



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

**BYLAW I
Name**

This organization shall be known as the Portland 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 State of Oregon.

**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, to promote and advance the field of chemistry, and to encourage a spirit of mutual support and communications among chemists.

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

***Effective December 21, 2010.** Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the AMERICAN CHEMICAL SOCIETY. (C&B: bylaws@acs.org; www.acs.org/bulletin5)

exceptions to this rule shall be made in conformity with the Constitution and Bylaws of the SOCIETY.

Section 2. The Section may have Local Section Affiliates as authorized in the Constitution and Bylaws of the SOCIETY upon approval of the Executive Committee of the Section.

Section 3. Members and affiliates shall have such rights and privileges as are accorded them by the Constitution and Bylaws of the SOCIETY. A STUDENT MEMBER may not hold an elective position, serve as a voting member of the Executive Committee or serve as a Temporary Substitute Councilor. A Society Affiliate or Local Section Affiliate may not vote for or hold an elective position, or vote on Articles of Incorporation and bylaws. A Local Section Affiliate may not serve as a member of the Executive Committee; a Society Affiliate may not serve as a voting member of the Executive Committee.

BYLAW V Organization

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

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

Section 3. The Board of Directors (for the Portland Section), hereinafter referred to as “the Executive Committee”, shall consist of the officers of the Section, the Immediate Past Chair, the Councilors, and the Alternate Councilors. Chairs of other committees or those with special expertise will be asked to join the Executive Committee as non-voting members.

Section 4. There shall be certain standing committees as provided for elsewhere in these bylaws.

BYLAW VI Manner Of Election And Terms Of Office

Section 1. Nomination

- a. A Nominating Committee consisting of three persons, only one of which may be a Section officer, shall be appointed by the Chair by February 1 each year and approved by the Executive Committee at its next regularly scheduled meeting. The entire membership of the Section shall be informed of the names of the members of this Committee at a Section meeting and in the next newsletter in order that the members may express their views and present their suggestions to the Nominating Committee. Nominating Committee members are eligible for nomination.
- b. The Nominating Committee nominations must be finalized by August 15, in time to appear in the September newsletter. This announcement should reach most members at least one week prior to the September Executive Committee meeting.

- c. An alternative method for formal nominations for inclusion on the ballot may come directly from the membership but each name included on the ballot through this process shall have a written endorsement (or nominating petition) by at least 10 members. Petitions must be received prior to the September Executive Committee meeting. No name shall be placed in formal nomination by any means without the prior consent of the nominee.
- d. The final list of one or more nominees for each office should be put forward by the Nominating Committee and shall be received by the Executive Committee at its September meeting, and the slate of candidates announced at the regular September meeting of the Section.

Section 2. Election

- a. The Secretary shall prepare a ballot specifying the names put forward by the Nominating Committee and any direct nominations. The ballot shall be distributed to all members at least three weeks before the regularly scheduled November meeting. Ballots shall be completed and received by the Secretary at least one week before the regularly scheduled November meeting.
- b. 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.
- c. One or more tellers appointed by the Chair shall count the ballots and the results shall be announced during the November meeting.
- d. In case of a tie vote for any elective position, the Executive Committee shall select from among the tied candidates.

Section 3. Terms of Office

- a. The Chair shall serve for one year, with the term beginning on January 1.
- b. The Chair-Elect shall serve for one year, with the term beginning on January 1, and shall succeed to the office of Chair upon the completion of the term of the predecessor.
- c. The terms of office of the Secretary and of the Treasurer shall be for three years beginning January 1 following their elections, and the elections for these offices shall be scheduled so as to produce rotation.
- d. The Councilors and Alternate Councilors shall be elected from separate slates for terms of three years beginning January 1. Elections for these positions (offices) shall be scheduled so as to produce rotation as provided in the Bylaws of the SOCIETY.

Section 4. Manner of Filling Vacancies Between Elections

- a. If the office of Chair becomes vacant, the Chair-Elect shall assume the added duties of the Chair for the unexpired term, and will then continue as Chair for the next year.
- b. All other vacancies shall be filled by the Executive Committee by interim appointment until the time of the next annual election, at which time the Section shall elect a MEMBER to fill out the unexpired term, if any. In the event the office of Chair-Elect is filled by such interim appointment, the Section shall elect both a Chair and a Chair-Elect at its next annual election.

BYLAW VII Duties of Officers and Executive Committee

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

Section 2. The Chair of the Section shall serve as Chair of the Executive Committee and shall appoint all committee chairs except the Chair of the Program Committee as authorized in these bylaws or by the Executive Committee.

Section 3. The Chair-Elect shall serve as Chair of the Program Committee and serve as Chair of the Executive Committee in the absence of the Chair.

Section 4. The Treasurer shall be responsible for providing an annual financial statement of the Section's funds, making disbursements approved by the Executive Committee, arranging for audits, and submitting proposed budgets to the Executive Committee.

Section 5. The Secretary is responsible for keeping the Section's records, taking minutes at Section meetings, and validating and reporting election results to the Section and the SOCIETY.

Section 6. The Executive Committee 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.

BYLAW VIII Committees

Section 1. The Executive Committee shall establish standing committees as necessary for the proper operation of the Section. Committee chairs will normally be invited to Executive Committee meetings to report on their activities. Examples of such committees are below.

- a. Program (Chair-Elect chairs this committee)
- b. Development (including membership)

- c. Public Relations (including web design, newsletter, and publicity)
- d. Education (including National Chemistry Week, Chemistry Olympiad, SEED, scholarship, Northwest Science Expo, and others as appropriate with educational focus)
- e. Finance and Investment (also to be known as the Audit Committee): the Treasurer chairs this committee, which shall include one or more members, not associated with the Executive Committee.
- f. Outreach (PICA, professional relations, awards, career, younger chemists, diversity chemists, women chemists, high school certificates, and other outreach-associated activities)

Section 2. The Chair-Elect shall serve as the Chair of the Program Committee. Except for the Nominating Committee, standing committee members will be asked to serve by their respective standing committee chair.

Section 3. Provision for the Nominating Committee is provided for elsewhere in these bylaws.

Section 4. The Chair may appoint special committees to serve for the term of office, and may assign tasks not in conflict with these bylaws.

BYLAW IX

Meetings

Section 1. The Section shall meet periodically from September through May, at a time and place designated by the Executive Committee. Section business may be conducted during these meetings. Any new business that cannot be handled during the regular meeting may be referred to the Executive Committee to consider.

Section 2. The Section may hold special business meetings at the call of the Executive Committee or at the request of 15 members of the Section. Notices of such 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 and affiliate of the Section. A quorum for all business meetings of the Section shall consist of two percent of the members of the Section.

Section 4. At all business meetings of the Section, *Robert's Rules of Order Newly Revised* shall govern procedure. At regular meetings of the Section, the order of business shall be determined by the Chair.

Section 5. The Executive Committee shall meet at least four times a year upon due notice to its members at the call of the Chair or at the request of a majority of the members of the Committee. In the absence of a quorum, which shall be a majority of the members of the Executive Committee, called meetings of the Executive Committee shall adjourn to a date.

Section 6. There shall be an Annual Meeting held once a year at a time and place designated by the Chair.

BYLAW X Finances

Section 1. All Local Section Affiliates and assigned members of the Section may be requested to pay voluntary annual Local Section dues as may be established by the Executive Committee.

Section 2. Local Section Affiliates shall be assessed such dues as determined by the Executive Committee in accordance with the Constitution and Bylaws of the SOCIETY. Failure to pay such dues shall automatically terminate the affiliation.

Section 3. An annual review of finances shall be conducted by one or more disinterested person(s), appointed by an officer with no authority to disburse funds, and they shall submit a report to the Executive Committee by January 31.

BYLAW XI Recall of Elected Officials

Section 1. The elected officials of the Section (officers) are subject to recall for neglect of duties or conduct injurious to the SOCIETY. Recall procedures are not applicable to Councilors and Alternate Councilors elected by Local Sections.

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 15 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 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 of the Executive Committee.

- 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.

BYLAW XII **Amendments**

Section 1. These bylaws shall be amended as follows:

- a. The proposed amendment(s) shall have been first submitted to the Executive Committee by at least five members, or shall have been raised by the Executive Committee, and shall have been evaluated and approved by a majority of the members of that Committee.
- b. If a dispute arises regarding approval of said amendment(s), the Executive Committee may resolve the issue by majority vote of the Committee after hearing discussion of the issue at a regular meeting of the Section, or the Committee may decide to hold a special Section election to resolve it.
- c. The Section Secretary shall send the proposed bylaw amendment(s) to the SOCIETY's Committee on Constitution and Bylaws for a preliminary review. After receipt of the review, the Executive Committee will then make appropriate changes, as necessary. The Secretary shall then distribute to all Section members a suitable explanation of the bylaw amendment(s).

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

Section 2. 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 3. 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 XIII

Dissolution of the Section

Upon the dissolution of the Local Section, any assets of the Section remaining thereafter shall be conveyed to such organization then existent, within or without the territory of the Local Section, as is dedicated to the perpetuation of objects similar to those of the AMERICAN CHEMICAL SOCIETY, or to the AMERICAN CHEMICAL SOCIETY, so long as whichever organization is selected by the governing body of the Local Section at the time of dissolution shall be exempt under 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.