

BY-LAWS
AMERICAN SOCIETY OF SAFETY ENGINEERS
WESTERN PENNSYLVANIA CHAPTER
**AMENDED APRIL 1991, MAY 1993, MAY 1997, December 1998, October 2005*

Reviewed June 2001, November 2004

TABLE OF CONTENTS

ARTICLE I	<u>NAME</u>
ARTICLE II	<u>PURPOSE</u>
ARTICLE III	<u>MEMBERSHIP</u>
ARTICLE IV	<u>ORGANIZATION</u>
ARTICLE V	<u>OFFICERS</u>
ARTICLE VI	<u>NOMINATION AND ELECTION OF OFFICERS</u>
ARTICLE VII	<u>SECTIONS</u>
ARTICLE VIII	<u>DUES</u>
ARTICLE IX	<u>MEETINGS</u>
ARTICLE X	<u>MISCELLANEOUS</u>
ARTICLE XI	<u>AMENDMENTS</u>

ARTICLE I - NAME

Section 1. The name of this organization shall be the Western Pennsylvania Chapter of the American Society of Safety Engineers.

Section 2. Hereinafter, the Western Pennsylvania Chapter will be referred to as "Chapter", and the American Society of Safety Engineers will be referred to as the "Society".

ARTICLE II - PURPOSE

Section 1. The purpose of this Chapter of the Society will be to promote the advancement of the safety profession and safety professionals in the geographical area served.

Section 2. In fulfilling its purposes, the Chapter shall have the following objectives within the geographical area:

- (a) To develop and/or promote educational programs for obtaining the knowledge required to perform the functions of a safety professional.
- (b) To develop and/or disseminate, locally, information and materials that will carry out the purpose of the Chapter, the Society and serve the public.
- (c) To provide and/or support forums for the interchange and acquisition of professional knowledge among its members.

(d) To foster liaison with local organizations of related discipline.

(e) To inaugurate and implement such other programs and projects that are consistent with the purpose of the Chapter and the Society.

(f) To conduct its affairs in a manner that will reflect the standards, purposes and objectives of the Society.

ARTICLE III - MEMBERSHIP

Section 1. Membership in the Chapter is open to those individuals who are members of the Society in good standing and who are either located within the Chapter's geographical area or request membership in it. All members of the Chapter shall be members of the Society.

Section 2. Membership is personal and not transferable.

Section 3. All members may vote on Chapter affairs.

ARTICLE IV - ORGANIZATION

Section 1. The Chapter is a not-for-profit organization chartered by the Society for the purpose of carrying out the objectives of the Society in its geographical area. It shall operate in accordance with Society By-Laws.

Section 2. In order to maintain its charter, the Chapter shall have a minimum of twenty-five (25) active members.

Section 3. The Chapter is located in Region VIII, Keystone State Area, and the Chapter's geographical area is defined as follows:

PENNSYLVANIA (counties)

Allegheny Armstrong Beaver Butler Clearfield Cambria Fayette

Greene Indiana Lawrence **Somerset** Westmoreland Washington

Section 4. There shall be an Executive Committee responsible for the operation and management of the Chapter. It shall be responsible for the supervision and care of all property, have full authority to commit the Chapter to action in consonance with resolutions adopted at the meetings of the Chapter, and may cooperate with other organizations on such basis that will not impair the ability of the Chapter to pursue its purposes independently.

Section 5. The Executive Committee shall consist of the elected officers and Delegates to the Society House of Delegates. In addition, the President may appoint chairpersons for various standing committees who will also serve as Executive Committee members. A list of the Executive Committee shall be published annually by the President.

Section 6. The Executive Committee shall meet upon call of any elected Chapter officer or any ten (10) members of the Committee. The actions of a majority of the Committee present at a meeting at which a quorum exists shall be considered the actions of the entire Executive Committee.

A quorum shall consist of one of the following:

(a) ~~Five (5)~~ Four (4) elected officers in attendance:

|

President

~~President-Elect~~

Vice President

Treasurer

Secretary

(b) Any eight (8) Committee members which include three (3) elected officers listed in Point(a).

ALL Executive Committee members shall be notified of any Committee meeting at least 48 hours in advance of said meeting.

Section 7. Each major objective as listed in Article II, Section 2 of these By-Laws, shall be under the supervision of either a Chapter officer or an appointed committee chairperson.

Section 8. The Chapter President and one elected Chapter representative are members of the Area Operating Committee (AOC). A Professional Member or Member elected by the Chapter may serve in the stead of the President or AOC Representative if so designated in writing to the Area Director.

Section 9. Chapter officers and Delegates to the Society House of Delegates shall be elected by members of the Chapter.

Section 10. The Chapter activity year shall be from July 1 to June 30.

ARTICLE V - OFFICERS

Section 1. Elected officers of the Chapter shall be:

(a) President

~~(b) President-Elect~~

~~(b)~~ Vice President

~~(c)~~ Secretary

~~(d)~~ Treasurer

~~(e)~~ Delegate(s) to the Society House of Delegates

Note: One Delegate for each 250 members or portion thereof as defined in Society By-Laws and based on the official December 31 count by Society Headquarters.

~~(f)~~ Regional Operating Committee Representative (who may also be another elected officer).

Section 2. Each elected Chapter officer shall be a Society member for one year prior to taking office. However, only a Professional Member or Member may hold the offices of President, ~~President-Elect~~, Vice President, Delegate or AOC Representative.

Section 2.1 President: To be eligible for President, a member must have served as ~~President-Elect~~ Vice President.

~~Section 2.2 President-Elect: To be eligible for President-Elect, a member must have served as Vice President.~~

Section 2.3-2 Vice President: To be eligible for Vice President, a member must have served in at least two (2) of the following positions:

Secretary

Program Chairperson

Treasurer

Newsletter Editor

Membership Chairperson

In the event a qualified member does not exist, the Nominating Committee shall consider the number of elective offices and Executive Committee positions held, plus the overall service to the Chapter when selecting a candidate.

Section 3. The President shall:

- (a) Preside at meetings of the Executive Committee and the membership.
- (b) Represent the Chapter at meetings of other organizations where official representation of the Chapter is desirable.
- (c) Be a member of the Region VIII Keystone State Area Operating Committee representing the Chapter.
- (d) Provide leadership for programs and activities for the Chapter during his/her term of office.
- (e) Appoint such committees as are necessary to implement the objectives of the Chapter.
- (f) Submit an annual report of the Chapter activities to the Area Director and the Society Secretary by August 15.
- (g) Submit the names of Chapter officers and Delegate(s) elected for the ensuing year annually by June 1 to the Area Director and the Society Secretary.

~~**Section 4.** The President-Elect shall:~~

- ~~(a) Succeed to the office of the President and carry out its duties if the President is unable to serve.~~
- ~~(b) Assume responsibilities for the work of the committees as assigned by the President.~~

Section 54. The Vice President shall:

- (a) Succeed to the office of President-Elect and carry out his/her duties if the President-Elect is unable to serve.
- (b) Assume responsibilities for the work of committees assigned to him/her by the President.

(c) Preside as Chairperson of the Executive Committee and at meetings of the members in the absence of the President ~~and President-Elect~~.

Section 65. The Secretary shall:

- (a) Maintain Chapter records and correspondence.
- (b) Record and distribute minutes of Chapter meetings and Chapter Executive Committee meetings.
- (c) Notify Chapter members of meetings.
- (d) Assume the duties of Treasurer as necessary.

Section 76. The Treasurer shall:

- (a) Maintain all financial records of the Chapter.
- (b) Supervise the receipt and disbursement of funds as directed by the Chapter Executive Committee.
- (c) Maintain Chapter funds in a depository approved by the Chapter Executive Committee.
- (d) By May 31, submit to Society Headquarters the audited income and expense statement for the fiscal year ending March 31 and submit to the IRS any required tax document.
- (e) Assume the duties of Secretary as necessary.

Section 87. Delegates shall:

- (a) Operate in accordance with House of Delegates Operating Procedures and Society By-Laws.
- (b) Keep the Chapter informed of Society actions and proposed actions.
- (c) Act on House of Delegates mail ballots on behalf of the Chapter.
- (d) Assure representation of the Chapter at meetings of the House of Delegates by appointing a Proxy to represent him/her when he/she cannot attend. The Proxy must be a Professional Member or a member in good standing of the Chapter and shall not be a member of the Society Board of Directors. Appointment of a Proxy shall be made by letter, which shall be delivered to the Society Secretary at least one (1) hour prior to the House of Delegates Meeting.

Section 98. The Area Operating Committee Representative shall:

- (a) Be a member of the Area Operating Committee representing the Chapter.
- (b) Perform such other Chapter or AOC functions as may be delegated.

ARTICLE VI - NOMINATION AND ELECTION OF OFFICERS

Section 1. A Nominating Committee shall be appointed not later than December of each year by the Chapter President. The names of the Committee members shall be published by the December issue of the Chapter Newsletter or in some other appropriate correspondence distributed to all Chapter members.

Section 2. The Nominating Committee shall select candidates for all elective offices. The Committee shall select those candidates who, in their judgement, are capable of fulfilling the duties and responsibilities of the office for which they are selected.

Section 3. The names of each qualified candidate for office shall be published and distributed to the Chapter membership at least sixty (60) days in advance of the election.

Section 4. Any twenty (20) Chapter Professional Members or Members may submit a signed petition nominating one or more individuals for elective office. The petition shall be accompanied by a written acceptance by the nominee(s) and shall be submitted to the Chairperson of the Nominating Committee 30 days in advance of the election. The names and qualifications of such nominees shall be published and distributed to the membership at least fifteen (15) days prior to the election.

Section 5. The term of elected Chapter officers shall be for one year beginning July 1.

Section 6. Election of officers for the ensuing year shall be held on or before the March meeting. Procedures for the election shall be determined by the Executive Committee. These procedures can include; Voice vote or paper ballot at any meeting where a quorum (20) is present, mail ballot, or electronic ballot.

Section 7. The nominee receiving a plurality of the votes cast for an elective office shall be considered elected.

Section 8. Removal of elected Chapter officers shall be by majority vote of Chapter members present at any regular or special meeting upon presentation of a signed petition from either the Chapter Executive Committee or 20 voting members of the Chapter. Notification of such meeting shall be mailed to each member at least 30 days in advance of the date of the meeting. Committee Chairpersons or other members of the Executive Committee may be removed by the same authority which appointed them.

Section 9. Vacancies in elected Chapter offices shall be filled by the succession designated in the various offices. If no succession is designated, the Chapter President shall:

(a) Appoint a special Nominating Committee approved by the Executive Committee, if necessary, who shall select a candidate deemed capable of fulfilling the duties and responsibilities of the office. Overall service to the Chapter shall be considered in lieu of office qualifications when necessary.

(b) Publish the names of nominees for office at least 15 days in advance of the Chapter meeting at which the election is to be held.

(c) Receive nominating petitions at the Chapter meeting signed by the number of Professional Members and Members specified in Article VI, Section 4.

(d) Conduct a voice vote at the Chapter meeting if there is only one nominee, and a written ballot if there is more than one nominee for an office.

ARTICLE VII - SECTIONS

Section 1. Sections may be formed by this Chapter to serve ten (10) or more dues-paying Chapter members whose geographical location, within the Chapter area, constitutes an inconvenience to participate in Chapter affairs, and whose number is insufficient to permit formation of a new Chapter.

Section 2. The group must petition the Chapter Executive Committee to form a Section of the Chapter, subject to approval of the Area Operating Committee.

(a) The petition should outline (1) the name of the Section; (2) the territory the Section will encompass, and the number of members currently in that area; (3) plans for meetings to be held and the nature of the program; (4) justification for the creation of the Section; and (5) any dues arrangements between the Chapter and the Section.

(b) The Section shall operate in accordance with Society and Chapter By-Laws.

(c) Sections, upon approval by the Area Operating Committee, shall elect a Chairperson and a Secretary/Treasurer and must abide by the By-Laws of the Chapter. The Chairperson shall be a Professional Member or Member. The Chairperson of an authorized Section shall be invited to attend all meetings of the Chapter Executive Committee and shall attend at least two as a non-voting participant.

(d) By July 15 of each Chapter year, the Section Chairperson shall submit a summary report of Section activities and a financial report to the Chapter President and the Area Director.

(e) The Section Secretary/Treasurer shall keep records of meetings, sending copies to the Chapter Secretary/Treasurer; notify members of meetings; maintain such financial records as are necessary and keep the Chapter officers informed of the Section's financial status. The Chapter shall remit at least 30% of Chapter dues of Section members to the Section for its use.

(f) The Chairperson of the Section shall appoint a Nominating Committee annually to select nominees for the offices of Chairperson and Secretary/Treasurer for the year beginning July 1. Election of these officers shall be held at a meeting prior to July 1.

(g) If the Section ceases to function as a viable organization, the Chapter Executive Committee, after investigation, may recommend its dissolution to the Area Operating Committee, and any funds in the Section Treasury shall be remitted to the Chapter for Chapter use.

(h) Student Members attending an educational institution may join together to form a Student Section of the Chapter within whose boundary the institution lies.

ARTICLE VIII - DUES

Section 1. Each member except Students, Emeritus, and Honorary Members, shall be assessed annual dues as determined by Chapter members in addition to the Society dues.

Section 2. All Society and Chapter dues shall be paid annually in advance by the anniversary of each member's election date.

Section 3. Any proposed increase in Chapter dues shall be determined by vote of the Chapter membership at any regular or special meeting where a quorum is present. All Chapter members shall be notified at least 30 days in advance regarding dues proposals.

ARTICLE IX - MEETINGS

Section 1. Technical meetings shall be held at least four (4) times during the year for the interchange and acquisition of professional knowledge among members.

Section 2. Special meetings of members may be called by the Executive Committee. The notice calling such a meeting shall state the purpose of the meeting; such notice to be sent to each member at least two weeks in advance.

Section 3. Twenty (20) active members in good standing shall constitute a quorum at any regular or special meeting.

Section 4. The latest edition of Robert's Rules of Order Newly Revised shall govern the transaction of business at all meetings of the Chapter unless otherwise provided in these By-Laws.

ARTICLE X - MISCELLANEOUS

Section 1. The Chapter may be dissolved by Chapter members in the following manner:

(a) A resolution to dissolve the Chapter shall be acted upon at a meeting of the Executive Committee. The resolution shall set forth the reasons for dissolution.

(b) Within 30 days following the Executive Committee action, a mail ballot shall be sent to all Chapter members setting forth the reasons for the dissolution. Thirty days after the ballots are mailed, they shall be counted by the Executive Committee. A two-thirds (2/3) vote is required for approval of the action.

(c) Upon the adoption of the resolution to dissolve, the officers shall carry out the dissolution of the Chapter in conformance with applicable laws and Society By-Laws.

Section 2. The Chapter may be dissolved by the Society Board of Directors after failure of the Chapter to conform to minimum Society requirements for activities or upon performance of actions contrary or detrimental to the Society and after a reasonable probation period.

Upon notice, the officers shall carry out the dissolution of the Chapter.

Section 3. The official Society symbol may be used by the Chapter on correspondence, publications and other official documents, in accordance with the provisions for use and reproduction in the Society By-Laws.

Section 4. Any fund-raising projects or activities shall be limited to those activities which are consistent with the purpose of the Society and the Chapter.

Section 5. Chapter officers shall assure retention of needed Chapter and membership records by adhering to the following record retention periods. Officers having charge of these records are authorized to dispose of the records at the end of the required retention period.

(a) Minutes of meetings: Five years following completion of the Chapter year.

(b) Correspondence: Two years following completion of the Chapter year.

(c) Financial records: Five years following completion of the Chapter year.

(d) Membership applications: Retain permanently for all Chapter members. When members transfer, their records should be forwarded to the new Chapter affiliation. Records of Chapter members terminated shall be retained for two (2) years after the Chapter year in which they terminated. Applicants found ineligible for Society membership shall have their application records retained for one (1) year following the Chapter year in which they applied.

Section 6. Official interpretations of these By-Laws shall be made by the Executive Committee.

ARTICLE XI - AMENDMENTS

Section 1. Amendments to these By-Laws may be proposed by the Chapter Executive Committee or by twenty (20) Chapter Professional Members and/or Members. Amendments proposed by the latter shall be presented to the Chapter Executive Committee.

Section 2. The Chapter Executive Committee shall publish any proposed amendments to the membership at least thirty (30) days in advance of the meeting at which action will be taken.

Section 3. Amendments shall be voted on at a regular or special Chapter meeting at which action will be taken if a quorum is present. A two thirds (2/3) affirmative vote is required for approval.

Section 4. All amendments to these By-Laws will become effective after approval by the Area Director.