



**APPROVED AS AMENDED\***

by the Committee on Constitution and Bylaws, acting for the Council of the American Chemical Society, under the authority of the ACS Governing Documents.

*John Lewis*  
Secretary of the Council

**\*BYLAWS OF THE  
ST. LOUIS SECTION  
OF THE  
AMERICAN CHEMICAL SOCIETY**

**BYLAW I  
Name and Objects**

Section 1. This organization shall be known as The St. Louis Section of the American Chemical Society, hereinafter referred to as the “Section” and the “SOCIETY”, respectively. The Section is an incorporated organization duly organized and existing under the “General Not-For-Profit Act” of the State of Missouri.

Section 2. The objects of the Section shall be those of the SOCIETY as stated in the Charter and Constitution of the SOCIETY. In addition, the objects of the Section shall be to encourage in the broadest and most liberal manner the advancement of chemistry in all its branches; the promotion of research in chemical science and industry; the improvement of the qualifications and usefulness of chemists through high standards of professional ethics, education, and attainments; the increase and diffusion of chemical knowledge; and by its meetings, professional contacts, reports, papers, discussions, and publications, to promote scientific interests and inquiry, thereby fostering public welfare and education, aiding the development of our country’s industries, and adding to the material prosperity and happiness of our people.

Section 3. No provisions of the Section bylaws shall be inconsistent with the Charter, Constitution, and Bylaws of the SOCIETY.

**BYLAW II  
Territory**

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

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\*Effective April 13, 2011. Approved, as amended, by the Committee on Constitution and Bylaws, acting for the Council of the AMERICAN CHEMICAL SOCIETY. (C&B: [bylaws@acs.org](mailto:bylaws@acs.org); [www.acs.org/bulletin5](http://www.acs.org/bulletin5))

**BYLAW III**  
**Members and Affiliates**

Section 1. The members of the Section shall be all MEMBERS and STUDENT MEMBERS of the SOCIETY residing in the territory of the Section; exceptions to this rule shall be consistent with the Constitution and Bylaws of the SOCIETY.

Section 2. Society Affiliates of the SOCIETY are assigned to the Section by the SOCIETY and shall have the rights and privileges accorded them by the Constitution and Bylaws of the SOCIETY. Society Affiliates may not vote for or hold an elective position of the Section or vote on Articles of Incorporation and bylaws of the Section and may not serve as voting members of the Board of Directors or Steering Committee.

Section 3. Upon approval of the Board of Directors of the Section, any person interested in the proceedings of the Section but not a member or Society Affiliate of the SOCIETY may become a Local Section Affiliate, provided appropriate dues are paid. Local Section Affiliates shall be entitled to all the privileges of membership in the Section as provided in these bylaws, except those of voting, holding an elective position of the Section, and serving on the Board of Directors or Steering Committee.

**BYLAW IV**  
**Officers, Directors-at-Large, and Councilors**

Section 1. The officers, Directors-at-Large, Councilors, and Alternate Councilors shall be nominated from the MEMBERS and elected by the members of the Section.

Section 2. The officers of the Section shall be a Chair, Chair-Elect, Secretary, and Treasurer. The Chair and Chair-Elect shall be President and Vice-President, respectively, of the corporation. Each officer shall serve until a successor's term begins. Each term of office shall be for one year and shall begin on January 1 following the election.

Section 3.

- a. The Chair or, if absent, the Chair-Elect, shall preside at the meetings of the Section and of the Board of Directors.
- b. The Chair shall appoint the chair of each standing committee before or at the January Board of Directors meeting. Ad hoc committees may be formed by the Chair.
- c. The Chair shall prepare and submit an annual report as specified in SOCIETY Bylaws.
- d. The Chair shall deliver an address to the Section within the first four months following the end of the term in office.

#### Section 4.

- a. The Chair-Elect shall form and be Chair of the Steering Committee. The other members of the committee shall be the Immediate Past Chair, Chair, Secretary, and two other Section members. The purpose of the Steering Committee is to provide long-range planning for the Section and to work specifically on tasks or problems assigned to it by the Board of Directors. The Steering Committee also shall be responsible for reviewing the Section bylaws from time to time.
- b. The Chair-Elect shall become Chair immediately following a term as Chair-Elect, or upon the occurrence of a vacancy in the office of Chair. In the event that a Chair-Elect becomes Chair by the occurrence of a vacancy in the office of Chair, the Chair-Elect shall complete that term of office as Chair and shall in addition serve a full year as Chair.

Section 5. The Secretary shall keep a record of the proceedings of the Section, the Board of Directors, and the Steering Committee. The Secretary shall, in cooperation with the Board of Directors, make regularly required reports to the SOCIETY. The Secretary shall, under the direction of the Chair, issue notices to the members and affiliates of the Section and to the Board of Directors. The Secretary shall bring to the attention of the Board of Directors all communications directed to the Section or its representatives, and shall perform all other duties usual to the office. The Secretary may be allowed funds for clerical assistance as approved by the Board of Directors.

#### Section 6.

- a. The Treasurer shall have charge of all funds belonging to the Section except as may be otherwise stipulated by the Board of Directors. After consultation with the Steering Committee and the chair of each standing committee, the Treasurer shall submit a budget of proposed expenditures for the current year for approval by the Board of Directors at its January meeting.
- b. The Treasurer shall be responsible for overseeing the collection of Section dues from members and affiliates. The Treasurer shall make all disbursements provided that all bills incurred shall be approved in writing either by the chair of the standing committee involved or by an officer of the Section other than the Treasurer. The Chair of the Section shall be authorized to disburse funds in the event the Treasurer is unable to do so.
- c. The Treasurer, after consultation with the Chair, may appoint Assistant Treasurers to aid in dues collection, publication finance, budget control, or other matters, but only the Treasurer may disburse funds as provided above.
- d. The Treasurer shall distribute reports to the Section throughout the fiscal year showing the financial condition of the Section. The Treasurer shall make regularly required financial reports to the SOCIETY.

## Section 7.

- a. The Board of Directors shall consist of the officers of the Section, the Immediate Past Chair, six Directors-at-Large, the Councilors, and the Chair of each standing committee.
- b. The Board of Directors shall be the Executive Committee responsible for managing all affairs of the Section not otherwise specifically provided for in these bylaws, and shall make appointments necessary to conduct the affairs of the Section.
- c. Each member of the Board of Directors shall have one vote. Any member of the Board of Directors holding two or more positions shall have voting power pertaining to only one position.

Section 8. Councilors and Alternate Councilors shall represent the Section for a term of three years in the Council of the SOCIETY. A partial term of one or two years shall be used whenever necessary to establish or restore rotation of three-year terms. If any Councilor is unable to be present at a Council meeting of the SOCIETY, the Councilor shall notify the Board of Directors, through the Secretary, of such probable absence in sufficient time to permit selection of a substitute from among the Alternate Councilors. The Board of Directors may advise the Councilors before they attend the Council meeting of the SOCIETY. The Councilors shall in turn report to the Board of Directors.

Section 9. No salary shall be paid to any officer of the Section. Expenses incurred by officers and committees in performance of their duties may be paid by the Section as approved by the Board of Directors.

## **BYLAW V** **Standing Committees**

Section 1. The standing committees of the Section shall be Program, Awards, Professional Activities, Education, and Publicity and Public Relations. The work of each of these standing committees shall be under the direction of its chair except as otherwise provided in these bylaws. Each standing committee chair shall submit an annual written report to the Board of Directors and shall make such other reports as requested by the Board of Directors.

Section 2. The Program Committee shall arrange programs and secure speakers for meetings of the Section.

Section 3. The Awards Committee shall carry out all steps necessary for administering awards bestowed by the Section.

Section 4. The Professional Activities Committee shall have charge of activities that relate to professional affairs of Section members.

Section 5. The Education Committee shall encourage chemical education and provide Section members with opportunities for continued education.

Section 6. The Publicity and Public Relations Committee shall maintain communications among the members and affiliates as well as between the Section and other parties.

## **BYLAW VI Finances**

Section 1. The fiscal year of the Section shall be from January 1 to December 31, inclusive.

Section 2. Section dues are payable at the beginning of each fiscal year. Section dues for members and Society Affiliates are voluntary, and no differences in privileges or Section services shall result from non-payment. The dues of Local Section Affiliates shall be determined by the Board of Directors, but shall not be less than \$2.00 per annum. Local Section Affiliates shall pay dues by June 1 to maintain Section affiliation.

Section 3.

- a. Through the Board of Directors, the Section may accept gifts or bequests, hereinafter referred to as "Special Funds." The Special Funds and other investments shall be administered by the Investment Trustees on behalf of the Section in accordance with the instructions of the donor or donors. Withdrawals and appropriations from the Special Funds and other investments, for purposes other than reinvestment, shall be authorized by the Board of Directors, consistent with the terms of the gifts or bequests.
- b. The Board of Directors shall appoint no fewer than three Investment Trustees from the Section membership. At least one Investment Trustee shall be a Director-at-Large. The term of each Investment Trustee shall be three years. Provision may be made by the Board of Directors to stagger the terms of the Investment Trustees. The Board of Directors may replace any Investment Trustee at any time.
- c. In January, the Investment Trustees shall distribute to the Board of Directors a report of all investment transactions of the previous year and the status of the Special Funds.
- d. In December, the Chair shall appoint an Audit Committee of three members. The Audit Committee shall examine the books and annual financial report of the Treasurer, and the assets of the Section. The Audit Committee shall report its results at the Board of Directors meeting in April, or as early as practical. If authorized by the Board of Directors, the Audit Committee may employ a certified public accountant to make the audit.

## **BYLAW VII Publications**

Section 1. The Section shall issue a bulletin, hereinafter referred to as the *Chemical Bond*, in accordance with instructions from the Board of Directors.

Section 2. A directory of the Section shall be distributed from time to time as deemed advisable by the Board of Directors. The Publicity and Public Relations Committee Chair shall be Directory Editor in charge of compiling and distributing the directory.

## **BYLAW VIII**

### **Groups**

Members and affiliates of the Section interested in a specialized field of chemistry may, with approval of the Board of Directors, organize as a group of the Section. Privileges and obligations of each group shall be determined from time to time by the Board of Directors. Any rules for operation adopted by a group shall conform to the bylaws of the Section and shall be approved by the Board of Directors.

## **BYLAW IX**

### **Meetings**

Section 1. The location of any meeting shall be subject to approval by the Board of Directors.

Section 2. Twenty-five members shall constitute a quorum for transaction of business at a general meeting of the Section. Special general meetings may be called by the Chair. The Chair shall call a special general meeting if requested to do so in writing by three percent of the membership.

Section 3. Members and affiliates of the Section shall be notified of each meeting of the Section in advance of such meeting.

Section 4.

- a. In January, the Board of Directors shall schedule Board of Directors meetings each month of the year except June, July, and August.
- b. Special meetings of the Board of Directors may be called by the Chair or any four members of the Board of Directors.
- c. The regular order of business of a Board of Directors meeting shall be as follows:
  - (1) Call to order;
  - (2) Reading of minutes of the previous meeting;
  - (3) Reports from officers, committees, Directors-at-Large, and Councilors;
  - (4) Unfinished and new business;
  - (5) Adjournment.
- d. The order of business for any one Board of Directors meeting may be altered by the Chair with consent of a majority of the members of the Board of Directors present.

- e. A majority of the Board of Directors shall constitute a quorum.
- f. Minutes of all meetings of the Board of Directors shall be taken by the Secretary. Such minutes shall be open to inspection by any Section member.
- g. The December Board of Directors meeting shall include summary reports of the Section's activities for the year.

Section 5. 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.

## **BYLAW X**

### **Elections**

Section 1. All members of the Section shall be eligible to vote.

Section 2. All balloting shall meet the requirements of (1) fair balloting that is open to all eligible members of the Section, (2) anonymity, (3) protection against fraudulent balloting, (4) ballot archiving, and (5) timely reporting of results.

Section 3. The officers, Directors-at-Large, Councilors, and Alternate Councilors of the Section shall be elected from among the MEMBERS by ballot in October and shall take office the following January 1. All officers shall hold office for one year; all Directors-at-Large for two years; all Councilors and Alternate Councilors for three years. No MEMBER shall be eligible to hold more than one elective position on the Board of Directors at one time. In event of a vacancy, except that of the office of Chair, the Board of Directors shall appoint a MEMBER to fill the vacancy until the next annual election.

Section 4.

- a. The Chair shall appoint a Nominating Committee of three members and from among these members shall also appoint the Committee's Chair before or at the February Board of Directors meeting.
- b. The Secretary shall prepare a nominating ballot for the elective officers, three Directors-at-Large, and the Councilors and Alternate Councilors whose terms end at year-end, and have this ballot distributed to Section members by May 1.
- c. The Secretary shall transmit all nominating ballots received by May 31 to the Chair of the Nominating Committee.

Section 5.

- a. The Nominating Committee shall tally the nominations and prepare an election ballot. For each office to be filled, there shall be not more than two candidates; for Directors-at-

Large, Councilors and Alternate Councilors, not more than twice as many candidates as vacancies to be filled.

- b. Should any MEMBER receive nominating votes sufficient to entitle the MEMBER to be a candidate for more than one elective position, the Nominating Committee shall notify the MEMBER. The Nominating Committee, after consulting with said MEMBER, shall decide for which office the MEMBER shall be a candidate.
- c. Under the title of each position on the election ballot, the Nominating Committee shall list alphabetically the names of the candidates without any other designation.
- d. The list of candidates for each office shall include the name of the consenting MEMBER receiving the largest number of nominating votes for that office, provided that the number of votes so received equals or exceeds three percent of the number of eligible voters. For the second candidate, the Nominating Committee may choose the consenting MEMBER securing the second highest number of nominating votes or a candidate of its own selection. The Nominating Committee shall name at least one candidate for each office when none is determined by the nominating ballots as herein provided.
- e. The list of candidates for Directors-at-Large shall include the names of the three consenting MEMBERS receiving the largest number of nominating votes, provided that the number of votes so received equals or exceeds three percent of the number of eligible voters. To this list the Nominating Committee shall add the names of consenting MEMBERS, either from those receiving the next highest number of nominating votes, or a candidate or candidates of its own selection. The Nominating Committee shall name at least one candidate for each position of Director-at-Large when none is determined by the nominating ballots as herein provided.
- f. For each position to be filled, the list of candidates for Councilors and Alternate Councilors shall include the name of the consenting MEMBER receiving the largest number of nominating votes, provided that the number of votes so received equals or exceeds three percent of the number of eligible voters. For the second candidate for each position, the Nominating Committee shall add the name of the consenting MEMBER receiving the second largest number of nominating votes, or a candidate or candidates selected by the Board of Directors. The Board of Directors shall name at least one candidate for each position of Councilor and Alternate Councilor when none is determined by the nominating ballots as herein provided.
- g. The Nominating Committee shall certify the election ballot to the Secretary.

#### Section 6.

- a. On or before October 10, election ballots shall be distributed to all members of the Section. Ballots transmitted to the Secretary on or before October 31 and received on or before the date of tabulation shall be included in the tabulation.



- b. The candidates for each office and position of Director-at-Large, Councilor, and Alternate Councilor shall be noted in the *Chemical Bond*. With the name of each candidate shall be printed the candidate's professional affiliation, together with any offices and committee positions previously held in the Section and the SOCIETY.

#### Section 7.

- a. On or before October 31, the Chair of the Section shall appoint three tellers. The tellers shall meet with the Secretary on or before November 7 to judge the election and tabulate the votes. All eligible and ineligible ballots shall be retained for sixty days by the Secretary to permit a recheck and a recount, if demanded.
- b. The Secretary shall certify the tabulation to the Section Chair. The Secretary then shall declare duly elected the candidate receiving the highest number of votes for each office and position of Director-at-Large, Councilor and Alternate Councilor. In the event of a tie vote, the names of those involved shall be certified to the Board of Directors, who shall resolve the tie by simple majority vote. The Chair shall announce the election results at the November Board of Directors meeting. The Secretary shall certify the election to the Executive Director of the SOCIETY no later than December 1. The Secretary shall publish the election results in the *Chemical Bond*.
- c. Any candidate shall have the right to demand a recount within ten days after the official announcement of the election results at the November Board of Directors meeting. In such event, the same tellers, unless new ones are designated by the Section Chair, shall officiate with the Secretary.

Section 8. If, for any reason, it shall be impossible to execute the provision of these bylaws regarding times and dates of nomination and election, the Board of Directors shall arrange for nomination and election in accordance with the spirit of these bylaws so far as possible.

### **BYLAW XI Midwest Award**

Section 1. An award may be given annually by the Section under conditions set forth in this bylaw. The award shall be known as the Midwest Award.

Section 2. Persons eligible for the Midwest Award are those who have made meritorious contributions to the advancement of pure or applied chemistry, or chemical education. These contributions must have been made during a period of residence in the geographic area defined by the territories of the Local Sections that participate in the Midwest Regional Meeting of the SOCIETY. Nominees need not be members of the SOCIETY. Those ineligible to receive the award are the Section Chair, Immediate Past Chair, Chair-Elect, Secretary, members of the Awards Committee, members of the Midwest Award Jury, and prior recipients of either the Midwest Award or any national award administered by the SOCIETY.

Section 3. The Chair of the Awards Committee shall be responsible for facilitating the nomination process for the Midwest Award.

Section 4. Nominations shall be closed no later than March 31 or an alternate date set by the Board of Directors.

Section 5.

- a. The recipient of the Midwest Award shall be selected by an award jury. The Midwest Award Jury shall make its selection from the list of nominees submitted. The Midwest Award Jury may vote to select no awardee.
- b. The Midwest Award Jury shall consist of 11 members. Six voting members shall be members of the Section, two appointed each year by the Chair of the Section and approved by the Board of Directors. The jury term for those serving from the Section shall be three years. Two voting members shall become members of the Midwest Award Jury by acceptance of an invitation from the Section Chair to persons from two other Local Sections located within the area as defined elsewhere in these bylaws. The jury term for those serving by invitation shall be one year. In the event of a vacancy, the Chair shall appoint or invite a person in like manner as above to fill the unexpired term. The Chair, Chair-Elect, and Secretary of the Section also shall be members of the Midwest Award Jury without voting power except in the event of a deadlock vote, in which case these three nonvoting members shall vote. Nominators or those who second a nomination shall not be eligible to serve on the Midwest Award Jury.
- c. It is the intent that the Midwest Award Jury confer collectively to evaluate the respective merits of the candidates. Under no circumstance shall selection of the recipient be made by fewer than six voting members.
- d. By June 30, or an alternate date set by the Board of Directors, the Secretary shall notify the Board of Directors of the person selected by the Midwest Award Jury to receive the award. As soon as possible thereafter, the Chair of the Section shall notify the person selected.

Section 6. A condition of acceptance of the Midwest Award shall be that the recipient delivers an address upon either the subject of the recipient's work or one of general interest to the profession. The address is to be made at the time of presentation of the Midwest Award.

Section 7. The Midwest Award shall consist of a medallion and an honorarium of at least \$2,000 to be established by the Board of Directors. Funding and expenses for the Midwest Award are to be provided from Special Funds dedicated to this purpose.

**BYLAW XII**  
**St. Louis Section ACS Award**

Section 1. An award may be given annually by the Section under conditions set forth in this bylaw. The award shall be known as the St. Louis Section ACS Award.

Section 2. Persons eligible for the St. Louis Section ACS Award are members or affiliates of the Section with the following exceptions: the Section Chair, Immediate Past Chair, members of the Awards Committee, members of the St. Louis Section ACS Award Jury, and prior recipients of either the St. Louis Section ACS Award, the Midwest Award, or any national award administered by the SOCIETY.

Section 3. The St. Louis Section ACS Award shall be presented for outstanding contributions to the profession of chemistry and demonstrated potential to further the advancement of the chemical profession. It is preferred that the St. Louis Section ACS Award recognize these abilities relatively early in an awardee's career.

Section 4. The Chair of the Awards Committee shall be responsible for facilitating the nomination process for the St. Louis Section ACS Award.

Section 5. Nominations shall be closed no later than March 31 or an alternate date set by the Board of Directors.

Section 6.

- a. The recipient of the St. Louis Section ACS Award shall be selected by an award jury. The St. Louis Section ACS Award Jury may vote to select no awardee.
- b. The St. Louis Section ACS Award Jury shall consist of the Directors-at-Large and the Immediate Past Chair of the Section who shall serve as Chair of the jury. The Chair of the jury shall vote only in the event of a tie. In the event that a Director-at-Large is ineligible to serve on the St. Louis Section ACS Award Jury due to reasons listed below, the Section Chair shall appoint a Section MEMBER to replace said Director-at-Large, subject to confirmation by the Board of Directors. No person may serve on the St. Louis Section ACS Award Jury who is a current nominee or either a nominator or anyone who seconds a nomination for the St. Louis Section ACS Award.
- c. It is the intent that the St. Louis Section ACS Award Jury meet to discuss the respective merits of the candidates.
- d. The St. Louis Section ACS Award Jury shall notify the Section Chair of its selection within six weeks of its receipt of the nominations. As soon as possible thereafter, the Chair of the Section shall notify the person selected.

Section 7. The St. Louis Section ACS Award shall be presented at a banquet honoring the awardee, who is expected to deliver an address at that time.

Section 8. The St. Louis Section ACS Award shall consist of an engraved plaque, a citation, and an honorarium of at least \$1,000 to be established by the Board of Directors. Funding and

expenses for the St. Louis Section ACS Award are to be provided from Special Funds dedicated to this purpose.

**BYLAW XIII**  
**St. Louis Section ACS Distinguished Service Award**

Section 1. An award may be given annually by the Section under conditions set forth in this bylaw. The award shall be known as the St. Louis Section ACS Distinguished Service Award.

Section 2. Persons eligible for the St. Louis Section ACS Distinguished Service Award are Section members.

Section 3. The St. Louis Section ACS Distinguished Service Award shall be presented for excellent contributions, outstanding leadership, and continuing service to the Section.

Section 4. The recipient of the St. Louis Section ACS Distinguished Service Award shall be selected by the Steering Committee and approved by the Board of Directors. The Steering Committee may elect to recommend that no award be given.

Section 5. The St. Louis Section ACS Distinguished Service Award shall be presented at an annual member recognition event of the Section.

Section 6. The St. Louis Section ACS Distinguished Service Award shall be an engraved plaque. Funding and expenses for the St. Louis Section ACS Distinguished Service Award are to be provided by the Section.

**BYLAW XIV**  
**Bylaws and Amendments**

Section 1. A certified copy of these bylaws, provided by the Committee on Constitution and Bylaws, acting for the Council of the SOCIETY, shall be retained by the Secretary of the Section.

Section 2. These bylaws may be amended only as follows:

- a. A proposed amendment in writing signed by at least five Section members may be submitted to the Secretary at any time.
- b. The Secretary shall send a copy of the proposed amendment to each member of the Board of Directors. The proposed amendment shall be acted on at the next Board of Directors meeting.
- c. Upon approval by the Board of Directors, the Secretary shall distribute the amendment to each member with a notice of the next general meeting of the Section at least two weeks in advance of such meeting. The proposed amendment shall be voted on at that general

meeting. In determining the meeting herein referred to, any social meeting shall be excluded.

- d. The proposed amendment shall be adopted if it receives an affirmative vote by two-thirds (2/3) of the members present and voting.
- e. If a proposed amendment is not approved by the Board of Directors, it may be brought to the members for a vote in an alternative manner. A petition signed by at least 40 Section members or three percent of the Section members, whichever is larger, may be submitted to the Secretary. The procedure subsequently followed for general announcement of the proposed amendment and voting shall be identical to that followed for a proposed amendment approved by the Board of Directors.

Section 3. An amendment shall become effective upon approval by the SOCIETY Committee on Constitution and Bylaws, acting for the Council of the SOCIETY, unless a later date is specified.

#### **BYLAW XV Dissolution**

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, as is dedicated to the perpetuation of objects 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 1954 as amended or under such successor provision of the Code as may be in effect at the time of the Section's dissolution.