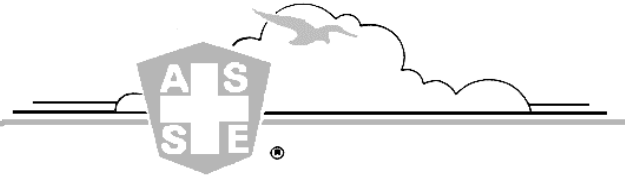


AMERICAN SOCIETY OF SAFETY ENGINEERS



CHESAPEAKE CHAPTER

CHESAPEAKE CHAPTER BYLAWS AMERICAN SOCIETY OF SAFETY ENGINEERS

BYLAWS REVISED AND ADOPTED
February 13, 2008 through June 30, 2008

BYLAWS APPROVED BY REGIONAL VICE-PRESIDENT, _____

RVP Signature

Date

CHAPTER CHARTERED APRIL 8, 1963

ARTICLE I — NAME

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

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

ARTICLE II — PURPOSE

Section 1. The purpose of the 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 its 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, materials that will carry out the purposes of the Chapter and the Society.
- c) To provide and 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 such other programs and projects that are consistent with the purposes 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 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 Chapter members in good standing are eligible to vote on all matters submitted to the Chapter membership.

ARTICLE IV — CHAPTER ORGANIZATION

Section 1. The Chapter is a not-for-profit Illinois Corporation operating in Maryland and 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 the Society Bylaws.

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 VI and the Chapter's geographical area includes: Baltimore City, the state of Maryland Counties of:

Allegheny	Anne Arundel
Baltimore	Carroll
Cecil	Frederick
Garrett	Harford
Howard	Washington.

Note: Counties not included are: Calvert, Caroline, Charles, Dorchester, Kent, Montgomery, Prince Georges, Queen Annes, Somerset, St. Mary's, Talbot, Wicomico, and Worchester.

Section 4 An Executive Committee shall:

- a) Be responsible for the operation and management of the Chapter.
- b) Be responsible for the supervision and care of all property,
- c) Have full authority to commit the Chapter to action in accordance with resolutions adopted at 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 A quorum of the Executive Committee present at a meeting shall consist of either the President or Vice-President and four or more members of the Executive Committee

Section 6 The Executive Committee shall consist of the

- a) Elected Officers,
- b)
- c) The most immediate Past President of the Chapter.
- d) Chairpersons of standing Committees or Special Committees
- e) Designated Member at Large.

Section 7 The Chapter President serves as the Chapter representative for the Regional Operating Committee (ROC.) A Professional Member or Member who is an elected officer may serve instead of the President, if so designated in writing to the Regional Vice President (RVP.) from the Chapter President.

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

Section 9 The Chapter activity year and Officer's terms shall be from July 1 through June 30 and the Chapter fiscal year shall be April 1 through March 31 per Society requirements.

Section 10 Chapter Executive Committee members shall not enter into any contract that falls outside the scope of normal Chapter operations without approval of the Executive Committee. Furthermore, any such contract must be reviewed and approved by the Regional Vice President prior to execution of the contract.

Section 11 Chapter Executive Committee members shall not enter into any contract that obligates the Chapter financially for more than \$ 1,000 without approval of the Executive Committee, unless contractual obligation is contained in the approved Chapter budget. Furthermore, any such contract must be reviewed and approved by the Region Vice President prior to execution of the contract.

Section 12 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.

ARTICLE V— OFFICERS

Section 1. Elected officers of the Chapter shall be:

- a) President
- b) Vice President
- c) Second Vice-President
- d) Treasurer
- e) Secretary
- f) Delegates to the Society House of Delegates

- 1.1 Unless approved by the Executive Committee, the incoming President shall have first served as a Executive Committee Member for at least one (1) Year.

Section 2 Each elected Chapter officer shall have been a member of the Society (in good standing) for one year prior to taking office; exceptions must be approved by the Regional Vice President. However, only a Professional Member or Member may hold the office of President, Vice- President, Second Vice President or Delegate to the House of Delegates.

Section 3. The President shall:

- a) Preside at regular and special 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 representative for the Chapter at the 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 "Annual Report of Chapter Activities" to the Regional Vice-President and Society Headquarters by August 15th.
- g) Submit names of Chapter officers and delegate(s) elected for the forthcoming year to the Regional Vice President and Society Headquarters by June 1st .

Section 4 The Vice President 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 Committees assigned by the President.
- c) Chair the Long - Range planning committee.
- d) Assume responsibilities for the work of committees assigned by the President.
- e) Provide for the annual updating of the Chapter roster.
- f) Assume the duties of the Treasurer as necessary.

Section 5 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) Submit a completed "Dues Report" by March 1 to Society Headquarters.
- e) Complete the Chapter's "Audited Income & Expense Statement" and any IRS tax documents for the fiscal year ending March 31. Transmit "Fiscal Report" and any tax documents on or before May 31 to Society Headquarters.
- f) Assume the duties of the Secretary as necessary.
- g) Prepare a budget by September first to submit to the Executive Committee for approval.

Section 6 The Secretary shall:

- a) Maintain Chapter records and correspondence.
- b) Record and distribute minutes of Chapter Executive Committee meetings and any minutes of any business conducted at Chapter meetings.
- c) Notify Chapter members about meetings.
- d) Retain custody of the "Chapter Charter" and Chapter Banner.
- e) Assume the duties of the Treasurer as necessary.

Section 7 The Delegate(s) to the House of Delegates shall:

- a) Operate in accordance with House of Delegates actions and proposed actions.
- b) Keep the Chapter informed of House of Delegates Operating Procedures and Society Bylaws.
- c) Act on House of Delegates mail ballots on behalf of the Chapter.

Section 8 The Member-at-Large shall:

- a) Perform such special assignments as directed by the Executive Committee.

Section 9 The Second Vice-President shall:

- a) Assist the President and Vice-President and act for them when requested in the event of his/her inability to act.
- b) Chair organizational committee which shall represent the Chapter for any National and/or Regional conferences, "night out" events and functions hosted by the Chapter.

- c) Assist President and Vice-President with officer/committee training.
- d) Serve on annual financial audit committee.
- e) Assume responsibilities for the work of Committees assigned by the President.
- f) Other assigned duties by the President

ARTICLE VI — NOMINATION AND ELECTION OF OFFICERS

Section 1. The most recent immediate Past President available to serve shall Chair the Nominations & Elections Committee. If this Past President is unable to serve, the Executive Committee shall appoint a member in good standing to serve as the Chair of the Nominating Committee.

- a) The Committee, including the Chairperson, will consist of no less than three (3) but not more than five (5) members,
- b) One member shall be selected by the current Chapter President and the balance by the Committee Chairperson
- c) Officers serving in positions that succeed to the next Chapter officer level may serve on the Nominations & Elections Committee
- d) Newly nominated candidates and candidates for non-succeeding officer positions may not serve on the Nominations & Elections Committee.

Selection of the Committee Members shall be completed no later than the first Executive Committee meeting of

each calendar year. The names of the Nominating Committee shall be publicized (in writing) to members. The full final Nominations & Elections Committee must approve the slate of officer candidates.

Section 2. The Nominations & Elections Committee shall select qualified candidates for all elective offices. Candidates' names and qualifications shall be published (in writing) and distributed to the Chapter membership at least 30 days in advance of the election.

Section 3. Chapter members may submit a signed petition nominating an individuals for elective office. The petition will require twenty-five (25) signatures in order to be valid.

- a) 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 thirty (30) days in advance of the election.
- b) 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 4. The term of elected Chapter officers shall be July 1 to June 30. An officer may be elected to a consecutive term to serve a maximum of two (2) years.

- a) Elections shall take place at the March meeting or at a date no later than March 31st of each year so that there is ample time for carryover between outgoing and incoming

officers and continuity of Chapter operations and reports.

- b) Incoming Officers will fully assume their elected positions July 1st.

Section 5. . If there is more than one candidate for any office, election shall be by written ballot. If there is only one candidate for an office, election may be by voice vote.

Section 6. In the event a quorum is not present at the Chapter meeting or forty (40) ballots have not been received:

- a) A special ballot will be sent to the Chapter Members and a return of at least forty (40) votes of the Chapter membership is required.
- b) The ballot process should take less than thirty (30) days with at least fifteen (15) days as a minimal period for response from the members.

Section 7 Removal of elected Chapter officers shall be by vote of Chapter members at any regular or special meeting upon presentation of a signed petition from either the Chapter Executive Committee, or Forty (40) voting members of the Chapter.

- a) Notification of such meeting shall be sent to each member at least thirty (30) days in advance of the date of the meeting.
- b) Committee Chairpersons appointed by elected officers or the Chapter Executive Committee may be removed by the officer on the Executive Committee who appointed them.

Section 8. Vacancies during the term in elected Chapter offices shall be filled by the succession designated in the

various officer descriptions. If no succession is designated, or the designated successor declines to accept the position, the position shall be filled in the way specified below, according to the position and timing of the vacancy.

- a) Should a vacancy occur in an elected office other than President Vice President, Second Vice-President, Treasurer or Secretary), the President shall notify the membership within ten (10) calendar days.
 - i) The President shall appoint, with the approval of the Executive Committee, an eligible member (see Article V, Section 2) to fill the unexpired term of office,
 - ii) The President should give special consideration to current committee chairpersons and experienced Chapter leaders who have recently completed their terms of office.
- b) Should a vacancy occur early in the term in the office of:
 - i) President,
 - 1.1 The Vice President shall succeed to the Presidency.
 - 1.2 If the Vice President declines the position, a past President may serve as President for this term upon the approval of the Executive Committee. Otherwise, a special election as specified below in b) ii) of this section will be considered for filling the seat of President.
 - 1.3 The Vice President, or a special Nominations & Elections committee appointed by the Chapter Executive Committee, will be responsible for completing the special election
 - ii) Vice President, the President shall:

- 1.1 Appoint a special Nominations-& Elections Committee.
- 1.2 Publish notification of the election and the slated nominees for office at least fifteen (15) days in advance of the Chapter meeting at which the election is to be held.
- 1.3 Receive at the Chapter meeting any additional nominating petitions as may be rendered, and signed by the number of Professional members and members specified in Article VI, Section 3.
- 1.4 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 office.
- 1.5 Ensure that the elected candidate assumes office immediately upon election.
 - c) Should a vacancy occur at mid-term or later in the office of:
 - i) President, the Vice President shall serve the unexpired term of the President in addition to the term for which the person was originally elected.
 - ii) Vice President, 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 Vice President, then the position should be filled as noted in this Article and Section, paragraph b) ii) 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 Executive Committee.

Section 10 Inability to serve. If after 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.

Section 11 if it is not an operational hardship for the Chapter, the Second Vice President position may remain vacant if Chapter is unable to fill that position.

ARTICLE VII — SECTIONS

Section 1. Sections may be formed by this Chapter to serve ten (10) or more dues-paying (or emeritus) Chapter members.

- a) Members within the Chapter's geographical area who find it an inconvenience to participate in Chapter activities, and whose numbers are insufficient to permit formation of a new Chapter may form a Section.
- b) The Section shall operate in accordance with Society and Chapter Bylaws.

Section 2. The group must petition the Chapter Executive Committee to form a Section of the Chapter.

- a) The petition is to outline:
 - i) Name of Section.
 - ii) Territory the Section will encompass.
 - iii) Number of members currently in the territory.
 - iv) Plans for meetings to be held and the nature of the program.
 - v) Justification for the creation of the Section.
 - vi) Any dues arrangements between the Chapter and the Section.

- vii) Submit a copy of section Bylaws (See Model Section Bylaws).
- b) Sections must meet the approval of the Chapter's Executive Committee and the Regional Operating Committee.

Section 3-Section members shall elect a Chairperson, and a Secretary/Treasurer and must abide by the Bylaws of the Chapter.

- a) 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 voting participant.
- 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 and the Regional Vice President.
- c) The Section Secretary/Treasurer shall:
 - i) Keep records of meetings, sending copies to the Chapter Secretary;
 - ii) Notify members of meetings;
 - iii) Retain the Section Charter,
 - iv) Maintain such financial records as are necessary and
 - v) Keep the Chapter Officers informed of the Section's financial status. The Chapter shall remit 100% of Chapter dues of Section members to the Section for its use.
- d) The Chairperson of the Section shall appoint a Nominations & Elections Committee annually to select nominees for the offices of Chairperson and Secretary/Treasurer for the year

beginning July 1. Both officers' terms shall be for one (1) year beginning July 1. Election of these officers shall be held at a Section meeting prior to July 1.

- e) If the Section ceases to function as a viable organization, the Chapter Executive Committee, after investigation, may recommend its dissolution to the Regional Operating Committee, and any funds in the Section Treasury shall be remitted to the Chapter for Chapter use.
- f) Sections shall hold at least four (4) technical meetings during the year for the interchange and acquisition of professional knowledge among its members.

Section 4. Student Members attending an educational institution may join together to form a Student Section of the Chapter within whose boundary the institution lies. (See Model Student Section Bylaws).

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 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. 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. The Chapter shall hold a minimum of eight (8) meetings each activity year. At least four (4) shall be technical meetings for the interchange and acquisition of professional knowledge among its members.

Note: Technical meetings are those that define or discuss methods, procedures, systems, devices and 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 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 (2) 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 Bylaws.

Section 5 Executive Committee meetings shall be conducted at least six times per year. These meetings are necessary for managing the Chapter including finance reports, strategic plans, government affairs, membership growth and other business items

needed to manage the Chapter successfully.

ARTICLE X — Amendments

Section 1. Amendments to these Bylaws may be proposed by the Chapter Executive Committee or by twenty (20) Chapter members. Amendments proposed by the latter shall be presented to the Chapter Executive Committee.

Section 2. The Chapter Executive Committee shall notify the membership of any proposed amendment to the By – Laws 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 will be required.

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

Section 5. The Chapter Secretary is authorized to correct Article and Section designations, punctuation and cross-references and to make clerical changes as may be necessary to reflect the intent of the Chapter in its Bylaws.

**ARTICLE XI— MISCELLANEOUS
CHAPTER DISSOLUTION, SOCIETY
SYMBOL, FUND RAISING, RECORDS
RETENTION**

Section 1. The Chapter may be dissolved by the Chapter Executive Committee 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 thirty (30) days following the Executive Committee action, a notice by mail ballot shall be sent to all members of the Chapter setting forth the reason for the dissolution.
 - i) Thirty days (30) later after the ballots are mailed, they shall be counted by the Executive Committee.
 - ii) A two-thirds (2/3) vote of the return ballots is required for approval of the action.
- c) Upon the adoption of the resolution to dissolve, the officers shall proceed to carry out the dissolution of the Chapter in conformance with applicable laws and Society Bylaws.

Section 2 If a Chapter Executive Committee no longer exists or conditions preempt the implementation of the preceding Section, a Chapter member may make a recommendation for dissolving a Chapter to the Regional Vice President for their review. Upon the approval of the Regional Operating Committee, the recommendation will be forwarded to the Society Board of Directors.

Section 3. The Society Board of Directors may dissolve the Chapter 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 Chapter officers shall carry out the dissolution of the Chapter.

Section 4. 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 5. 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 6. Chapter officers shall assure retention of needed Chapter and membership records by adhering to the following record retention policy. 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.
- b) Correspondence — two (2) years following completion of the Chapter year
- c) Financial Records — seven (7) years following completion of the Chapter year
- d) Voting Materials – 18 Months after the election has been certified.

Section 7. Anywhere within these By-Laws that there exists a requirement for a “written, writing, presented, mail(ed), publish(ed), distribute(d), notice/notified” requirement, an appropriate “electronic response” may be substituted. The “electronic response” must be traceable back to the specified member initiating the response.

Approved by the Chesapeake Chapter Executive Committee: December 7, 2007

Approved by the Chesapeake Chapter Membership: Date to be determined