

**Charter Bylaws of the Great Lakes Region  
of the American Chemical Society**

**Bylaw I. Name**

The name of the organization shall be the Great Lakes Region (hereinafter referred to as 'the Region') of the American Chemical Society (hereinafter referred to as 'the SOCIETY').

**Bylaw II. Objectives**

- Section 1.** The objectives of the Region shall be those of the SOCIETY and more specifically
- a. to conduct regional meetings,
  - b. to confer awards,
  - c. to encourage cooperation among the member Local Sections for the advancement of science and related regional activities.
- Section 2.** Nothing in these Bylaws shall be inconsistent with the Charter, Constitution, and Bylaws of the SOCIETY.

**Bylaw III. Territory**

- Section 1.** The territory shall consist of the sum of the contiguous territories of the member Local Sections.

**Bylaw IV. Members**

- Section 1.** The members of the Region shall consist of Local Sections of the SOCIETY.
- Section 2.** The initial members shall consist of those contiguous Local Sections that agree to form the Region and to apply for corporate status of the Region in the District of Columbia under the aegis of the SOCIETY. These local sections are:

Central Wisconsin	Kalamazoo	Purdue
Chicago	LaCrosse-Winona	Red River Valley
Decatur-Springfield	Lake Superior	Rock River
East Central Illinois	Mark Twain	St. Joseph Valley
Illinois Heartland (Peoria)	Milwaukee	Upper Peninsula
Illinois-Iowa	Minnesota	Wabash Valley
Joliet	Northeast Wisconsin	Wisconsin

- Section 3.** Additional Local Sections may apply for membership provided their territories are contiguous to those of a member Local Section.
- a. To become a member of the Region a Local Section must submit a written application to the Secretary of the Region who shall within thirty (30) days send copies of the application to the member Local Sections and to the Regional Board (identified in V. 1 below).
  - b. The member Local Sections shall have thirty (30) days to send comments regarding the application to the Secretary of the Region after which the application shall be referred to the Regional Board.

- c. Within thirty (30) days a vote shall be taken by the Regional Board with a two-thirds (2/3) vote of approval signifying that the applicant Local Section has become a member of the Region.
- d. Each new member Local Section must present a Resolution to the Secretary of the Region stating its agreement to the Bylaws and regulations of the Region.

**Section 4.** A member Local Section may withdraw from the Region.

- a. To withdraw from the Region a Local Section must submit a written resolution to do so to the Secretary of the Region who shall within thirty (30) days send copies of the withdrawal request to the member Local Sections and to the Regional Board.
- b. Member Local Sections shall have thirty (30) days to send comments to the Secretary after which the Regional Board shall meet with officers of the Local Section in an effort to reconcile differences.
- c. If this fails the Regional Board may approve the withdrawal of the member Local Section by a majority vote.

**Section 5.** All member Local Sections are entitled to equal status in all activities and operations of the Region.

- a. Member Local Sections that do not host a regional meeting and otherwise engage in regional activities can be designated by the Regional Board of Directors as "Inactive".
  - (i) An inactive Section would not be eligible for any regional perquisites (including participation in any awards given by or to the Region).
  - (ii) An inactive Section could petition the Regional Board for reinstatement to "Active" status explaining what measures have been taken to make it eligible for active membership.

**Section 6.** Any Local Section may be a member of more than one Region.

#### **Bylaw V. Governance**

**Section 1.** The governing authority of the Region shall be a Regional Board of Directors (hereinafter referred to as the 'Regional Board') consisting of one representative from each member Local Section.

- a. Each member Local Section shall designate its Regional Board member and an alternate not later than January 15 of each year and shall so notify the Secretary of the Region in writing.
- b. The Regional Board is obligated to meet at least annually and must provide for other meetings, for a quorum, and for a means for meeting via communications technologies.

**Section 2.** The Regional Board shall have full power to conduct, manage, and direct the business and affairs of the Region in accordance with these Bylaws. In particular, the Regional Board

- a. accepts fiduciary stewardship of all activities of the Region,
- b. develops and promulgates operating guidelines,
- c. selects Local Section(s) to host the Regional Meeting using the "Guidelines for Submitting a Regional Meeting Bid",
- d. determines and publishes allocation of Regional Meeting profits,
- e. maintains an operating fund and a reserve fund. [See IX. Finances.]
- f. conveys to the member Local Sections a regular report of the Regional Meeting and all other regional activities,

- g. acts upon admission and withdrawal petitions of Local Sections,
- h. determines other activities of the Region,

#### **Bylaw VI. Officers**

- Section 1.** The Regional Board shall elect a President-Elect who shall succeed to President and then to Past President. In addition the Regional Board shall elect a Secretary and a Treasurer.
- a. Those in the presidential succession shall have two-year terms, i.e., six years in service.
  - b. The Secretary and Treasurer shall have three-year terms.
    - (i) The ACS maximum service policy of three three-year terms is suggested.
  - c. Officers shall be ex-officio voting members of the Regional Board.
- Section 2.** All Officers and Directors shall take office on January 1 of each year.
- Section 3.** In the event of a vacancy in an Office, the Regional Board shall fill the vacancy for the duration of the particular Officer's term.

#### **Bylaw VII. Committees**

- Section 1.** There shall be an Executive Committee composed of the Officers of the Region and not more than two other Directors appointed by the Regional Board.
- Section 2.** The Regional Board shall establish committees as necessary for the proper operation of the Region including a Finance Committee, an Awards Committee, and a Regional Meeting Selection Committee.

#### **Bylaw VIII. Duties of Directors, Officers, and Executive Committee**

- Section 1.** The duties of the Directors shall be those customarily performed by corporate directors together with those prescribed for corporations organized in the District of Columbia.
- Section 2.** The duties of the Officers shall be those customarily performed by such officers together with those responsibilities prescribed in the Constitution and Bylaws of the SOCIETY, and by these Bylaws. Other duties may be prescribed by the Regional Board.
- Section 3.** The President of the Region shall serve as Chair of the Regional Board and Chair of the Executive Committee and shall appoint persons to all committees authorized in these Bylaws or by the Regional Board.
- Section 4.** The Executive Committee shall have the power to act on behalf of the Regional Board subject to ratification of its actions by the Regional Board.

#### **Bylaw IX. Finances**

- Section 1.** The Treasurer shall be directly responsible for maintaining all financial records and for disbursing funds in accordance with the directives of the Regional Board.
- Section 2.** The operating and reserve funds of the Region shall be properly invested by the Treasurer with the advice of the Executive Committee, preferably in the SOCIETY Investment Pool.
- a. The former shall be used to offset the expenses of running the Region.
  - b. The latter shall be used to offset costs in the event a Regional Meeting incurs a deficit.
  - c. The Regional Board shall develop and publish guidelines covering the use of the reserve fund.

**Section 3.** Disbursement of funds to support the Regional Meeting shall be in strict accordance with the operating guidelines established by the Regional Board and agreed upon by the Regional Board and the Host Local Section(s) in accordance with the "Memorandum of Understanding".

**Section 4.** The Regional Board shall secure its operating funds from its share of the Regional Meeting profits, as agreed upon in the "Memorandum of Understanding", and by such other means as the Regional Board may adopt.

#### **Bylaw X. Amendments**

**Section 1.** A proposed amendment to these Bylaws must first be submitted in writing to the Regional Board for review and comment. The Secretary shall furnish to the secretaries of all member Local Sections copies of the proposed amendment by certified mail.

**Section 2.** Each member Local Section shall have sixty (60) days to act on the proposed amendment and to notify the Secretary of the Region of its action.

**Section 3.** An amendment is deemed to have been passed if two-thirds (2/3) of the member Local Sections, which have taken action within the sixty (60) day period, approve the amendment.

#### **Bylaw XI. Recall of Elected Officers and Directors**

**Section 1.** Elected Officers and Directors of the Region are subject to recall for neglect of duties or conduct injurious to the SOCIETY.

**Section 2.** Detailed procedure for recall of an Officer is given in Appendix A.

**Section 3.** Recall of a Director is the responsibility of the relevant Local Section and shall proceed according to the Local Section Bylaws.

**Section 4.** The vacancy provision of these Bylaws shall be used to fill a vacancy caused by the recall process. All member Local Sections and the SOCIETY shall be informed of the recall process and the replacement of the Officer or Director.

#### **Bylaw XII. Dissolution of the Region**

Upon dissolution of the Region any assets of the Region remaining thereafter shall be equally conveyed to the member Local Sections (based on local membership) so long as the Local Section at the time of dissolution shall be exempt under Section 501©3 of the Internal Revenue Code of 1954 as amended or other such successor provision of the Code as may be in effect at the time of the Region's dissolution.

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#### **APPENDIX A. Recall of Elected Officers**

**NOTE:** This conforms with C&B language.

**Section 1.** Elected Officers of the Region are subject to recall for neglect of duties or conduct injurious to the SOCIETY.

**Section 2.** The recall of an Officer shall be initiated by a written petition signed by not fewer than one-third (1/3) of the Directors specifying charges and reasonable substantiating evidence.

- a. In the event that the President/Chair is the Officer in question, then the President-Elect shall assume the duties of Chair.

**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.

**Section 4.** The Chair shall seek an alternate resolution to the problem and a withdrawal of the petition at this time.

**Section 5.** In the absence of a resolution of the problem, the Chair shall present the issue to the Executive Committee as a new business item at the next Executive Committee meeting. The Officer in question shall not sit with the Executive Committee.

- a. The Executive Committee shall promptly continue the recall process or dismiss the petition as ill-founded or find an alternative solution to the problem.
  - (i) The Chair shall promptly inform the petitioners and the Officer of the decision of the Executive Committee.
- b. If the proceedings continue, the Chair shall assign the duties of the Officer to another Director until the issue is resolved.
- c. If the proceedings continue the Officer shall be offered an opportunity to answer the allegations in the petition before the Executive Committee.
- d. Every reasonable effort shall be made to contact the Officer throughout this procedure.
  - (i) That effort shall include a certified letter to the last know address on the official SOCIETY member rolls.
  - (ii) Upon notification the Officer shall have thirty (30) days to make a written response to the allegations.
  - (iii) Within thirty (30) days the Executive Committee shall decide whether to proceed after studying the Officer's response.
  - (iv) The Chair shall inform the Officer and the petitioners of the decision of the Executive Committee.
  - (v) If no contact can be made after reasonable effort, the Executive Committee may remove the Officer in question with a two-thirds (2/3) vote of the remaining members of the Executive Committee.
- e. If the proceeding continues, the Officer may choose one of the following options.
  - (i) The Officer may resign.
  - (ii) The Officer may request a recall vote in the same manner as the original election by the Regional Board, which must be consistent with the Region Bylaws. The Directors shall be given brief statements prepared by the Executive Committee and the Officer in question.
  - (iii) The Officer may choose not to respond and thus forfeit the position.