in the fall. Additional nominations will be solicited by email and must be approved by the Nominating Committee.

The Secretary of the Section will prepare ballots, the names for each office being listed in alphabetical order on the ballot. A ballot will be emailed to each MEMBER at the time of the call for the first regular meeting following that at which the nominations were completed, with a time limit designated for the ballots to be returned to the Secretary. Those MEMBERS which have not provided an email address to the Local Section will be mailed a ballot. Members may print their electronic ballot and mail in to provide anonymity, or email it back. However, mailed ballots must be signed by the member on the outside of the envelope to ensure only 1 vote per member is submitted.

At the expiration of the time limit set for the return of ballots, the Chair of the Section shall call an election meeting of the Executive Committee. At this meeting the collected ballots shall be reviewed, all election votes tallied, and the results of the election prepared for transmission to the membership by email.

Section 2. Officers elected by the Section shall serve for one year, their term of office starting on January 1 following their election.

Section 3. Councilors and Alternate Councilors shall be elected for a term of three years, their term of office starting on January 1 following their election.

Section 4. In the event that a vacancy should occur in the office of Chair, the Chair-Elect shall assume the added duties of the Chair for the unexpired portion of the term. All other vacancies shall be filled by the Executive Committee by interim appointment for the period up to the next annual election, at which time the Section shall choose a MEMBER to fill out the unexpired term, if any. In the event that the office of Chair-Elect is filled by interim appointment, the Section shall elect both a Chair and a Chair-Elect at its next annual election.

BYLAW VII

Recall of Elected Officials

Section 1. Any Section elected official (Officers or Elected Executive Committee Members) may be recalled for neglect of duties or conduct injurious to the Section and /or SOCIETY. Recall procedures are not applicable to Councilors and Alternate Councilors elected by the Local Section.

a. The recall process must guarantee the rights of the official being removed through a due process.

b. The elected official being recalled will have the right to address and to answer any charges to the body empowered to remove the official from office.
c. 14 days must elapse between the filing of the charges and the vote to remove an official from office.

d. A two-thirds vote from the Executive Committee will be required to remove an official from office.

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 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.

Section 3. The Chair shall, without delay, determine that the petitioner is 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 position 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 petitioner 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 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 petitioner 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 distributed 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.
BYLAW VIII

Committees

There shall be the following standing committees:

Women Chemists

Environmental and Sustainability

Employment/ Career Services

Minority Affairs

Membership/ Awards

Education/ Public Relations

Government Affairs

BYLAW IX

Meetings

Section 1. The Section shall hold not less than five regular meetings each year, preferably scheduled in the period from September to May. The meetings are to be held at such places as may be designated by the Executive Committee.

Section 2. Special meetings of the Section may be held at the call of the Executive Committee. Notice of the special meetings shall state the exact nature of the matter to be brought before such meeting, and no business other than that listed in the advance notice shall be transacted.

Section 3. Due notice of all meetings, regular and special, shall be sent to each member of the Section, such notices being emailed not less than one week prior to the date of the meeting. Any business of the Section may be transacted by the vote of a majority of the members present at any regular meeting, for which notices were emailed in accordance with these provisions, providing that such business does not conflict with provisions of the Constitution or these bylaws.

Section 4. 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.

Section 5. The Executive Committee shall meet at the call of the Chair, due notice being given its members. A majority of the membership of the Executive Committee shall constitute a quorum.

BYLAW X

Finances

Section 1. 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 Executive Committee.
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 Executive Committee shall have the authority to assess dues or voluntary contributions as provided in the SOCIETY’s Constitution and Bylaws for the various categories of membership.

Section 4. An annual audit shall be conducted by two or more impartial members, appointed by an officer with no authority to disburse funds, and submit a report to the Executive Committee by January 31.

BYLAW XI

Amendments

Section 1. A petition to amend the bylaws may be initiated by the Executive Committee, or by petition signed by at least [15] members or [three] percent of the members of the Section, whichever is larger. If the proposed amendment is approved by the Executive Committee, it shall, if practical, be submitted to the SOCIETY’s Committee on Constitution and Bylaws for review. After any required changes are incorporated, and any recommended changes reviewed and accepted or rejected by the Executive Committee or a majority of the petitioners, the Secretary shall distribute the amendment(s) to each member of the Section when notice of a ballot on the amendment, is provided.

Section 2. If a proposed amendment is not approved by a majority of the Executive Committee, and if the petition is signed by at least [15] members or [three] percent of the members of the Section, whichever is larger, it shall, if practical, be submitted to C&B for review before being submitted to the membership of the Section. After any required changes are incorporated, and any recommended changes reviewed and accepted or rejected by a majority of the petitioners, the Secretary shall distribute the amendment(s) to each member of the Section when [notice of the next meeting, or] notice of a ballot on the amendment, is provided.

Section 3. At least [two-thirds (2/3)] of votes cast shall be required to approve the amendment.

Section 4. The Secretary shall distribute the outcome of the vote regarding the amendment(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 5. Amendments to these bylaws 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 XII

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 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.