

**American Chemical Society
Executive Committee Meeting
October 23, 2023
Virtual Meeting**

Attendees

Alicia Friedman	Chair
Barbara Ambrose	Chair Elect
David Speth	Secretary
Clay Harris	Councilor
Kayla Kasper	Councilor
Chris Hadad	Alternate Councilor
Krishna Bobba	Alternate Councilor
Angela Howard	Treasurer Elect
Tom Weeks	Member: Silver Circle

Absent

Bob Kroshefsky	Treasurer
Joan Esson	Councilor
Jeff Trent	Past Chair
Satish Garre	Alternate Councilor

The meeting was called to order on Zoom at 7:05

Several spelling corrections to the Executive Committee Meeting Notes from September 12 were noted and the corrected minutes were approved.

Treasurers Report

Since the treasurer was not in attendance so no report was made. The Chair noted that we have \$6000 remaining in our budget for donations. Proposed options for disbursing these funds were:

- Children's Hospital proposed by Kayla Kasper
- WOSU proposed by Dave Speth
- Perkins Observatory proposed by Barb Ambrose
- Local college undergraduate clubs (STEM Clubs, Chemistry Clubs)

Joan Esson will be asked to provide contact names for our local universities and colleges to use to determine what student organizations exist. This was tabled until the treasurer can be consulted.

Old Business

The September event at Otterbein had excellent attendance (60 people). The speaker commented it was the largest live audience she has presented to since the start of the pandemic. (She also said it was more than normally attend any NYC ACS section meeting.)

Tom Weeks mentioned that his attempts to schedule an event for the Silver Circle group at COSI has been stymied by cost. Given our recent donation, this is discouraging. The Chair mentioned she still had

several passes COSI gave us at the September meeting that she will pass on to Tom at the October meeting later this week.

Stephen Stern who organized the High School Teacher award this year has volunteered to stay in this role for the next few years until he retires. This encourages continuing this award for the near future.

Arrangements made for the October meeting are set. We have 15 Section members receiving 50/60/70-year service awards. Five of those members will be attending the meeting. Certificates for the other 10 will be mailed by the chair.

The YCC meeting on coffee had low attendance but the event was deemed excellent. This could be an option for the Section as a whole. Nasir Uddin has contacted Kayla to help with future YCC events.

New Business

The Section will hold elections in November for Executive Committee positions. As of the meeting we have the following nominees

Chair elect	Chris Martin from ODU Nasir Uddin from OSU
Treasurer Elect	Dave Speth
Secretary	Seth Barratt
Councilor	Krishna Bobba Kayla Kasper Steve Trohalaki

The Secretary has bios from all of the above except Chris Martin and the election list from ACS National. We are looking into using E-Ballot for the voting, but there is a question about the cost. The Chair was not sure if we get charged by the number of ballots sent or the number of votes returned. Dave will consult with Bob on this aspect. In addition to the officers, the ballot will include a request to approve the updated Bylaws of the Columbus Section. The Secretary hopes to have the ballot complete by the end of October so that the election can be finished by the end of November.

The Chair elect Barb Ambrose is interested in suggestions for both programs and meeting locations for 2024. Several suggestions were made. It was noted that Spaghetti Warehouse is now reopened at a new location which might allow us to use it again. Schmidt's was also mentioned as it was a good location and economically attractive. Columbus State was also suggested but its room charge is high.

The meeting was adjourned at 7:45.

Revised bylaws are appended below. A vote of 2/3 of the returned ballots is required for approval. The Bylaws are posted at our website at <https://columbusacs.org/proposed-bylaws-for-2023-ballot/>.

**BYLAWS OF THE
COLUMBUS SECTION
OF THE
AMERICAN CHEMICAL SOCIETY
BYLAW I**

Name

This organization shall be known as the Columbus Section (hereinafter referred to as the "Section") of the AMERICAN CHEMICAL SOCIETY (hereinafter referred to as the "SOCIETY"). The Section is incorporated under the laws of the State of Ohio.

BYLAW II

Purposes

Section 1. The Purposes of the Section shall be those of the SOCIETY as stated in the ACS Governing Documents, which consist of the Charter, Constitution, Bylaws, Standing Rules, Schedule of Membership, and Regulations. In particular, the Purposes of the Section shall be the encouragement and advancement of chemistry in all its branches; the increase and diffusion of chemical knowledge; the promotion of scientific interests and inquiry; the stimulation of professional interests; and the promotion of the well-being of its members. The Section shall organize, encourage, and promote direct personal interaction among its members and between them and other individuals and organizations interested in chemical science.

Section 2. Nothing in these bylaws shall be inconsistent with the ACS Governing Documents.

Section 3. The Section is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

BYLAW III

Territory

The territory of the Section shall be that assigned to it by the SOCIETY.

BYLAW IV

Members and Affiliates

Section 1. The rolls of the Section shall include those MEMBERS and STUDENT MEMBERS (hereinafter collectively referred to as "members") and Society Affiliates of the SOCIETY residing within the territory of the Section provided that any exceptions to this rule shall be made in conformity with the ACS Governing Documents.

Section 2. STUDENT MEMBERS shall be entitled to all privileges of membership except that of holding an elective position of the SOCIETY and serving as an officer of the Section. A STUDENT MEMBER may not serve as a Councilor, Alternate Councilor, or Temporary Substitute Councilor, and may not hold an elective position of the Section as noted elsewhere in these bylaws. A STUDENT MEMBER may be appointed as a committee chair.

Section 3. The Section may have Local Section Affiliates as authorized in the ACS Governing Documents. A Local Section Affiliate shall retain affiliate status only so long as payment is made of Local Section Affiliate dues of not less than two dollars (\$2.00) per annum. A Local Section Affiliate may not (1) hold an elective position, (2) vote on Articles of Incorporation and bylaws, (3) vote for the Councilor(s) or Alternate Councilor(s), or (4) serve as a voting member of the Executive Committee. Except as mentioned above, a Local Section Affiliate may not vote for an elective position of the Section but may be appointed as a committee chair.

Section 4. Society Affiliates may be assessed dues in the amount specified by the Executive Committee. A Society Affiliate may not (1) hold an elective position, (2) vote on Articles of Incorporation and bylaws of the Section, (3) vote for the Councilor(s) or Alternate Councilor(s), or (4) serve as a voting member of the Executive Committee.

Except as mentioned above, a Society Affiliate may not vote for an elective position of the Section but may be appointed as a committee chair.

Section 5. Members and affiliates, which includes Society Affiliates and Local Section Affiliates, shall have such rights and privileges as accorded to them by the ACS Governing Documents and these bylaws.

BYLAW V

Officers, Executive Committee, and Councilor(s)

Section 1. The officers of the Section shall be MEMBERS of the SOCIETY and the Section, and shall consist of the Chair, Chair-Elect, Secretary, Treasurer and Treasurer-Elect. The Secretary and Treasurer-Elect positions may be held by the same person.

Section 2. The Executive Committee shall be the governing body of the Section and as such shall have full power to conduct, manage, and direct the business and affairs of the Section in accordance with the ACS Governing Documents and these bylaws. The Executive Committee shall consist of the officers of the Section, the Immediate Past Chair, the Councilor(s), and Alternate Councilor(s).

Section 3. The Chair and Chair-Elect shall serve for a term of one year beginning on January 1 or until their successors take office. At the end of the Chair-Elect's term of office, the Chair-Elect shall succeed to the office of Chair. The Treasurer and Treasurer-Elect shall serve for a term of one year beginning on January 1 or until their successors take office. At the end of the Treasurer-Elect's term of office, the Treasurer-Elect shall succeed to the office of Treasurer. The Secretary shall serve for a term of one year beginning on January 1 or until their duly elected successor takes office. Only the incumbent of the position of Secretary is eligible for reelection. The Chair is not eligible to serve in the position of another Section officer until the end of the term as Immediate Past Chair.

Section 4. The duties of the officers shall be such as usually pertain to their offices, together with those required by these bylaws and by the ACS Governing Documents, and such other duties as may be assigned to them from time to time by the Executive Committee.

- a. The duties of the Chair shall be to preside at meetings of the Executive Committee, to carry into effect the decisions and recommendations of that Committee, to preside at meetings of the Section to conduct governance business, and to appoint, with the approval of the Executive Committee, all committee chairs and others serving on committees, as provided elsewhere in these bylaws, and to carry out the duties required by these bylaws and the ACS Governing Documents.
- The duties of the Chair-Elect shall be to assist the Chair with the direction and management of the Section. In the absence of the Chair, the duties of the office shall devolve upon the Chair-Elect.
- The duties of the Secretary shall be to keep a record of the minutes of the meetings of the Section to conduct governance business and of the Executive Committee, to maintain a list of members and affiliates, to send to members and affiliates such notices as the business of the Section may require, to submit a report to the Section at its annual meeting, and to carry out the duties required by these bylaws and the ACS Governing Documents. The Secretary shall preside over meetings in the absence of both the Chair and Chair-Elect.
- The Treasurer shall have charge of the funds of the Section, keep an accurate record of all receipts and disbursements, receive dues, and make those disbursements approved by the Executive Committee. The Treasurer shall render an account of all transactions and of the financial condition of the Section to the Executive Committee at times set by the Committee and shall submit such reports as are required by the ACS Governing Documents. The Treasurer shall also mentor the Treasurer-Elect on the Treasurer's duties.

Section 5. Vacancies

- a. In the event of a vacancy in the office of Chair, the Chair-Elect shall assume the duties of Chair for the remainder of the term. In such case, the Chair-Elect moving into the position of Chair shall also hold that position during the normal term as Chair as part of the leadership transition.

- b. All other vacancies, except for Councilor(s) and Alternate Councilor(s), shall be filled by majority vote of the Executive Committee through interim appointment for the period up to the next annual election. At that time, the procedures for election as outlined in the bylaws of the Section shall be followed.
- c. An interim appointee to the vacated office of Chair-Elect shall not automatically succeed to the office of Chair. At the next election, both a Chair and a Chair-Elect shall be elected.

Section 6. Councilor(s), Alternate Councilor(s), and Temporary Substitute Councilor

- a. The Section shall have Councilor(s) and Alternate Councilor(s) as provided in the ACS Governing Documents. The Section's Councilor(s) and Alternate Councilor(s) shall carry out those duties assigned to them by the ACS Governing Documents. In particular, the Councilor(s) (or Alternate Councilor(s) or Temporary Substitute Councilor if so designated to serve in place of the Councilor for a particular meeting), shall attend meetings of the Council of the SOCIETY and represent the Section at such meetings.
- Councilor(s) and Alternate Councilor(s) shall be elected by ballot from among the MEMBERS for three-year terms beginning January 1. Reelection is permissible. Councilor(s) shall be elected in separate years, whenever possible, to provide for a rotation of terms in accordance with the ACS Governing Documents. A partial term of one or two years shall be used whenever necessary to establish or to restore rotation of three-year terms provided that the Councilor and/or Alternate Councilor agree to the partial term before the election.
- In the event that a Councilor is unable to attend a specified meeting of the Council of the SOCIETY, the Chair of the Section shall appoint one of the Alternate Councilor(s) to serve as Councilor at the specified meeting. Such appointment of an Alternate Councilor shall be for only one meeting.
- If every Councilor and Alternate Councilor of the Section will be absent from a Council meeting, thus leaving the Section without representation at such meeting, the Executive Committee may designate one MEMBER of the Section as a Temporary Substitute Councilor in accordance with the ACS Governing Documents.
- The Executive Committee shall designate one or more Councilor(s) to be disqualified under provisions of the ACS Governing Documents for reallocation of Councilor(s) among the Sections.
- f. Any vacancy in the position of Councilor or Alternate Councilor shall be filled for the remainder of the unexpired term at the time of the next annual election. The vacancy may be filled by a special election; by appointment by the Executive Committee until the next annual election; or as described elsewhere in the ACS Governing Documents and in these bylaws.
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BYLAW VI

Manner of Election

Section 1. The election of officers shall be conducted by a ballot distributed to the members of the Section in accordance with the ACS Governing Documents and these bylaws. Councilor(s) and Alternate Councilor(s) shall be elected by a ballot distributed to all members of the Section; affiliates may not vote for Councilor(s) and Alternate Councilor(s).

Section 2. Nominations

- a. Prior to September 1, the Secretary shall notify the Executive Committee and the Nomination Committee, as described elsewhere in these bylaws, of the elective positions to be filled. The Executive Committee may decide that for Councilor(s), the candidate(s) with the majority of votes shall be declared elected as Councilor(s); the candidate(s) with the next largest number of votes shall be declared elected as Alternate Councilor(s). The Nomination Committee shall be promptly notified of such a decision.
- By October 28 of each year, the Nomination Committee shall report to the membership its list of nominees for each office, and for Councilor(s) and Alternate Councilor(s).
- Prior to October 21, any member of the Section may, in writing or from the floor at a meeting to conduct governance business, nominate additional candidates for office, provided that the candidates are MEMBERS of the Section for officers and Councilor(s) and Alternate Councilor(s), as required elsewhere in these bylaws. To go forward, the nomination must be seconded by a member of the Section. Nominations

so made shall be equally valid as those from the Nomination Committee. All candidates nominated shall have indicated willingness to serve if elected.

Section 3. When a ballot is used, the candidates for each office and for Councilor(s) and Alternate Councilor(s) shall be listed in alphabetical order. The ballot shall be distributed by November 15 to eligible voters as noted above. Affiliates may not vote for Councilor(s) and Alternate Councilor(s). The ballot shall provide for a write-in candidate for each position to be filled. A paper ballot shall be provided to any eligible voter who requests it.

Section 4. The ballots shall be tabulated and validated not later than November 30. The candidate for each position receiving the largest number of votes shall be declared elected. In case of a tie vote for any position, the Executive Committee, by ballot, shall elect from among the candidates who share the tie vote; the candidate receiving the largest number of votes shall be declared elected.

Section 5. The results shall be announced by the Section Chair or the Chair's designee as soon as possible after the election and published on the Section's website soon thereafter. The results shall be certified to the Chief Executive Officer of the SOCIETY not later than December 1.

Section 6. In accordance with the ACS Governing Documents, balloting procedures should ensure fair balloting that is open to all eligible members, protection against fraudulent balloting, and the timely reporting and archiving of balloting results.

BYLAW VII

Recall of Elected Officials

Section 1. The officers and elected Executive Committee members, but not the Councilor(s) and Alternate Councilor(s), are subject to recall for neglect of duties or conduct injurious to the SOCIETY.

Section 2. The recall of an official shall be initiated when a signed petition, indicating in writing the specific charges and reasonable substantiating evidence, is submitted to the Chair from at least five members of the Section. In the event the Chair is the official in question, the Chair-Elect shall receive the petition and shall assume the duties of the Chair with respect to this issue until the issue is resolved.

Section 3. The Chair shall, without delay, determine that the petitioners are aware of the gravity of their actions and the procedures to be followed. The Chair shall seek an alternate resolution to the problem and a withdrawal of the petition at this time. In the absence of a resolution to the problem, the Chair shall notify the members of the Executive Committee and call a special meeting within thirty days.

- a. The Executive Committee shall promptly continue the recall process or dismiss the petition as ill-founded or find an alternative solution to the problem. The Chair shall promptly inform the petitioners and the official of the decision of the Executive Committee. If no contact with the official can be made after a reasonable effort, the Executive Committee may remove the official in question with a two-thirds (2/3) vote of the remaining members.
- b. If the proceedings continue:
 - The Chair shall assign the duties of the official to another qualified member or MEMBER of the Section, as required elsewhere in these bylaws, until the issue is resolved.
 - The official shall be offered an opportunity to answer the allegations in the petition before the Executive Committee. A certified letter shall be sent to the last known address on the official SOCIETY membership roll. Upon notification, the official shall have thirty days to make a written response to the allegations.
 - The Executive Committee shall decide whether or not to proceed after studying the official's response. The Chair shall inform the official and the petitioners of the decision of the Executive Committee. If the Executive Committee decides that the proceedings shall continue, the official shall choose one of the following options:
 - The official may resign.

- The official may request a recall vote. Section members shall be informed, through brief written statements prepared by the Executive Committee and the official, of the issues involved with the recall vote. Both statements shall be distributed to the members with the ballot. A paper ballot shall be provided to any member who requests it. At least two-thirds (2/3) of the votes cast shall be required for the official to be removed from office. The membership shall be informed of the results of the recall vote.
- The official may request a hearing and a recall vote by the remaining members of the Executive Committee. At least a two-thirds (2/3) vote of the remaining members of the Executive Committee shall be required to recall the official.
- The official may choose not to respond and thus forfeit the position.

Section 4. The vacancy provisions of these bylaws shall be used to fill a vacancy caused by a recall process. The Chief Executive Officer of the SOCIETY shall be informed of the recall and the filling of the vacancy.

BYLAW VIII

Committees

Section 1. The Executive Committee shall establish committees as necessary for the proper operation of the Section. Any individual serving on a committee shall be a member or affiliate of the Section as provided elsewhere in these bylaws.

Section 2. The Section shall have the following standing committee: Nomination.

BYLAW IX

Meetings

Section 1. The Executive Committee shall designate the times and places of the Section's meetings as it finds necessary or desirable for the proper functioning of the Section. The Section shall hold at least one meeting annually to conduct governance business; however, this requirement may be modified by the Executive Committee.

Section 2. The Chair shall set the order of business for meetings of the Section to conduct governance business. The order of business may be suspended by a majority vote of the members present.

Section 3. The Section may hold special meetings to conduct governance business upon the written request of a majority of the Executive Committee or upon the written request of 15 members of the Section. To be valid, such request shall be received by the Secretary at least ten days before the date requested for the meeting and shall state the exact nature of the business to be transacted. No other business shall transpire at such meetings.

Section 4. Meetings of the Executive Committee and meetings of the Section to conduct governance business, with the approval of the Chair, may be held by means of electronic communications technology that permits those in attendance to read or hear the proceedings substantially concurrently with their occurrence, and for voting members to vote as needed.

Section 5. The Executive Committee shall meet upon due notice either at the call of the Chair or upon request of a majority of its members. A quorum for an Executive Committee meeting shall consist of a majority of the voting members of the Committee. In the absence of a quorum, called meetings of the Executive Committee shall adjourn to a specific date.

Section 6. Due notice of the Section's meetings, not including committee meetings, shall be sent to each member and affiliate of the Section. A quorum for the transaction of governance business at such a Section meeting shall consist of 15 members of the Section. No governance business shall be conducted in the absence of a quorum.

Section 7. The fee for registration at any special meeting shall be decided by the Executive Committee.

Section 8. The most recent edition of *Robert's Rules of Order Newly Revised* shall be the parliamentary authority for all matters not covered in these bylaws or in the SOCIETY's documents.

BYLAW X

Finances

Section 1.

- a. Members of the Section may be assessed voluntary Local Section dues in an amount set by the Executive Committee. The Executive Committee shall have the option to waive or discount dues for STUDENT MEMBERS and for emeritus members.
 - Society Affiliates may be assessed annual dues in an amount set by the Executive Committee.
 - The annual dues of Local Section Affiliates shall be determined by the Executive Committee in accordance with the ACS Governing Documents, and as mentioned elsewhere in these bylaws.

Section 2. The Section may raise or collect funds to be expended for local purposes and may have the entire management and control of such funds insofar as such management and control shall not conflict with any provision of these bylaws or with the ACS Governing Documents.

Section 3. The Section may receive donations or bequests made to it and may expend or invest the same on behalf of the Section. Such expenditures or investments shall be made by the Treasurer of the Section upon authorization by the Executive Committee.

Section 4. An annual audit of the books of the Treasurer and of any other transactions regarding the Section's funds shall be conducted by two or more disinterested members or individuals, appointed by the Executive Committee. The audit report shall be submitted to the Executive Committee by January 31.

BYLAW XI

Affiliation with Other Technical Organizations

Section 1. The Section may affiliate with other technical organizations operating within the territory of the Section provided that such affiliation does not contravene the ACS Governing Documents. Such affiliation must be approved by the Executive Committee of the Section, by confirmation by the Council Committee on Constitution and Bylaws, and in compliance with the specific requirements of the ACS Governing Documents.

Section 2. The affiliation with the technical organization shall become effective upon authorization by the Executive Committee of the Section, by the Council Committee on Local Section Activities, and by confirmation by the Council Committee on Constitution and Bylaws.

Section 3. The Executive Committee may terminate the affiliation with any technical organization by notifying, in writing, the governing body of the technical organization. The technical organization may terminate the affiliation upon written notice to the Section's Executive Committee. Affiliations shall terminate after five years unless reauthorized by the Executive Committee. The term of each subsequent reauthorization shall not exceed five years.

BYLAW XII

Amendments

Section 1. A petition to amend the bylaws may be initiated by the Executive Committee or by a petition signed by at least 15 members of the Section. If the proposed amendment is approved by the Executive Committee, if practical, it shall be submitted to the SOCIETY's Committee on Constitution and Bylaws for review.

Section 2. The Executive Committee will then incorporate all the required changes and either accept or reject any recommended changes that are suggested by the Committee on Constitution and Bylaws. The revised bylaws shall then be submitted to the Section members for adoption. This may be accomplished at a business meeting of the Section provided that a minimum of four weeks' prior notice is given to the Section members.

Section 3. If a proposed amendment is not approved by the Executive Committee and if the petition is signed by at least 15 members of the Section, if practical, it shall be submitted to the SOCIETY's Committee on Constitution and Bylaws for review before being distributed to the members of the Section.

Section 4. At least two-thirds (2/3) of the votes cast shall be required to approve the amendment. This may be done at a Section meeting to conduct governance business provided a quorum is present. Alternatively, or failing the presence of a quorum, the vote may be taken by a ballot distributed to all members of the Section. At least two-thirds (2/3) of the valid ballots returned must be affirmative for adoption.

Section 5. The Secretary shall distribute the outcome of the vote regarding the amendment(s) to the Section members and within thirty days shall meet all requirements for submitting the results to the Committee on Constitution and Bylaws.

Section 6. Amendments to these bylaws, after adoption by the Section, 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.

BYLAW XIII

Dissolution of the Section

Upon the dissolution of the Section, any assets of the Section remaining thereafter shall be conveyed to such organization then existent, within or without the territory of the Local Section, that is dedicated to the perpetuation of Purposes similar to those of the AMERICAN CHEMICAL SOCIETY, or to the AMERICAN CHEMICAL SOCIETY, so long as whichever organization is selected by the governing body of the Local Section at the time of dissolution shall be exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended or under such successor provision of the Code as may be in effect at the time of the Section's dissolution.