

BYLAWS NORTH CAROLINA CHAPTER

AMERICAN SOCIETY OF SAFETY PROFESSIONALS

Bylaws Adopted March 2024

Bylaws Approved by the Area Director and Regional Vice President

(Area Director Signature)
Michael A Wolf, CSP/RVP
[Michael A Wolf, CSP/RVP \(Jan 23, 2024 07:48 EST\)](#)
(Regional Vice President signature)

Chapter Chartered December 13, 1955

ARTICLE I - NAME

Section 1 The name of this organization shall be the North Carolina Chapter of the American Society of Safety Professionals (ASSP).

Section 2 Hereinafter, the North Carolina (NC) Chapter will be referred to as Chapter, and the American Society of Safety Professionals (ASSP) will be referred to as the Society.

ARTICLE II - PURPOSE

Section 1 The purpose of this Chapter will be to promote the advancement of the safety profession and safety professionals and development of its members 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 promote educational programs for obtaining the knowledge required to perform the functions of a safety professional.
- b) To develop and disseminate locally, information and materials that will carry out the goals and objectives of the Chapter and of the Society.
- 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 disciplines.
- e) To inaugurate and implement programs and projects that are consistent with the purposes of the Chapter and the Society.
- f) To conduct Chapter affairs in a manner that will reflect the Mission and values 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 located within the Chapter's geographic 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 Chapter members are eligible to vote on all matters submitted to the Chapter membership.

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 Bylaws.

Section 2 In order to maintain its Charter, the Chapter shall have a minimum of 40 members in good standing.

Section 3 The Chapter is located in the Southern Area of Region VI, and the Chapter's geographic area is defined by United States postal codes as follows:

27207, 27208, 27213, 27228, 27231, 27237, 27242, 27243, 27252, 27256, 27259, 27278, 28572 27281, 27302, 27312, 27325, 27330, 27331, 27332, 27343, 27344, 27376, 27501, 27502, 28573 27503, 27504, 27505, 27506, 27507, 27508, 27509, 27510, 27511, 27512, 27513, 27514, 28574 27515, 27516, 27517, 27518, 27519, 27520, 27521, 27522, 27523, 27524, 27525, 27526, 28575 27527, 27528, 27529, 27530, 27531, 27532, 27533, 27534, 27536, 27537, 27539, 27540, 28577 27541, 27542, 27543, 27544, 27545, 27546, 27549, 27551, 27552, 27553, 27555, 27556, 28578 27557, 27559, 27560, 27562, 27563, 27565, 27568, 27569, 27570, 27571, 27572, 27573, 28579 27574, 27576, 27577, 27581, 27582, 27583, 27584, 27586, 27587, 27588, 27589, 27591, 28580 27592, 27593, 27594, 27596, 27597, 27599, 27601, 27602, 27603, 27604, 27605, 27606, 28581 27607, 27608, 27609, 27610, 27611, 27612, 27613, 27614, 27615, 27616, 27617, 27619, 28582 27620, 27621, 27622, 27623, 27624, 27625, 27626, 27627, 27628, 27629, 27634, 27635, 28584 27636, 27640, 27650, 27656, 27658, 27661, 27668, 27675, 27676, 27690, 27695, 27697, 28585 27698, 27699, 27701, 27702, 27703, 27704, 27705, 27706, 27707, 27708, 27709, 27710, 28586, 27711, 27712, 27713, 27715, 27717, 27722, 27801, 27802, 27803, 27804, 27806, 27807, 28587 27808, 27809, 27810, 27811, 27812, 27813, 27814, 27815, 27816, 27817, 27819, 27820, 28589 27821, 27822, 27823, 27824, 27825, 27826, 27827, 27828, 27829, 27830, 27831, 27832, 28590 27833, 27834, 27835, 27836, 27837, 27839, 27840, 27841, 27842, 27843, 27844, 27845, 28594 27846, 27850, 27851, 27852, 27853, 27856, 27857, 27858, 27860, 27861, 27862, 27863, 27864, 27865, 27866, 27867, 27868, 27869, 27870, 27871, 27873, 27874, 27875, 27876, 27877, 27878, 27879, 27880, 27881, 27882, 27883, 27884, 27885, 27886, 27887, 27888, 27889, 27890, 27891, 27892, 27893, 27894, 27895, 27896, 27897, 27915, 27920, 27925, 27928, 27936, 27943, 27948, 27949, 27953, 27954, 27959, 27960, 27962, 27968, 27970, 27972, 27978, 27981, 27982, 28301, 28302, 28303, 28304, 28305, 28306, 28307, 28308, 28309, 28310, 28311, 28312, 28314, 28315, 28318, 28319, 28320, 28323, 28325, 28326, 28327, 28328, 28329, 28331, 28332, 28333, 28334, 28335, 28337, 28339, 28340, 28341, 28342, 28344, 28348, 28349, 28350, 28355, 28356, 28357, 28358, 28359, 28360, 28362, 28364, 28365, 28366, 28368, 28369, 28370, 28371, 28372, 28373, 28374, 28375, 28376, 28377, 28378, 28382, 28383, 28384, 28385, 28386, 28387, 28388, 28390, 28391, 28392, 28393, 28394, 28395, 28398, 28399, 28401, 28402, 28403, 28404, 28405, 28406, 28407, 28408, 28409, 28410, 28411, 28412, 28420, 28421, 28422, 28423, 28424, 28425, 28428, 28429, 28430, 28431, 28432, 28433, 28434, 28435, 28436, 28438, 28439, 28441, 28442, 28443, 28444, 28445, 28447, 28448, 28449, 28450, 28451, 28452, 28453, 28454, 28455, 28456, 28457, 28458, 28459, 28460, 28461, 28462, 28463, 28464, 28465, 28466, 28467, 28468, 28469, 28470, 28472, 28478, 28479, 28480, 28501, 28502, 28503, 28504, 28508, 28509, 28510, 28511, 28512, 28513, 28515, 28516, 28518, 28519, 28520, 28521, 28522, 28523, 28524, 28525, 28526, 28527, 28528, 28529, 28530, 28531, 28532, 28533, 28537, 28538, 28539, 28540, 28541, 28542, 28543, 28544, 28545, 28546, 28547, 28551, 28552, 28553, 28554, 28555, 28556, 28557, 28560, 28561, 28562, 28563, 28564, 28570, 28571,

Section 4 An Executive Committee shall be responsible for the operation and management of the Chapter. It shall be responsible for the supervision and care of all property and have full

authority to commit the Chapter to action in accordance with resolutions adopted at meetings of the Chapter and may only 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 specified in Article V, and other voluntary Chapter members needed to meet specific Chapter goals and objectives. Chapter Executive Committee members who are not elected officers shall be nominated by any Executive Committee member and elected by majority vote of the Executive Committee at any meeting at which there is a quorum. All Executive Committee members' terms shall expire at the end of each Chapter year, June 30. Each member of the Executive Committee has the right to vote on matters of business brought to the Executive Committee for consideration. Voting shall only be valid at meetings where a quorum is established according to Article IX, Section 3, except for limited electronic voting, as specified in Article X, Section 5.

Section 6 The Chapter Executive Committee shall be responsible for meeting the objectives listed in Article II, Section 2 of these Bylaws. Chapter Officers or appointed Committee Chairs shall supervise accomplishing the goals. Committee chairs are appointed by the president, subject to approval by the Executive Committee.

Section 7 The Chapter President is the voting representative for the Chapter at the Area Operating Committee and Regional Operating Committee meetings. An elected officer of the Chapter may serve instead of the President if so, designated by the Chapter President in writing to the Area Director or Regional Vice President.

Section 8 Chapter officers shall be elected by members of the Chapter.

Section 9 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
- c) Secretary
- d) Treasurer
- e) Advisory Group Member(s) on the ASSP Advisory Group

NOTE: Each Chapter shall be entitled to Advisory Group Members as determined by the Chapter membership count as of December 31 of the previous calendar year as follows: 249 members or fewer= 1 Advisory Group Member; One Advisory Group Member for each additional 250 members or portion thereof, in excess of 249 members.

Section 2 Each elected Chapter officer shall be a Society member for one year prior to taking office; exceptions must be approved by the Regional Vice President. Only a Professional Member or Member may hold the offices of President, President-Elect, or Advisory Group Member(s) on the ASSP Advisory Group. Student Members, Associate Members, and Retired (Emeritus) Members may not hold those positions.

Section 3 Officers shall be elected to a two-year term unless they are available to serve for a one-year term only. Officers can be re-elected to the same office or elected to other offices.

Section 4 The President shall:

- a) Preside at regular and special meetings of the Chapter Executive Committee and the membership.
- b) Represent the Chapter at meetings of other organizations where official representation of the Chapter is desired or assign a Designee.
- c) Be a representative for the Chapter at the Area Operating Committee and Regional Operating Committee meetings.
- d) Provide leadership for programs and activities for the Chapter during the term of office.
- e) Appoint such committees as are necessary to implement the objectives of the Chapter.
- f) Submit a completed Annual Performance Report to the Area Director or Regional Vice President and Society Headquarters by August 15 after your term ends.
- g) Submit the names of Chapter officers elected for the ensuing year annually by May 31 to the Area Director, the Regional Vice President and Society Headquarters.
- h) Succeed to the ballot as "Candidate for Advisory Group Member" for the Chapter year following the term as President. The office of Advisory Group Member is still subject to election.

Section 5 The President-Elect shall:

- a) Succeed to the office of the President and carry out the duties of that office if the President is unable to serve.
- c) Assume the duties of President as necessary.
- d) Assume responsibilities for the work of Committees as assigned by the President.
- e) Succeed to the ballot as "Candidate for President" for the Chapter year following the term served as President-Elect. The office of President is still subject to election.

Section 6 The Secretary shall:

- a) Maintain Chapter records and correspondence. Article, X, Section 6, of these Bylaws specifies records retention requirements.
- b) Record and distribute minutes of Chapter meetings and Chapter Executive Committee meetings.
- c) Ensure Chapter members are notified about meetings.
- d) Assume the duties of the Treasurer as necessary.

Section 7 The Treasurer shall:

- a) Maintain all financial records of the Chapter. Article, X, Section 6, of these Bylaws specifies records retention requirements.
- b) Supervise the receipt and disbursement of funds as directed by the Chapter Executive

Committee.

c) Regularly report the Chapter's financial status and recent transaction history to the Chapter Executive Committee.

d) Maintain Chapter funds in a depository approved by the Chapter Executive Committee.

e) Submit a completed Chapter Dues Report by March 1 to Society Headquarters, if dues have changed.

f) Complete the Chapter's audited income & expense statement and any IRS tax documents for the fiscal year ending March 31. Transmit fiscal report and required tax documents on or before May 31 to Society Headquarters.

g) File IRS report(s), and provide proof of filing to Society Headquarters, or provide tax information to Society, by August 15. This is required when the Chapter maintains a three-year average gross revenue that exceeds \$50,000. File a tax statement with the IRS or the Society as required.

h) Assume the duties of the Secretary as necessary.

Section 8 The Advisory Group Member(s) shall:

a) Operate in accordance with Advisory Group Operating Procedures and Society Bylaws.

b) Serve as representative of their local ASSP chapter on the ASSP Advisory Group.

c) Actively discuss and provide input on issues/topics to the Board of Directors.

ARTICLE VI - NOMINATION AND ELECTION OF OFFICERS

Section 1 The most recent immediate Past President available to serve shall be the Chairperson of the Nominations & Elections Committee.

a) The Committee, including the Chairperson, will consist of no fewer than three (3) and no more than (5) members. One member shall be selected by the current Chapter President and the balance by the Committee Chairperson.

b) The current Chapter President may not serve on the Nominations & Elections Committee.

c) No candidate for any elected office except for the office of Advisory Group Member may serve on the Nominations & Elections Committee. Should a member of the Nominations and Elections Committee be suggested for nomination to elected office, that person shall recuse himself or herself from deliberating or voting on the nomination. Should that person be nominated for elected office, she or he shall no longer be a member of the Nominations and Elections Committee. The committee chair shall ensure at least three (3) voting committee members are present for every official committee action.

d) In cases where the Chapter does not have an immediate Past President available to serve as the Nominations and Elections Chair, the Chapter will notify the Area Director, who will make the selection from qualified members of the Chapter.

e) Selection of the Nominations and Elections Committee Members shall be completed no later than December 1st and duly recorded and reported to Society. The full Nominations & Elections Committee must approve the final slate of officer candidates.

Section 2 The Nominations & Elections Committee shall select qualified candidates for all elective

offices.

a) The President-Elect shall succeed to the presumptive candidacy for President following the completion of the term as President-Elect.

b) The President shall succeed to the presumptive candidacy for Advisory Group Member following the completion of the term as President.

c) Members may be nominated for and serve in more than one office.

d) Candidates' names and qualifications shall be published and distributed to the Chapter membership at least 30 days in advance of the election. The method of election (in-person or electronic vote) shall also be published to the Chapter membership at least 30 days in advance of the election

Section 3 Chapter members may submit a signed petition nominating an individual for elective office. A valid petition will have a minimum of ten (10) members' signatures. The petition shall be accompanied by a written acceptance by the nominee(s) and shall be submitted to the Chairperson of the Nominations & Elections Committee at least 15 days in advance of the election. The names and qualifications of such nominees shall be published and distributed to the membership at least 7 days prior to the election.

Section 4 The term of elected Chapter officers shall be July 1 to June 30.

Section 5 Election of officers for the ensuing year shall be conducted in person or electronically:

a) In-person elections shall be held at the April Chapter meeting where a quorum is present. If there is more than one candidate for any office, election for that office shall be by secret ballot. If there is only one candidate for an office, the election may be by voice vote.

b) Electronic voting shall be conducted by suitable means approved by the Executive Committee and conducted in April by the Nominations and Elections Committee as specified in Article VII.

Section 6 In the event a quorum is not present at the April Chapter meeting where an in-person vote is scheduled, an electronic ballot will be sent to the Chapter Members.

Section 7 Grounds for removal of an elected Chapter officer from office can include but are not limited to, dereliction of duty or not adhering to the ASSP Code of Conduct.

Removal of elected Chapter officers shall be initiated by a signed petition from 10 members of the chapter. The Chapter Executive Committee shall review the validity of the petition and investigate the circumstances.

Removal from elected office shall be by $\frac{2}{3}$ majority vote of the Executive Committee at any regular or special Executive Committee meeting or by $\frac{2}{3}$ majority vote of the Chapter membership.

Executive Committee members who are not elected officers may be removed from their position by a majority vote of the Executive Committee.

Section 8 Vacancies in elected Chapter offices shall be filled as specified below, according to the position and date of the vacancy.

a) Should a vacancy occur in the elected office of Secretary, Treasurer, or Advisory Group Member, the President shall nominate an eligible Chapter member (see Article V, Section 2) to fulfill the unexpired term of office. The Chapter Executive Committee shall elect

candidates by $\frac{2}{3}$ majority vote.

b) Should a vacancy occur before December 30th, in the office of President, the President-Elect shall automatically succeed to the Presidency. If the President-Elect declines the position, a past President may serve as President for this term upon the approval of the Executive Committee by majority vote. Otherwise, a special election as described in Article VI, Section 8, d), below, shall be held.

Should a vacancy occur before December 30th in the office of President Elect, a special election as described in this Section, shall be held.

c) Should the President-Elect or a past President not be available to complete the President's term; or in the event of a vacancy in the office of President-Elect, a special Nominations & Elections committee, assembled as specified in Article VI, section 1, will be responsible for completing a special election according to the following:

The Special Nominations & Elections Committee shall:

(a) Publish notification of the election and the slated nominees for office at least 15 days in advance of the Chapter meeting at which the election is to be held.

(b) Receive at the Chapter meeting any additional nominating petitions as may be rendered, and signed as specified in Article VI, Section 3.

(c) Conduct a vote, according to Article VI, Section 5, at the Chapter meeting, at which a quorum is present.

(d) In the event a quorum is not present at the Chapter meeting, the voting may be done by mail or electronic ballot as described in Article VII

(e) Ensure that the elected candidate assumes office immediately upon election.

d) Should a vacancy occur on or after December 30th, in the office of:

(a) President, the President-Elect shall serve the unexpired term of the President in addition to the term for which she or he was originally elected.

(b) President-Elect, if it is not an operational hardship for the Chapter, the position may remain vacant until the next election is conducted. If it is operationally necessary for the Chapter to have a President-Elect, then a special election shall be held according to Article VI, Section 8, d), above.

Section 9 Vacancies in appointed offices shall be filled for their unexpired term by appointees of the President then in office, with the approval of the Chapter Executive Committee.

Section 10 Inability to serve: If after the election, but prior to taking office, an officer is unable to serve for any reason, the vacancy shall be filled in the manner set forth in this Article.

ARTICLE VII - CHAPTER MEMBER VOTING

Section 1 In-person voting at a regular or special meeting where a quorum is present can be conducted for any Chapter business as required herein. The threshold for member approval shall be as specified by these bylaws.

Section 2 Electronic voting shall include all registered Chapter members. A return of 40 votes or 20% (whichever is fewer) of the Chapter membership is required. The ballot process should take more than 15 days and no more than 45 days for responses from members and

shall provide for an anonymous voter response. The threshold for member approval shall be as specified by these bylaws

ARTICLE VIII - SECTIONS

Section 1 Sections may be formed by the Chapter to serve 10 or more dues-paying (or emeritus) Chapter members whose numbers are insufficient to permit the formation of a separate Chapter but whose geographic location, or common interest, within the Chapter, provides a unique opportunity to participate separately in Chapter affairs. A Student Section may be formed from Student Members attending an educational institution where that institution lies within the boundaries of the Chapter.

Section 2 Student Sections shall operate under the direction of an employee of the educational institution who shall serve as the Student Section Chair and shall be a member or professional member of the Chapter.

Section 3 The group shall complete a section formation application. Section formation shall be approved by the Chapter Executive Committee, and Area Operating Committee or Regional Operating Committee. The section shall be organized and governed according to a set of Bylaws approved by the Chapter Executive Committee and the Regional Vice President.

Section 4 Section members shall elect, at a minimum, a Section Chairperson and a Section Secretary/Treasurer. Except, Student Section members shall elect, at a minimum, a Section President and a Section Secretary/Treasurer.

a) The Chairperson of an authorized Section shall be invited to attend all meetings of the Chapter Executive Committee and shall attend at least two each Chapter year, as a non-voting participant unless elected to the Executive Committee according to Article IV, Section 5 of these Bylaws.

b) By April 30 of each Chapter year, the Section Chairperson shall submit a summary report of Section activities and a financial report to the Chapter President.

c) The Chapter shall remit at least 30% of Chapter dues of Section members to the Section for its use.

d) 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 or Regional Operating Committee, and any funds and assets in the Section Treasury shall be remitted to the Chapter for Chapter use. The Chapter shall assume any remaining legal financial debts.

ARTICLE IX - DUES

Section 1 Each member, except Students, Emeritus, and Honorary Members, shall be assessed annual Chapter dues as determined by Chapter members, in addition to 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 Changes to 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 of voting on dues proposals. Changes to Chapter dues shall be submitted to Chapter Services by March 1.

ARTICLE X - MEETINGS

Section 1 The Chapter shall meet at least six times per year and at least four (4) of the meetings shall be technical meetings. Technical meetings are those that define or discuss methods, procedures, systems, devices or standards toward the reduction, control, or elimination of hazardous exposures to people, property, or the environment, and which foster the technical, scientific, and managerial knowledge and skills of attendees.

Section 2 Special meetings of members may be called by the Chapter 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 A majority of the Elected Officers or a majority of the Executive Committee, which includes at least two elected officers, present at an Executive Committee meeting shall constitute a quorum. Ten (10) Chapter members and at least two (2) members of the Chapter Executive Committee shall constitute a quorum at any regular or special Chapter meeting. Business cannot be conducted at any Executive Committee or Chapter meeting unless a quorum is present.

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 Bylaws.

Section 5 Executive Committee meetings shall be conducted at least six times per year and the Chapter President will preside over the meeting. These meetings are necessary for managing the Chapter including reviewing finance reports, strategic plans, governmental affairs, membership growth, and other business items needed to manage the Chapter successfully.

Section 6 Proxies: Executive Committee members may assign their vote, and their participation for the purpose of establishing a quorum, by proxy, to any other member of the Executive Committee present at a meeting of the Executive Committee specified on the proxy. The proxy for an Executive Committee meeting shall be in writing and may be electronic. (e-mail or text message) assignment. The proxy shall be verified by the Secretary, or an Executive Committee member not holding the proxy, prior to the vote; and verification shall be duly recorded in the meeting minutes. The member assigning the proxy may apply any limitations to the proxy. No proxy may be extended beyond the scope or final date indicated on the proxy and may not include meetings after June 30 of that Chapter activity year. No proxy may be re-assigned. The Executive Committee member holding the proxy must exercise the proxy and enter it into the voting as if the assigning Executive Committee member were present. There is no limit to the number of valid proxies an Executive Committee member may hold. All proxy votes shall be duly recorded in the meeting minutes.

Chapter members may not assign their vote, nor their participation for the purpose of establishing a quorum, by proxy for any regular or special Chapter meeting.

Section 7 Unless otherwise specified in these bylaws, Executive Committee and Chapter actions shall be approved by a simple majority vote. Should the voting be even, the motion or action will not carry. Any Executive Committee member may make a motion or may call for a vote on any action, not specified in these bylaws. Any Chapter member may make a motion or call for a vote on any action at a Chapter meeting. Actions or other functions of the meeting body, including the expenditure of funds, may be conducted by consensus except in the case of motions, officer nominations, or actions upon which a vote has been called. The person presiding shall request seconds and votes, as appropriate, or when called to do so. All votes shall be duly recorded in the meeting minutes.

ARTICLE XI - MISCELLANEOUS

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

- a) The Chapter Executive Committee may vote to dissolve the Chapter by a 2/3 majority vote.
- b) A petition of ten (10) Chapter Members may be presented to the Chapter Executive Committee. The petition shall set forth the reasons for dissolution and shall be acted upon by the Chapter Executive Committee.
- c) Within 30 days following the Chapter Executive Committee's action to dissolve the Chapter, a mail or email ballot shall be sent to all Chapter members setting forth the reasons for the dissolution. After a minimum of forty (40) ballots are returned and at least Thirty (30) days after the ballots are mailed, they shall be counted by the Chapter Executive Committee. A two-thirds (2/3) affirmative vote of Chapter members is required for approval of the action.
- d) 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 Bylaws.
- e) If a Chapter Executive Committee no longer exists a Chapter member may make a recommendation for dissolving a Chapter to the Area Director and Regional Vice President for their review. Upon the approval of the Area Operating Committee and the Regional Operating Committee, the recommendation will be forwarded to the Society Board of Directors.
- f) The Society Board of Directors may dissolve the Chapter after the 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 Chapter officers, or regional officers if Chapter officers fail to, shall carry out the dissolution of the Chapter.

Section 2 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 Bylaws.

Section 3 Any fund-raising projects or activities shall be limited to those activities that are consistent with the purpose of the Society and the Chapter.

Section 4 Chapter officers shall assure retention of needed Chapter 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 - permanently, (recommended by Society auditors).
- b) Correspondence - two years following completion of the Chapter year.
- c) Financial Records - seven years following completion of the Chapter year.

Section 5 The Chapter Executive Committee may conduct limited business by electronic voting if it is infeasible to wait until the next Executive Committee meeting.

- a) Limited business conducted by electronic voting may include commitments for expenditures of less than \$500.00, the election of appointed Executive Committee members, or voting on awards nominations.

b) Limited business must be time-sensitive and shall be deferred to the next Executive Committee meeting if possible.

c) Limited business conducted by electronic voting shall include distribution to all Executive Committee members, shall consist of a formal motion, a second by a different Executive Committee member, a reasonable opportunity for comment and open discussion followed by a call for a final vote which includes a deadline, and a final vote. Discussion on a motion shall not occur before the motion is seconded and shall be openly shared with all Executive Committee members. No sidebar communications or discussion not involving all Executive Committee members is allowed. The vote shall not be valid unless and until a quorum of the Executive Committee, Section Article IX, Section 3, has responded.

d) The motion and results of the vote shall be recorded in the minutes of the next Executive Committee meeting or in separate documented minutes, which shall be approved by the Executive Committee at its next meeting.

ARTICLE XII - AMENDMENTS

Section 1 Amendments to these Bylaws may be proposed by the Chapter Executive Committee or by petition of ten (10) Chapter Members. Amendments proposed by petition of ten (10) Chapter Members shall be presented to the Chapter Executive Committee.

Section 2 The Chapter Executive Committee shall publish any proposed Bylaws amendments to the membership at least 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 or by electronic ballot. A two thirds (2/3) affirmative vote is required for approval.

Section 4 All amendments to these Bylaws will become effective after approval by the Area Director and Regional Vice President.

Section 5 The Chapter Executive Committee shall publish revised by-laws and will announce amendments at the next Chapter meeting after approval.

Approved by the Board of Directors, October 1983,
Amended in February 2024, January 2023, August 2022, December 2018, April 2018, October 2014, January 2009, February 2007, February 2006, June 2003, June 2001, May 1997, June 1991, October 1990