

***BYLAWS OF THE
DIVISION OF INDUSTRIAL AND ENGINEERING CHEMISTRY
OF THE
AMERICAN CHEMICAL SOCIETY**

**BYLAW I
Name**

The name of this organization shall be the Division of Industrial and Engineering Chemistry (hereinafter referred to as “the Division”) of the AMERICAN CHEMICAL SOCIETY (hereinafter referred to as “the SOCIETY”).

**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.

Section 3. Further Objects of the Division shall be the advancement of industrial and engineering chemistry, and in specific furtherance thereof:

- a. To encourage the highest standards of excellence in developing and applying knowledge of chemistry and chemical engineering to the products and processes of industry.
- b. To promote the development of chemical science and technology in both academic institutions and in industry.
- c. To improve the qualifications and usefulness of chemists and chemical engineers through high standards of professional ethics, education and attainment.
- d. To increase the diffusion of chemical knowledge through its meetings, professional contacts, reports, papers, discussions and publications, thereby fostering public welfare and education.

* **Effective June 19, 2007.** Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the American Chemical Society.

- e. To promote the mutual recognition of need and interest for the complete spectrum of chemical interests, from fundamental research to pragmatic technology.

BYLAW III

Members and Affiliates

Section 1. Membership in the Division is open to all members of the SOCIETY. Any member of the SOCIETY may join the Division by enrolling with the Division and payment of the established annual dues.

Section 2. A Society Affiliate of the SOCIETY may become a Society Affiliate of the Division, by application to the Secretary and payment of the Divisional dues established for the 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, or serving as a member of the Division Executive Committee or equivalent policy-making body.

Section 3. A person who is not a member of the SOCIETY, but wishes to participate in the activities of the Division, may become a Division Affiliate provided that payment of the Divisional dues established for Division Affiliates is made. A Division Affiliate shall have all the privileges of membership in the Division, as provided in the Division bylaws, except that of holding an elective position in the Division, voting on articles of incorporation and bylaws, or serving as a member of the Division Executive Committee or equivalent policy-making body, or voting for Councilors or Alternate Councilors of the Division.

Section 4. Any member qualifying for emeritus status in the SOCIETY will, upon request to the Secretary, be granted emeritus status in the Division.

Section 5. A member may resign in good standing from the Division by written request received by the Secretary prior to the end of the year for which dues are paid.

Section 6.

- a. A member of the Division who is in arrears in payment of dues for one (1) year shall be stricken from the rolls. A former member of the Division who was stricken from the rolls for nonpayment of dues shall be reinstated by payment of all outstanding dues including the year in which reinstatement is requested.
- b. Division Affiliates and Society Affiliates of the Division shall retain affiliate status only so long as payment is made of Division dues.

BYLAW IV

Organization and Administration

Section 1. Incorporation

- a. The Division shall be incorporated in the District of Columbia.
- b. The Corporate Seal shall be maintained by the Secretary of the SOCIETY.
- c. The officers of the Corporation shall be the officers of the Division, as defined in Bylaw IV, Sec. 2.
- d. The Board of Directors of the Corporation shall be the elected Councilors of the Division, together with sufficient Officers and Executive Committee members to comprise a total of eight (8) directors, with Officers and Executive Committee members being chosen for this purpose in the following order of priority: Chair, Chair-Elect, Secretary, Treasurer, Immediate Past Chair, Program Secretary, National Meetings Program Chair.
- e. The Annual Meeting of the Corporation shall be the Annual Business Meeting of the Division as provided in the Division bylaws by Bylaw VIII, Sec. 5, a.
- f. The Corporation shall be bound by all provisions of the Charter, Constitution, and Bylaws of the SOCIETY.

Section 2. Officers

- a. The officers of the Corporation, who also shall be the elected officers and Councilors of the Division, shall be a Chair, a Chair-Elect, an Immediate Past Chair, a Secretary, a Treasurer, and the Councilors, the number of Councilors being determined by the SOCIETY.
- b. Duties of the Officers:
 - (1) It shall be the duty of the Chair to preside at meetings of the Executive Committee, to carry into effect the decisions and recommendations of that Committee, and to preside at stated meetings of the Division. The Chair shall be responsible for appointments to Division Committees with approval of the Executive Committee, and Newsletter articles for Spring and Fall issues. The Chair shall also designate a member of the Executive Committee to count the ballots received during an election. Other duties shall be detailed in a regularly updated Position Description for the Division Officers and Executive Committee members.
 - (2) The duties of the Chair-Elect shall be to preside over stated Division meetings in the absence of the Chair. In addition, the Chair-Elect shall preside over

regularly scheduled and special meetings of the Steering Committee, which is responsible for long-range Division strategies and policies.

- (3) The Secretary shall preside in the absence of both the Chair and Chair-Elect. It shall be the duty of the Secretary to keep a record of the proceedings of the Division and of the Executive and Steering Committees, notify the membership of Divisional business, and to carry out all assignments and responsibilities of that Office as stated in the Constitution and Bylaws of the SOCIETY. The Secretary shall submit the minutes of the Executive and Steering Committee meetings to the Executive Committee. The Secretary shall submit a report to the Division at its Annual Business Meeting. The Secretary shall submit a report to the SOCIETY at the end of each year as specified by the SOCIETY. Other duties of the Secretary are specified in the Division Position Descriptions brochure.
- (4) The Treasurer shall have charge of all funds and shall maintain the financial records of the Division. This officer shall collect dues and assessments and make all disbursements, subject to the approval of the Executive Committee. A Treasurer's report shall be presented to each meeting of the Executive Committee at the National Meetings or more often if requested by the Executive Committee. As Chair of the Finance Committee, the Treasurer shall propose a tentative Division budget to the Executive Committee for review at the Fall National Meeting of the SOCIETY. This officer shall arrange for a year-end audit of the financial records of the Division and shall report the results at the Division's Annual Business Meeting. Other duties of the Treasurer are specified in the Division Position Descriptions brochure.
- (5) The Immediate Past Chair shall assist the Secretary with the preparation of the Annual Report to the SOCIETY and shall chair the Nominating Committee, which shall submit to the Executive Committee at the Spring National Meeting of the SOCIETY at least two (2) names to run for Chair-Elect and at least one, but preferably two, for each additional available office. Additional duties of the Immediate Past Chair are specified in the Division Position Descriptions brochure.
- (6) The number of Councilors and Alternate Councilors shall be determined by the provisions of the SOCIETY's Constitution and Bylaws. The duties of the Division Councilors shall be to attend meetings of the Executive Committee, to represent the Division at meetings of the Council of the SOCIETY, and to report to the Executive Committee issues related to the interests of the Division coming before the SOCIETY's Council. The duties of the Division Alternate Councilors shall be to attend Executive Committee meetings and to represent the Division at SOCIETY Council meetings when a Division Councilor is unable to attend, after certification by the Division Secretary.

c. Election of Officers:

- (1) The Division Immediate Past Chair shall chair a Nominating Committee consisting of two additional members of the Executive Committee, selected by the Immediate Past Chair, and shall submit to the Executive Committee the names of two individuals selected to run for Chair-Elect and at least one, but preferably two, for each additional available office at the Executive Committee meeting held at the SOCIETY's Spring National Meeting. Any member may be nominated for an office by signed petition of fifty members of the Division and such name shall automatically be included in the election ballot. To be valid, nominations must be signed by each member making the nomination and received by the Nominating Committee Chair within two weeks after the Spring National Meeting of the SOCIETY of the year in which the election is to be held.
- (2) The officers of the Division shall be elected by a secret ballot that shall be sent by the Secretary 60 days prior to the SOCIETY's Fall National Meeting, with the election returns accepted with date marks up to 15 days prior to the meeting. The ballot mailing must contain a candidate's platform and biography. Candidates will be listed alphabetically on the ballot by office with the office order being Chair-Elect, Secretary, Treasurer, Councilor, and Alternate Councilor. Half of the ballots will have the names for each office listed in reverse order. Ballots shall be counted by a member of the Executive Committee appointed by the Chair. An election winner shall be decided by a plurality of the ballots cast by the membership. The entire Executive Committee shall be contacted for a vote by secret ballot to settle a tie.
- (3) A Chair-Elect shall be elected annually. A Secretary and Treasurer shall be elected in alternate years. Division Councilors shall be elected in classes such that no more than two Councilors and two Alternate Councilors complete terms in a single year.
- (4) The Executive Committee shall fill by appointment any vacancies occurring among officers of the Division unless their successors are otherwise provided for.

d. Terms of Officers:

- (1) The Chair and Chair-Elect shall take office on January 1 and shall hold office for one year or until their successors qualify.
- (2) The Chair-Elect shall succeed to the Chairship at the expiration of the Chair's term of office or to fill a vacancy in the office of Chair occurring during the term as Chair-Elect.
- (3) The Secretary and Treasurer shall take office on January 1 following their election and shall hold office for two years or until their successors qualify.

- (4) Division Councilors and Division Alternate Councilors shall take office January 1 after their election and shall hold office for three years or until their successors qualify.

Section 3. Executive Committee

- a. The Executive Committee shall be comprised of the Division Chair; Chair-Elect; Secretary; Treasurer; Immediate Past Chair; Division Councilors; Division Alternate Councilors; the Liaisons to Secretariats of which the Division is a member; the Chairs of the National Meeting Events, Book Publications, Public Relations, Membership, Public Outreach, Program, and Special Symposia Program Committees; Program Secretary; Newsletter Editor; the Chairs of Division Subdivisions; the Division parliamentarian; and additional committee chairs as approved by the Executive Committee. In addition, the Chair can appoint with Executive Committee approval up to two members-at-large to serve for terms of one year on the Executive Committee.
- b. The duties of the Executive Committee shall be to:
 - (1) Direct the business and activities of the Division.
 - (2) Hold meetings as deemed necessary to consider the affairs of the Division and to receive reports from its members. At least two meetings must be held each year.
 - (3) Authorize all expenditures.
 - (4) Approve the appointments by the Division Chair of the various committee Chairs of the Division as specified in Bylaw IV, Sec. 3, a. The entire Executive Committee must be contacted before approval.
 - (5) Approve appointments by the Division Chair to any vacancies on the Executive Committee created by death, resignation, or incapacity to serve on the part of the incumbent.
- c. All actions of the Committee shall be governed by a majority of the members present or contacted.

Section 4. Steering Committee

- a. The Steering Committee shall be chaired by the Division's Chair-Elect and shall be comprised of all of the elected officers of the Division, Councilors, and Program Chair, plus additional members of the Division to be selected by the Division's Chair-Elect as needed.

- b. The Steering Committee shall meet at least twice per calendar year for the purpose of facilitating the planning and operation of Division activities and policies.

BYLAW V Committees

Section 1. There shall be a Nominating Committee composed of the Division's Immediate Past Chair, who will serve as Chair, and two members of the Executive Committee selected by the Immediate Past Chair and appointed by the Division Chair before January 15 of each year. The duties of this Committee are as described in Bylaw IV, Sec. 2, b(5) and c(1).

Section 2.

- a. There shall be a Division Program Committee whose Chair and Deputy Chair shall be appointed by the Division Chair for a term of three years. The Committee shall contain as many members as the Program Chair appoints. The Committee members serve at the pleasure of the Committee Chair. The duties of the Program Committee shall be to plan, organize, and conduct all programs sponsored by the Division.
- b. There shall be a Program Secretary who shall be appointed by the Division Chair for a term of three years. This person shall be responsible to the Executive Committee for coordinating all programs sponsored by the Division and shall supply the SOCIETY with the required information on all programs.
- c. There shall be a Special Symposia Program Committee whose Chair will be appointed by the Program Committee Chair for a term of three years with consent from the Division Chair and approval of the Executive Committee. The Committee shall plan, organize, and conduct all symposia other than the National Meeting symposia.

Section 3. There shall be a National Meeting Events Committee whose Chair shall be appointed by the Division Chair for a term of three years. The duties of this Committee shall be to organize Division social functions at the National Meetings of the SOCIETY.

Section 4. There shall be a Publications Committee whose Chair shall be appointed by the Division Chair for a term of three years. The duties of the Committee shall be to oversee publications resulting from symposia at Division meetings.

Section 5. There shall be a Public Relations Committee whose Chair shall be appointed by the Division Chair for a term of three years. The duties of the Committee are to propose, design, and arrange for all Division promotional material and publicity.

- Section 6. There shall be a Public Outreach Committee whose Chair shall be appointed by the Division Chair for a term of three years. The duties of the Committee shall be to inform the public of pertinent educational information and Division activities.
- Section 7. There shall be a Membership Committee whose Chair shall be appointed by the Division Chair for a term of three years. The duties of the Committee shall be to enlist new members in the Division and retain interest, participation, and membership of current members.
- Section 8. There shall be a Newsletter Editor who shall be appointed by the Division Chair for a term of three years. The duties of the Editor shall be to solicit material for, write/edit, and arrange for the printing and distribution of the Newsletter to the membership. The Newsletter shall be sent twice annually at least 60 days before each National Meeting of the SOCIETY.
- Section 9. There shall be a Steering Committee whose Chair shall be the Chair-Elect. The members and duties of this Committee are detailed in Bylaw IV, Sec. 4, a.
- Section 10. There shall be a Finance Committee chaired by the Division's Treasurer. The duties of the Finance Committee are detailed in Bylaw IV, Sec. 2, b(4).
- Section 11. There shall be a Parliamentarian, appointed by the Division Chair for a term of three years, whose duties shall include ongoing monitoring of adherence to these bylaws.
- Section 12. There shall be Liaisons to all Secretariats in which the Division becomes involved who shall be appointed by the Division Chair for a term of three years. The duties of these Liaisons are to attend the meetings of the appropriate Secretariat, to report the content of these meetings to the Executive Committee, and to represent the Secretariat on the Division's Program Committee.
- Section 13. The Division Chair shall, with the advice and approval of the Executive Committee, appoint from time to time special committees of the Division to consider, conduct, and report upon such matters as may be designated. As long as these committees exist, their Chairs shall be members of the Executive Committee.

BYLAW VI

Assessment

Section 1.

- a. Members of the Division shall pay annual dues in advance through the SOCIETY in an amount determined by the Executive Committee.
- b. New members may pay their dues directly to the Division Treasurer.

- c. A member whose dues are unpaid for the current year will remain a member in good standing until the end of the year at which time, if the dues remain unpaid, the member shall be dropped from the membership rolls.
- Section 2. Society Affiliates of the Division shall pay annual dues in advance in an amount determined by the Executive Committee. Failure to pay such dues in advance shall terminate the affiliation.
- Section 3. Division Affiliates shall pay annual dues in advance in an amount determined by the Executive Committee in accordance with the Constitution and Bylaws of the SOCIETY. Failure to pay such dues in advance shall terminate the affiliation.
- Section 4. A member, Society Affiliate, or Division Affiliate dropped from the rolls for non-payment of dues may be reinstated by payment of the delinquent dues and the current assessment unless otherwise released from the former by the Executive Committee.
- Section 5. New member dues received in the last quarter of the fiscal year shall be credited toward the succeeding year's assessment.
- Section 6. Members in emeritus status of the SOCIETY shall be emeritus members of the Division upon their request. There shall be no Division dues for members in emeritus status.

BYLAW VII

Subdivisions

- Section 1. The Division may organize within itself one or more units known as Subdivisions, which shall be established to cover a specified portion of the general field of the Division. Each such Subdivision shall operate in conformity with the bylaws of, and shall be responsible to, the Division. Membership or affiliation in the Division shall be a requirement for participation in a Subdivision. Members and affiliates of the Division may join the Subdivision by request to the Secretary, Treasurer, or Membership Chair of the Division or by request to an officer or the Membership Chair of the Subdivision.
- Section 2. Formation or discontinuance of a Subdivision shall be at the discretion of the Executive Committee of the Division. Steps to initiate a Subdivision may be made by action of the Executive Committee or by petition to the Executive Committee. The scope of the activities of a Subdivision shall be defined and monitored by the Executive Committee of the Division.
- Section 3.
- a. Upon the establishment of a Subdivision, the Executive Committee of the Division shall appoint a Chair, Chair-Elect, a Secretary-Treasurer, and three additional

members who will serve for one, two, and three years, respectively, as a Steering/Executive Committee. In each succeeding year, the Division will appoint to the Subdivision Steering/Executive Committee a new Chair-Elect, Secretary-Treasurer, and member-at-large, the latter for a three-year term, until the Subdivision has sufficient numbers to hold an election, at which time the Division Executive Committee will no longer appoint Subdivision officers. These appointments shall be made at the Fall meeting of the Executive Committee after due consideration of recommendations from the Subdivision's Steering/Executive Committee.

- b. The Chair-Elect shall assume the office of Chair after one year.
- c. The retiring Chair shall become the Immediate Past Chair and continue to serve for an additional year.
- d. The Steering/Executive Committee shall report to the Division Executive Committee through the Subdivision Chair and is responsible to it.

Section 4. There will be no Subdivision dues. The expenditure for the Subdivision shall be authorized by the Executive Committee of the Division and shall be paid by the Division directly to the Treasurer or Secretary/Treasurer if the Subdivision has established such office.

Section 5. The Chairs of the Subdivisions shall be voting members of the Division Executive Committee.

BYLAW VIII **Meetings**

Section 1. There shall be an Executive Committee meeting of the Division at each National Meeting of the SOCIETY.

Section 2. There shall be a Steering Committee meeting of the Division at each National Meeting of the SOCIETY.

Section 3. There shall be a Program Meeting of the Division at each National Meeting of the SOCIETY unless the Executive Committee votes otherwise, provided that the requirement for a minimum of sessions as specified in the Bylaws of the SOCIETY shall be met. Special Program Meetings of the Division may be called by the Executive Committee.

Section 4. The Division Chair may call special Executive Committee meetings of the Division whenever needed, provided sufficient notice of the meeting's location is given to all members of the Executive Committee. The Division Chair-Elect may call special Steering Committee meetings whenever needed with sufficient notice being given to the Division Chair and the Executive Committee.

Section 5.

- a. The Division shall have at least one Business Meeting each year at a National Meeting of the SOCIETY.
- b. Business requiring a vote of the membership shall be conducted only at a National Meeting of the SOCIETY or by ballot.
- c. The time and place of the Meeting shall be announced in the general program of the SOCIETY and in the Division's Newsletter.
- d. The information necessary to conduct the Meeting shall be published in the Newsletter closest to the Meeting date.
- e. The members present at such a Business Meeting shall constitute a quorum for the transaction of business.
- f. The order of business shall be as follows: Reading of Minutes of the Last Business Meeting, Report of Executive Committee, Reports of Secretary and Treasurer, Report of Program Secretary, Reports of Committees and Miscellaneous Business.
- g. The order of business of the Division may be suspended at any session by the consent of three-fifths (3/5) of the members of the Division present.
- h. Special Business Meetings may be called by majority vote of the Executive Committee. Publication prior to the meeting date as specified in Bylaw VIII, Sec. 5, c, shall be observed.

BYLAW IX
Publications/Communications

- Section 1. The Division retains certain rights and privileges of publication with regard to papers, discussions, tutorials, short courses, reports and other technical communications that are presented at its meeting or symposia.
- a. The Publications Chair, on behalf of the Division and with the concurrence of the Division Chair, shall negotiate the publishing contract deemed most beneficial to the interests of the Division. Subject to a 50/50 royalties sharing arrangement with the editors, which may be modified under exceptional circumstances at the discretion of the Publications Chair, the Division retains the rights to all royalties or other income generated by such publication. The Division may share such income with co-sponsors by mutual agreement.

- b. Papers presented at a symposium or meeting and submitted for book publication shall be released for journal publication, if after a period of six months after the presentation no agreement has been reached on publication by the SOCIETY or another publisher.

BYLAW X Amendments

Section 1. A proposed amendment to these bylaws must first be submitted in writing to the Executive Committee. If it is approved by the Executive Committee, the Secretary shall furnish all members of the Division via the Division Newsletter with copies of the proposed amendment at least 60 days before the next Business Meeting of the Division at a National Meeting of the SOCIETY.

At the Business Meeting of the Division, after notice of the proposed amendment(s) is given, the amendment(s) will be adopted if an affirmative vote is received from two-thirds of the members present. Alternatively, the ballot may be taken by sending ballots to all Division members. Two-thirds of the valid ballots received must be affirmative for adoption. The ballots must be received by the due date specified therein.

Any proposed amendment(s) not approved by the Executive Committee within 60 days from the time of submission thereto may be brought to a vote of the membership in the aforementioned manner by a petition signed by not less than fifteen percent (15%) of the members of the Division.

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

BYLAW XI Dissolution

Upon the dissolution of the Division and the discharge of its debts and settlement of its affairs, any funds and property of the Division remaining thereafter shall be used for advancement of chemistry in the field covered by the Division. In the event that this procedure is not practicable or there still remain unexpended funds, such funds shall be conveyed to the SOCIETY for the general purposes of the SOCIETY, or to such organization then existent as is dedicated to objects similar to those of the Division or the SOCIETY, so long as whichever organization is selected by the Executive Committee 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.