

***BYLAWS OF THE
DIVISION OF CHEMISTRY AND THE LAW
OF THE
AMERICAN CHEMICAL SOCIETY**

BYLAW I. Name

The name of this organization shall be the Division of Chemistry and the Law, Inc. (hereinafter referred to as the “Division”) of the American Chemical Society (hereinafter referred to as the “SOCIETY”). The Division is incorporated under the laws of the District of Columbia.

BYLAW II. Objects

Section 1. The objects of the Division shall be those of the SOCIETY as stated in the Constitution of the SOCIETY.

Section 2. Nothing in these bylaws shall be inconsistent with the Charter, Constitution, and Bylaws of the SOCIETY or the Division’s Articles of Incorporation.

Section 3. The purpose for which this corporation is organized and operated is exclusively scientific, as defined in section 501(c)(3) of the Internal Revenue Code, as amended, and its regulations as they now exist, or as they may hereafter be amended. The purpose of this corporation shall be the advancement of the understanding and application of the interrelationship of the science of chemistry and the relevant statutory, regulatory and other legal principles, and in specific furtherance thereof to organize, encourage, and promote direct personal interaction among its members and between them and other individuals and organizations interested in the legal system and its interaction with chemical science.

Section 4. The principal object of the Division shall be to serve as a focus for the chemical/legal interface within the SOCIETY.

BYLAW III. Members and Affiliates

Section 1. Membership in the Division is open to all members of the SOCIETY (i.e., “members,” which term includes “MEMBERS” and “STUDENT MEMBERS” of the SOCIETY). Any member may join the Division by enrolling with the Division and paying the established annual dues.

Section 2. STUDENT MEMBERS as defined by the Bylaws of the SOCIETY may become STUDENT MEMBERS of the Division by enrolling with the Division and paying the dues established for

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

STUDENT MEMBERS. MEMBERS who are enrolled in a full-time degree granting program in an accredited educational institution are also eligible for dues applicable to STUDENT MEMBERS of the Division. A STUDENT MEMBER of the Division shall have all the privileges of membership in the Division, including holding office in the Division (except for the offices of Councilor or Alternate Councilor, nor may a STUDENT MEMBER be designated as a Temporary Substitute Councilor).

Section 3. A Society Affiliate may become a Society Affiliate of the Division by enrolling with the Division and paying the dues established for Society Affiliates. A Society Affiliate shall have all the privileges of membership in the Division except voting for or holding an elective position of the Division, voting on Articles of Incorporation and bylaws of the Division, or serving as a member of the Division Executive Committee. A Society Affiliate may be appointed as a Division Committee Chair.

Section 4. A person who is not a member or Society Affiliate of the SOCIETY, but who wishes to participate in the activities of this Division, may become a Division Affiliate by enrolling with the Division and paying the dues established for Division Affiliates. A Division Affiliate shall have all the privileges of membership in the Division, as provided in the Division bylaws, except for holding an elective position, voting on Articles of Incorporation and bylaws for the Division, or serving as a member of the Division Executive Committee. A Division Affiliate may vote in Division elections (except for Councilor and Alternate Councilor). Dues for Division Affilaites shall be a minimum of \$2 per year.

Section 5. A member may resign from membership in the Division effective the next membership year by submitting a resignation to the Secretary or Membership Chair of the Division no later than 3 months before the end of a year in which dues are paid.

Section 6. a. A member of the Division who is in arrears in payment of his dues for one (1) year shall be stricken from the rolls.

b. Division Affiliates and Society Affiliates of the Division shall retain affiliate status only as long as payment of the established Division dues for such persons is made.

BYLAW IV. Officers

Section 1. Elected officials of the Division shall consist of elected officers and other elected officials. The elected officers shall be members of the SOCIETY and the Division and shall be a President known as the Chair, a President-Elect known as the Chair-Elect, a Secretary, a Treasurer, and the Immediate Past President known as the Immediate Past Chair. Other elected officials shall include Councilors, and Alternate Councilors. Councilors and Alternate Councilors shall be MEMBERS of the SOCIETY and members of the Division.

Section 2. 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 Division, to appoint all committees in consultation with the Executive Committee, and to carry out the duties set out in 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 oversee the duties of the appointed committees and, in the absence of the Chair, to assume the duties of the office of Chair. The Chair-Elect shall serve as Program Chair for the Division and shall be responsible for scheduling of programs for National and Regional Meetings of the SOCIETY and, at the direction of the Executive Committee, for other technical

association meetings. Alternatively, these scheduling responsibilities may be shared with an appointed Program Chair.

c. The duties of the Secretary shall be to keep a record of the proceedings of the Division and of the Executive Committee, to maintain a list of the Division members and affiliates in conjunction with a Membership Chair, to distribute to Division members and affiliates such notices as the business of the Division may require, to submit the annual report of the Division to the Council Committee on Divisional Activities through the Executive Director of the SOCIETY, and to carry out the duties designated in the Constitution and Bylaws of the SOCIETY.

d. The duties of the Treasurer shall be to have charge of the funds of the Division, to collect dues and other revenues, to make all disbursements subject to the approval of the Executive Committee, to submit reports to the Division at its annual meeting, business meetings, Executive Committee meetings, and in any Division newsletter. The duties of the Treasurer shall also be to submit the Treasurer's annual report of the Division to the Council Committee on Divisional Activities through the Executive Director of the SOCIETY, and to carry out the duties designated in the Constitution and Bylaws of the SOCIETY. The duties of the Treasurer shall also include filing the necessary reports with the Internal Revenue Service.

Section 3. Board of Directors (Executive Committee):

a. The Board of Directors also known as the Executive Committee shall consist of the elected officers, the appointed Committee Chairs, and other individual members of the Division appointed to the Executive Committee.

b. The Executive Committee shall be the governing body of the Division and, as such, shall have full power to conduct, manage, and direct the business, affairs, and property of the Division, in accordance with the Constitution and Bylaws of the SOCIETY and these bylaws. Voting on expenditures shall be by elected officers of the Division. A quorum of the Executive Committee shall consist of a majority of the elected officers of the Division.

c. Except as provided elsewhere in these bylaws, an affirmative vote by a majority of the members of the Executive Committee attending a meeting or teleconference of the Executive Committee or responding to a ballot distributed to the Executive Committee shall be necessary and sufficient for the approval of any business coming before the committee.

Section 4. Election of Officials:

a. Each year, not later than July 15, a Nominating Committee shall solicit nominations for the officials who are to be elected that year. In addition, any ten members of the Division may nominate by petition to any office any eligible Division member who agrees to serve if elected. Nominations and petitions shall be completed not later than August 15.

b. The Nominating Committee shall solicit from each potential candidate an agreement to run for office and to serve if elected. The Nominating Committee shall prepare an election slate consisting of at least one candidate for each position to be filled and including the name of each member nominated by petition. The Nominating Committee shall promptly forward the election slate to the Division Secretary

or Membership Chair. The Nominating Committee shall act as Tellers unless other Tellers are appointed by the Chair.

c. Not later than October 15, the Secretary shall distribute to each eligible Division member an election ballot bearing the names of all candidates, including those listed by the Nominating Committee and those nominated by petition, arranged in alphabetical order under each office. On the ballot there shall be a blank line under each office for “write-in” votes. In accordance with the Bylaws of the Society, balloting shall be conducted as follows: (1) fair balloting that is open to all eligible members of the Division, (2) anonymity, (3) protection against fraudulent balloting, (4) ballot archiving, and (5) the timely reporting and archiving of balloting results. The ballots shall be returned not later than six (6) weeks from the date of distribution. Promptly thereafter the Tellers shall count the ballots and inform the Division Secretary of the results.

d. The Chair of the Division shall declare elected the candidate receiving the highest number of votes.

e. In case of a tie, a vote by the elected officials shall decide the winner. The candidates shall be notified of the election results promptly by the Secretary.

f. Any vacancies occurring shall be filled by vote of the elected officials unless the method of succession is otherwise provided for, except that the office of Chair-Elect and Immediate Past Chair may remain vacant until the next election of officers.

Section 5. Terms of Office:

a. The Chair, Chair-Elect and Immediate Past Chair of the Division shall serve for one (1) year or until their duly elected successors take office. The Chair and Chair-Elect may not succeed themselves in office except that a Chair-Elect who has assumed the added duties of the Chair due to a vacancy in the office of the Chair may succeed to a full term as Chair in addition to serving the unexpired term.

b. The Secretary and Treasurer of the Division shall serve for two (2) years or until their duly elected successors take office. The terms of the Secretary and Treasurer shall begin in alternate calendar years.

c. In the event of a vacancy in the office of Chair, the Chair-Elect shall assume the added duties of the Chair for the unexpired 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 Division shall elect an eligible member to fill out the unexpired term, if any. In the event the office of Chair-Elect is filled by such interim appointment, the Division shall elect both a Chair and a Chair-Elect at its annual election.

d. The terms of the Councilors and Alternate Councilors shall be three years. The election of all Councilors and Alternate Councilors shall be in such a manner as to provide overlapping terms. In the event of a vacancy in the office of Councilor, the Alternate Councilor who was elected in the same election shall become Councilor. If there is a vacancy in the office of Alternate Councilor, the Executive Committee shall select an Alternate Councilor from among the MEMBERS, who shall serve until the next annual election.. In the event that a Councilor expects to be absent from a Council meeting, his/her Alternate Councilor shall attend in the Councilor’s place. If that Alternate Councilor is not available, another Alternate Councilor selected by the Executive Committee shall attend. If no Councilor or Alternate Councilor will be available for a Council meeting, the Executive Committee shall select a

Temporary Substitute Councilor from among the MEMBERS, who shall serve as Councilor for that Council meeting.

e. The terms of office for all elected officials of the Division shall begin January 1 of the year after they were elected.

BYLAW V. Committees

Section 1. As provided elsewhere in these bylaws, there shall be established a Membership Committee, Nominating Committee, and Program Committee. In addition, the Executive Committee of the Division may establish and abolish committees as necessary or appoint individual members to the Executive Committee for the proper operation of the Division.

BYLAW VI. Dues

Section 1. Members of the Division shall pay annual dues in an amount to be determined by the Executive Committee. Dues are payable in advance or through membership billing by the SOCIETY.

Section 2. Society Affiliates of the Division shall pay dues in an amount to be determined by the Executive Committee. Failure to pay such dues in advance shall automatically terminate the affiliation with the Division.

Section 3. Division Affiliates shall pay dues in an amount to be determined by the Executive Committee in accordance with the Constitution and Bylaws of the SOCIETY. Failure to pay such dues in advance shall automatically terminate the affiliation.

BYLAW VII. Meetings

Section 1. The Division shall schedule and hold at least one technical program annually at a National Meeting of the SOCIETY; however, this requirement may be modified by the Executive Committee in accordance with the Bylaws of the SOCIETY.

Section 2. The Division shall hold at least one annual business meeting at one of the National Meetings of the SOCIETY; however, this requirement may be modified by the Executive Committee in accordance with the Bylaws of the SOCIETY.

Section 3. Special meetings of the Division may be scheduled by the Executive Committee, if notice is distributed to the Division membership at least two months in advance. If business is to be conducted at such a meeting, the notice of the meeting shall state the exact nature of the business to be considered, and no other business shall be transacted at such meetings.

Section 4. Those members of the Division present at a scheduled meeting of the Division shall constitute a quorum for the conduct of business.

Section 5. The fee for registration at any special meeting shall be decided by the Executive Committee, in accordance with the Bylaws of the SOCIETY.

BYLAW VIII. Presentation of Papers

Section 1. The Executive Committee shall be responsible for the selection of papers to be presented at meetings of the Division. It may delegate this authority to the Program Committee.

Section 2. The rules for papers presented before meetings of the SOCIETY as outlined in the Bylaws and Regulations of the SOCIETY shall govern this Division.

BYLAW IX. Amendments

Section 1. A proposal to amend these bylaws may be initiated by the Executive Committee or by a petition to the Executive Committee signed by at least ten (10) Division members. In either case, the Executive Committee shall submit the proposed amendments, first to the Council Committee on Constitution and Bylaws for preliminary review, and then, along with the Executive Committee's recommendations, to the Division members for a vote, and shall specify a deadline for return of votes which shall be at least forty (40) days after the date of submission. Distribution of proposed amendments and return of votes shall be by procedures that follow the requirements for elections of officials specified elsewhere in these bylaws. The amendments shall be adopted by a two-thirds (2/3) majority of the votes cast.

Section 2. Amendments to these bylaws shall become effective on approval by the Council Committee on Constitution and Bylaws, acting for the Council of the SOCIETY, unless a later date is specified in the amendment.

BYLAW X. Dissolution

Upon dissolution of the Division, any assets of the Division remaining thereafter shall be conveyed by the Division to such organization then existent as is dedicated to objects similar to those of the Division and the AMERICAN CHEMICAL SOCIETY, or to the AMERICAN CHEMICAL SOCIETY, so long as whichever organization is selected by the governing body of the Division 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 Division's dissolution.

Bylaw XI. Parliamentary Authority

The parliamentary authority for all matters not provided for in the Constitution and Bylaws of the SOCIETY or the Articles of Incorporation and bylaws of this Division shall be the latest edition of *Robert's Rules of Order Newly Revised*.