

**MANUAL OF OPERATIONS
SECTIONS & CHAPTERS COUNCIL
Approved: November 2005
Last Revised: December, 2008**

1. Purpose of Manual

The purpose of the Sections & Chapters Council Manual of Operation is to describe and govern the operations of the Council, including expectations and procedures that the Council develops for Sections and Chapters. The Chair of the Sections & Chapters Council is responsible for the development and timely revision of the manual. Significant Council actions shall be incorporated into the manual at the Council meeting at which they were adopted. The Council Chair shall cause the manual to be reviewed annually to ensure that Council actions and any necessary changes be made. The manual shall be posted on the S&C Resources page of the Association's website, with manual revisions being posted within 30 days of adoption. Headquarters shall provide a paper copy to any member, Section or Chapter that requests one.

2. Council Purpose

Enable, encourage, and ensure strong sections and chapters to fulfill the core purpose of the Association at the local level and provide a conduit of information between sections & chapters and the Association leadership.

3. Council Composition

The Sections & Chapters Council shall be comprised of a Chair, Vice-Chair and one representative of each Section and Chapter of the Association. The Chair of a Section or Chapter shall be the normal representative of a Section or Chapter unless a Section or Chapter designates another member as its official representative. Such designation shall be in writing and shall be directed to Section & Chapter Relations Coordinator at A&WMA Headquarters, including the beginning and ending dates of the designation. The Council has recommended that appointments to Sections & Chapters Council provide for a minimum term of service of two years. Council membership shall also include Council Committee Chairs who are not a normal representative of a Section or Chapter.

4. Council Operation

4.1. Publication of Council Activities

All information pertaining to Council activities will be posted on the S&C Resources page of the Association website. Headquarters, as directed by the Council Chair, will manage input to the S&C Resources page. This information shall include notice of upcoming events, meeting summaries and minutes and other information of interest and for the use of Council members. Council members are encouraged to view the S&C Resources page often to stay abreast of new information. The Council Chair shall ensure that notices of the posting of

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important information are sent to the Council members via the Council e-mail distribution list.

4.2. Meetings

The Council shall meet throughout the year at the call of the Chair as necessitated by issues and as appropriate to foster an effective Council operation. Robert's Rules of Order shall govern all Council Meetings. Normally, the Council shall conduct three "face-to-face" meetings each year. These meetings will be held in January or February, in June at the Association's Annual Conference & Exhibition, and in October or November. The June meeting will be the Annual Meeting of the Council.

Opportunities will be provided for telephone tie-ins at Council meetings for the convenience of Council representatives who are unable to travel to the meeting site. The availability of a telephone tie-in shall be determined by the Council Chair based on circumstances and the issues to be discussed. Council meetings may also take place by conference call or other electronic means as determined by the Council Chair to be appropriate.

Headquarters staff shall record the minutes of Council meetings. The Council Chair shall ensure that a copy of the draft minutes is provided to attendees of that meeting within 45 days of the meeting. Once the minutes have been approved, they shall be posted on the S&C Resources page. Approval of the minutes shall be by majority vote at the next Council Meeting. The Council may develop procedures to approve minutes by conference call, or by electronic means. The Council Chair shall cause a meeting summary to be posted on the S&C Resources page within 45 days of each Council meeting.

4.3. Voting at Council Meetings

Voting at Council meetings shall be by the Section and Chapter representatives present. The Council Chair, Vice-Chair or Council Committee Chairs who are not normal representatives of a Section or Chapter shall not have a vote, except that the Council Chair would have a vote in the event of a tie. Should an attendee be representing both a Section and a Chapter at a particular meeting, in casting his or her vote, he or she must designate whether the vote is being cast on behalf of the Section or the Chapter. Each Section or Chapter can only have one vote on an issue. In the event of a telephone tie in for one or more Section or Chapter representatives who could not be present in person for the meeting, such representatives participating by telephone may vote on an issue if they have been present for all discussion pertaining to the issue. The Council may develop procedures voting by mail, conference call, or by electronic means.

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4.4. Leadership Training

The Council shall conduct an Leadership Training session annually (preferably in the Spring) at the site of the Association's Headquarters. The training session will be organized and conducted by the Council Chair and Vice Chair with the assistance and logistical support of Headquarters. The travel and accommodation costs associated with attending the session will be the responsibility of the attendees. Upon request and subject to the availability of the Council leadership and Headquarters staff, the Council will provide or support Leadership Training programs at other locations as desired by Sections, Chapters or combinations thereof. The cost of such training programs, including the travel costs of the Council leadership and Headquarters staff should be borne by the Section, Chapter or combinations thereof that have requested the program.

4.5. Council Structure

The Council leadership shall be defined as the Chair and Vice Chair of the Council and the Chairs of any standing committees that the Council may establish. The Council Chair may, additionally, appoint ad hoc committees or task forces as may be appropriate. The Council Chair is a voting member of the Association Board of Directors.

4.6. Term of Office and Council Elections (rev. 12/08)

The Council Chair and Vice Chair shall serve three year terms commencing on January 1 of the year following his/her election. As possible, the three year terms will be on alternate years from the three year terms of the Education and Technical Council Chair and Vice Chairs. The Vice Chair will automatically succeed to the office of Chair.

The Chair will identify a nominating committee of at least three persons, to include the present Chair at the fall Sections and Chapters meeting. The Council Chair and nominating committee will seek and receive nominations, including self-nominations, of persons interested in serving as Vice Chair. A slate of candidates and credentials for Vice Chair will be presented to all Section or Chapter officers in all active Sections and Chapters at least 90 days prior to the annual meeting. For this paragraph, an active Section or Chapter shall be one who has submitted their annual report in at least one of the last three calendar years, including a list of officers. One ballot will be sent to the Chair of each active Section and/or Chapter. Each active Section and each active professional Chapter shall be offered one vote. Voting may be done electronically or by mail. Voting must be completed at least 30 days prior to the Annual Conference and Exhibition. The Vice Chair will be elected by a majority of the Sections and Chapters casting votes.

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In the event the Chair is unable to serve his or her term, the Vice Chair shall assume the position and duties of the Chair. In the event that the Vice Chair is unable to serve his or her term, including because the Vice Chair has assumed the position of Chair, and if there remains 1 or more years in his or her term, then a search for a candidate and a timely election shall be held. If there remains less than 1 year in the Vice Chair's term, it will remain vacant. The new Chair will hold his or her office for the remainder of the existing three year term, as well as the next three year term. The new Vice Chair will hold his or her office for the remainder of the existing three year term, and may, if willing, run for the next full three year term as Vice Chair.

4.6.1. Chair Cannot Complete His/Her Term

In the event the Council Chair cannot complete his/her term, the Council Vice Chair will assume the duties of the Chair for the remainder of the unserved term as well as the term he/she was elected to serve.

A temporary Vice Chair will be named by the new Chair to serve until the next Council meeting at the Annual Conference and Exhibition at which time an election of interim Vice Chair would be held to serve the remainder of the original Vice Chair Term. This interim Vice Chair will not automatically become Chair at the end of the original Vice Chair term.

At the next normally scheduled Vice Chair election, the interim Vice Chair may run for the new term against any other nominated candidates.

4.6.2. Vice Chair Cannot Complete His/Her Term

Other than as described above, in the event the Vice Chair cannot complete his/her term, a special election will be held at the next Council Annual Meeting to elect a new Vice Chair. The new Vice Chair will serve the remainder of the original Vice Chair's term and then will assume the office of Chair.

4.7. Council Standing Committees

There shall be two standing committees of the Council as described below.

4.7.1. Membership Committee

The membership committee is tasked providing information regarding Association membership to Sections and Chapters. This information includes tools and techniques for tracking, enhancing, and promoting membership activities. At a minimum, there will be a Membership Committee meeting during the Association's annual conference. Additionally, the Membership Committee

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Chair may disseminate information through Council meetings, Incoming Officer Training, or other Council communications.

4.7.2. Communications Committee

The Communications Committee is tasked with providing information regarding activities of the Sections & Chapters Council as well as pertinent information relating to the overall organization to the A&WMA membership. This involves the development of a newsletter (The Conduit) following each Council meeting. Included in each issue of the Conduit is a summary of the most recent Council meeting as well as selected articles of interest to Sections and Chapters leadership as well as the general membership.

5. Minasian Award for Outstanding Sections

The Minasian Award is presented annually to the Section who meets established criteria. The selection criteria are provided as an appendix to this manual.

6. Chapter Cup Award for Outstanding Chapters

The Chapter Cup Award is presented annually to the Chapter who meets established criteria. The selection criteria are provided as an appendix to this manual.

7. Requirements for the Formation of Member Units

7.1. Definition of Member Units

As stated in the Bylaws, Article XVI, entitled "Member Units," it shall be the policy of the Association to encourage the organization of Member Units to carry out the mission and objectives of the Association on a local and/or regional level. Local Member Units are referred to as Chapters and Regional Member Units are referred to as Sections.

7.2. Formation of Sections

Upon recommendation by the Sections & Chapters Council, the Board of Directors may form a new Section following the submittal of proposed Section Bylaws and a petition signed by 25 members of the Association, provided that no less than 50 members of the Association live or work within the geographical area of the proposed Section. Newly formed Sections should develop a membership growth plan. To be approved, proposed Section Bylaws must be consistent with the Model Bylaws developed by the Council. The Model Bylaws for Sections are provided as an appendix to this manual

Upon recommendation by the Sections & Chapters Council, the Board of Directors may provisionally form a new Section outside of the United States and

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Canada following the submittal of proposed Section Bylaws and a petition signed by 15 members of the Association, provided that no less than 25 members of the Association live or work within the geographical area of the proposed Section. Newly formed Sections granted this probationary status shall develop a membership growth plan to achieve the goal of reaching 50 members within two years of receiving its provisional charter. Within two years of the granting of the provisional charter, the Sections & Chapters Council shall review the status of any such member unit and make a recommendation to the Board of Directors as to whether the full status of a Section should be granted.

7.2.1. Procedure for Transitioning from a Chapter to a Section

The leadership of the respective local Chapter and Section will work closely with Sections & Chapters Council leadership and A&WMA Headquarters to determine that there is a need and it is in the best interest of local membership to transition an existing Chapter to a Section.

A proposal will be presented by either the Chapter or Section leadership to the Sections & Chapters Council, noting whether both the Section and the Chapter endorse the proposal. Sections & Chapters Council will consider the proposal and vote to indicate whether they grant preliminary endorsement.

Draft Section bylaws must be developed for the new Section and the bylaws must be approved by Sections & Chapters Council leadership as consistent with Association bylaws. At that time, a formal motion will be presented by Sections & Chapters Council for formation to the A&WMA Board of Directors, noting whether the motion is presented with or without the recommendation of the Council. With motion approval by the Board of Directors, the new Section shall be formed.

7.2.2. Realignment of a Chapter to Another Section

The leadership of the respective local Chapter and Sections will work closely with Sections & Chapters Council leadership and A&WMA Headquarters to determine that there is a need and it is in the best interest of local membership to realign an existing Chapter to another Section.

A proposal will be presented by either the Chapter or Sections leadership to the Sections & Chapters Council, noting whether the Sections and the Chapter endorse the proposal. Sections & Chapters Council will consider the proposal and vote to indicate whether they grant preliminary endorsement.

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A formal motion will be presented by Sections & Chapters Council for realignment to the A&WMA Board of Directors, noting whether the motion is presented with or without the recommendation of the Council. With motion approval by the Board of Directors, the realignment will occur and the Chapter's Bylaws will be modified.

7.3. Formation of Chapters

Upon recommendation by a Section and the Sections & Chapters Council, the Board of Directors may form a new Chapter of a Section following the submittal of proposed Chapter Bylaws and a petition signed by 10 members of the Association, provided that no less than 10 members of the Association live or work within the geographical area of the proposed Chapter. Newly formed Chapters should develop a membership growth plan. The Section, under whose auspices the Chapter is to be chartered, is responsible for the Chapter's geographical extent, activities, status and reporting of its annual activities. To be approved, proposed Chapter Bylaws must be consistent with the Model Bylaws developed by the Council. The Model Bylaws for Chapters are provided as an appendix to this manual.

7.4. Formation of Student Chapters

Upon recommendation by a Section and the Sections & Chapters Council, the Board of Directors may form a new Student Chapter of a Section following the identification of a faculty advisor, who shall be a member of the Association, the submittal of proposed Student Chapter Bylaws and a petition signed by 10 student members of the Association, provided that no less than 10 student members of the Association are in attendance at the institution. Newly formed Student Chapters should develop a membership growth plan. The Section, under whose auspices the Student Chapter is to be chartered, is responsible for the Student Chapter's activities, status and reporting of its annual activities. To be approved, proposed Student Section Bylaws must be consistent with the Model Bylaws developed by the Council. The Model Bylaws for Student Sections are provided as an appendix to this manual.

8. Requirements for Operation of Sections and Chapters

8.1. Sections and Chapter Leadership

All officers and Executive Board members of Sections and Chapters shall be members of the Association. Committee Chairs who liaise directly with the Association and who are members of Councils or Council Committees, such as

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Membership and Education Chairs, shall likewise be members of the Association. Finally, all members of a Section or Chapter Nominating Committee shall be members of the Association. Sections and Chapters shall keep Headquarters advised of the names and term expiration of all officers, directors and the Chairs of their Membership and Education Committees. Notification of any changes will be provided immediately. Notification shall be provided to the Section & Chapter Relations Coordinator.

8.2. Reporting Requirements

Each Section and Chapter shall submit an Annual Report to Headquarters of the preceding calendar year's activity in the format specified by the Council. To be considered timely filed, all reports must be postmarked by the dates specified on the reporting form.

In addition to annual reports, Headquarters must have current Bylaws, Articles of Incorporation and tax-exempt status, as applicable, of each member unit on file. Any revisions or changes to any of these documents should be submitted with the Annual Report. It shall be a prerequisite that a Section or Chapter shall have its most recent Bylaws on file with Headquarters to be eligible to compete for the Minasian or Chapter Cup Awards, respectively.

9. Dissolution of Member Units

9.1. Failure to Comply with Active Status Requirements

The Board of Directors may, upon the recommendation of the Council, declare any Section or Chapter which fails to comply with the previous requirements, inactive until such time that the Council and the Board can review a survey of the remaining members of such Section or Chapter. After consideration of all presented facts, the Board of Directors may:

- Authorize activity of the Section or Chapter for a limited time,
- Arrange for a provisional functioning of the Section or Chapter, or
- Revoke its original authorization of the Section or Chapter

9.2. Association Board of Directors Action

The Board of Directors reserves the right, at any time, to withdraw its original authorization for a Section or Chapter to operate under the name of the Air & Waste Management Association when, in its opinion, that Section or Chapter functions in a manner deemed inappropriate.

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9.3. Procedures for Decommissioning

- In the case of Chapters, the Section Chair will notify the Chair of Sections & Chapters Council that the Chapter is not meeting the guidelines for active Chapters. In providing such notification, the Section Chair will assure the Council that steps to reactivate the Chapter have been attempted but have proved unsuccessful. The Council will review the Section's initiatives, and, if indicated, will initiate a poll of the membership of the Chapter to determine viability. If the Council concurs with the recommendation of the Section, it will recommend to the Board of Directors that the Chapter be designated as inactive in all Association publications or that its charter be rescinded.
- Having obtained knowledge of such inactivity of a Section, the Council will conduct an appropriate review of the circumstances and make an appropriate recommendation to the Board of Directors. This recommendation is intended to ensure the continued viability of any Chapters that were operating under the auspices of such Section.
- Any Section or Chapter that has been declared inactive or that has been effectively dissolved by the rescission of its charter shall follow the procedures previously outlined for formation should they desire to reactivate.

10. Section and Chapter Financial Matters

10.1. Fiscal Year

All newly formed Sections and Chapters shall have fiscal years consistent with that of the Association (i.e., January 1 to December 31). Sections and Chapters who were in existence prior to the change in the Association's fiscal year to a calendar year basis may retain any such prior fiscal year designation. Sections and Chapters whose fiscal years are not on a calendar year basis are, however, encouraged to change to a calendar year fiscal year for consistency throughout the Association.

10.2. Annual Section Dues

The Council has established a uniform Section annual dues structure of \$15 per full dues paying individual member, with that amount being pro-rated by Headquarters based on the membership fee paid by different membership classes. Council, in consultation with Headquarters, will set the dues for organizational members and individual members associated with those organizations. All dues will be collected by Headquarters and reimbursed to Sections in accordance with the procedures and policies specified herein. The amount of the Section dues that are reimbursed to Chapters is dependent upon arrangements between Sections

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and their respective Chapters. Should Sections or Chapters choose to establish dues that are different from those set by the Council, they shall be responsible for collection matters related to such differences. All other financial arrangements, with the exception of the Local Event Pricing Differential policy, are left to the discretion of Sections and Chapters.

10.3. Reimbursement of Annual Dues to Sections

Reimbursement of Section dues is dependent upon timely and complete filing of Annual Reports, according to procedures developed by Headquarters in consultation with the Council.

10.4. Reimbursement of Annual Dues to Chapters

After two consecutive years of a Section not submitting an Annual Report, the full amount of the outstanding Section dues and future dues will go directly to the Chapter(s) of that Section until such time as the Section submits its Annual Report. To receive the dues, the Chapter must be current in its submission of Annual Reports. For dues reimbursement purposes, currency in the submittal of Annual Reports is defined as the submittal of the Annual Report for the most recently concluded Association fiscal year.

10.5. Local Event Price Differential Policy

The Board of Directors has established a Local Event Price Differential policy, which requires that Association members be afforded preferential pricing for all local events and charged the Council with development of implementing guidance. In accordance with the charge of the Board of Directors, the Council has specified that all non-members, including Local Associates of Sections or Chapters, will pay a minimum of 125% of the member rate for all local events. This policy is not intended to impact the rates that a Section or Chapter may afford to the members (or employees) of another organization with which it partnered in conducting an event.

11. Incorporation

The Association and the Council recommend that all Sections and Chapters become incorporated as not-for-profit entities under the incorporation procedures in effect in their jurisdiction. Guidance on incorporation is available from the Council and Headquarters staff.

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12. APPENDICES

1. How to Start an A&WMA Section, includes Model Bylaws for Sections
2. How to Start an A&WMA Chapter, includes Model Bylaws for Chapters
3. How to Start an A&WMA Student Chapter, includes Model Bylaws for Student Chapters

MODEL SECTION BYLAWS
(approved by Sections & Chapters Council June, 2004)

BYLAWS
OF
(SECTION NAME) **SECTION**
OF THE
AIR AND WASTE MANAGEMENT ASSOCIATION

Date:

Indicate the date the bylaws were prepared

ARTICLE I - NAME, AREA, ADDRESS

Section 1 - Name

This organization shall be known as the (Name of Section) Section (hereinafter referred to as the "Section") and is one of the geographic Sections of the Air and Waste Management Association, (hereinafter referred to as the "Association").

Article I

All three Sections of Article I are a must.

Section 2 - Area

The geographic area of the Section shall consist of:

Section 2

Name of State(s), or Zip Code ranges or for Sections in Canada - Province(s) with Postal Code ranges. Sections in other countries – appropriate area description

Section 3 - Address

The address of the Section shall be the Office of the incumbent or most recent Chair.

Section 3

Should indicate the office where the Section keeps its records or the officer that maintains the records.

Section 4 – Articles of Incorporation

If the Section is incorporated, the bylaws should refer to the articles of incorporation

Use Section 4 only if the section is incorporated.

ARTICLE II - PURPOSE

Section 1

It shall be the purpose of the Section to promote closer professional and personal relations among members of the Section and to further the mission and objectives of the Association.

Section 2 – Mission and Objectives

The mission of the Section is to promote a clean environment, provide leadership in the fields of air pollution control and waste management, promote a sense of environmental responsibility, and serve its membership and the public consistent with the mission and objectives as stated in the Association Bylaws.

Section 3

The Section shall have all the powers granted to it by the Association and shall have the ability to do all things necessary and incident to its purposes provided, however, that the Section shall not engage in any activities or exercise any powers not permitted under Section 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE II PURPOSE

The bylaws of the Association no longer have a Purpose Statement.

Section 2

This statement of mission and objectives conforms to all of the Bylaw changes made by A&WMA in the last four years.

Section 3

The US IRS requires that any 501(c)(3) non-profit organization abide by the rules such as described here. They are required to be in its articles of incorporation. It is a good idea to place them here also.

ARTICLE III - MEMBERSHIP

Section 1

Membership is available to persons residing in or conducting business within the geographic area of the Section.

Any Association Member who supports the purpose of the Section is eligible to become an active member of the Section and is entitled to engage in all Section activities upon payment of dues to the Association in the amount and manner specified by the Association's Board of Directors. Any Association Member may become a member of more than one Section; provided that the member pays dues to each Section.

Article III

Since the Association Bylaws does not list each level of membership any longer, there is no need to list the levels here. All members of the Association are members of the Section that they live in.

Local Associates

It is recognized that there may be persons in the geographical area of a Section who are interested in participating in Section activities, but are not ready to become a member of the Association. Sections may, at their option, establish fees for such persons to become Local Associates of the Section; however, Sections must make it specifically clear that such association does not convey membership rights upon such persons in either the Association or the Section.

Additionally, as directed by the Association's Board of Directors, in the pricing of local events, Sections must provide a price differential affording an appropriate price advantage to Association members over all other persons, including Local Associates.

ARTICLE IV - OFFICERS, DIRECTORS, EXECUTIVE BOARD

Section 1 - Officers

- (a) There shall be four Section Officers designated as Chair, Vice Chair, Secretary, and Treasurer.
- (b) Officers shall be elected to serve a ___ year term by a majority vote of the members voting. They shall hold office for the ensuing year(s) or until their successors have been elected and have taken office.
- (c) The Chair and Vice Chair shall not hold the same office for more than one term.
- (d) The most recently retired Chair shall be a member of the Executive Board.

Section 1
It is recommended that all four officers be enumerated.

Section 1(c)
Note: This is a suggestion so that officers do not burn out, and to bring in fresh ideas.

Section 2 – Voting for Officers and Directors

Ballot transmittal shall be accomplished by e-mail, by other electronic communication, or postal mailing to the last address of record before October 15. A date not later than November 15, shall be specified for the return of the ballot.

Section 2
The method and the time of vote are at the discretion of the Section. It may be held either at a business meeting, by letter ballot, or by electronic means; however, the Bylaws should state when elections should be held.

Section 3 - Special Directors

Directors of the Association living within the area of the Section shall be Special Directors of the Section and vote as other Directors.

Section 4 - Board

- (a) The executive, financial, and general administrative functions of the Section shall be vested in the Executive Board (hereinafter referred to as the "Board") whose members shall be the Officers, Directors, Special Directors, and the retiring Chair.
- (b) Interim vacancies of elected Officers or Directors shall be filled by appointment by the Board until successors have been elected at the next Section election.

Section 4(b)
Sections should note that any interim vacancy must be filled by the Board and not just the Chair

Section 5

All Officers, Directors, Special Directors, and other members of the Board shall be members of the Association.

Section 6

The Officers and other members of the Board shall serve without remuneration.

Section 7 - Directors

There shall be ___ Directors of the Section. Initially, ___ shall be elected to serve a one-year term, ___ shall be elected to serve a two-year term and ___ shall be elected to a three-year. Thereafter, ___ Directors shall be elected annually to serve a three-year term by a majority vote of the members present and voting at the time specified for the Section election.

Section 5

By Association bylaws, officers and board directors must be Association members.

Section 7

It is up to each Section to determine the number of Directors they should elect, as well as the term of office.

ARTICLE V - DUTIES OF OFFICERS

Section 1 - Chair

The Chair shall:

- Preside at all meetings of the Section;
- Call such special meetings as may be necessary;
- Appoint the membership and the Chair of all Standing and Temporary committees;
- Appoint an Auditor as appropriate;
- Be the final authority, within the Chair's jurisdiction, on the Constitution and Bylaws of the Section;
- Be authorized, in the absence of the Treasurer, to sign checks or make other financial transactions on behalf of the Section as directed by the Board; and
- Conduct both internal and external business on behalf of the Section.

Section 2 - Vice Chair

The Vice Chair shall:

- Preside at all meetings in the absence of the Chair; and
- Assume all powers and duties of the Chair should the Chair be unable to perform.

Article V

Following are the official duties of the officers. Other duties may be enumerated, although, it is not recommended that such other duties be made part of the Bylaws.

Section 3 - Secretary

The Secretary shall:

- Give written notice of general business, technical, special and Board meetings,
- Keep a record of the minutes of all meetings of the Section and Board;
- Prepare an annual report to the Association Headquarters regarding affairs of the Section, active membership, summary of public meetings, business transactions, and Treasurer's report; and
- Surrender at the end of his/her term of office to the succeeding Secretary, or to such person as may be authorized by the Chair to receive them, all properties and records of the Section and/or Association as may be in his/her custody.

Section 4 - Treasurer

Subject to the supervision and direction of the Board, the Treasurer shall:

- Receive all monies of the Section and deposit or invest them as directed by the Board;
- Disburse monies as directed by the Section or by the Board;
- Keep accurate and complete records of all financial transactions;
- Furnish a financial report at the business meetings of the Section or as called for by the Chair and/or Board;
- Submit his records and accounts for audit on an annual basis by an auditor appointed by the Chair; and
- Surrender at the end of his or her term of office to the succeeding Treasurer, or to such person as may be authorized by the Chair to receive them, all properties and records of the Section and/or the Association as may be in his or her custody.

ARTICLE VI- COMMITTEES

Section 1 - Standing Committees

Standing Committees shall consist of:

- (a) Membership Committee shall promote the growth of the Association by soliciting membership in the Section and Association.
- (b) Arrangements Committee shall make all the physical arrangements for meetings including meeting place, meal arrangements, special equipment and the like.
- (c) Program Committee shall secure speakers and arrange and present the program for technical meetings.
- (d) Nominating Committee consisting of one member as Chair and two other members.

Section 2

Other Standing Committees may be established by the Board to promote the purposes of the Section.

Standing Committee Chair shall prepare and submit an annual report to the Chair and Headquarters.

Section 3 - Other Committees

The Section Chair may appoint temporary committees as deemed necessary, provided such appointment does not conflict with other provisions of the Bylaws.

Article VI

Sections should enumerate the Standing Committees. The Membership Committee and Nominating Committee should be included. All others are at the discretion of the Section. With the exception of the Membership and Nominating Committees, the names of remaining committees may be as desired by the Section. The Chairs of Committees must be members of the Association if they are voting members of the Section. They should be members, regardless.

Section 2

The secretary can also be charged with this task, as noted in the secretary duties.

ARTICLE VII - OPERATIONS

Section 1 - Dues

Annual dues for membership in the Section in excess of the amount assessed by the Association's Board of Directors may be established by the Section Board.

Section 1

This section may need to be adjusted to reflect that Association Members can become members of more than one Section.

Section 2 - Calendar

The fiscal year, the membership year, and the operating year of the Section shall be January 1 to December 31 during which at least one general business meeting and at least one technical meeting shall be held.

Section 2

The calendar year basis for the fiscal year, membership year, and operating year is a must for newly chartered Sections. Existing Sections are not required to change their fiscal year to this basis, but are highly encouraged to do so.

Section 3 - Meetings

Board meetings may be called by the Section Chair by notifying the members of the Board. The Board shall designate the dates for the general business and technical meetings and the Secretary shall give written notices thereof.

Section 4 – Quorum

Fifteen (15) active members shall constitute a quorum for any general business or special meeting. Five (5) members of the Board shall constitute a quorum for a meeting of the Board.

Section 4

It is up to each Section to determine the numbers that constitute a quorum. However, a provision for what constitutes a quorum is a must.

Section 5 – Voting

Only members of the Section are entitled to vote. Unless otherwise provided, a majority vote of the members present and voting shall rule.

Section 6 - Elections

The Nominating Committee shall prepare a list of nominees for Officers and Directors, obtain their acceptance, and present the slate at the business meeting when elections are scheduled. Additional nominations may be made from the floor. The nominees shall reflect employment and geographic representation to ensure a broad and fair administration of the business of the Section. The new Officers and Directors will assume their duties as specified by the Board.

Section 7 - Rules of Order

Unless otherwise provided, "Robert's Rules of Order" shall govern the procedure for all meetings.

Section 5 & 6

Each should describe whether the votes will be at a Business Meeting or by ballot. Language suggested is for a business meeting.

ARTICLE VIII - CHAPTERS

Section 1

Upon written petition of ten or more members of the Association, the Board may recommend the establishment of one or more Chapters in accordance with Bylaws and policies of the Association.

Section 2

The Bylaws of any Chapter established under this Article shall be subject to approval by the Association. After initial approval of the Bylaws, the internal affairs shall be the responsibility of the Chapters. If, however, the Chapter has not had a meeting of more than ten members in a year, the Board may intervene in order to revitalize the Chapter and assist members in the area to do so. Only after all reasonable efforts have failed, may the Board recommend dissolution of a chapter in accordance with the bylaws and policies of the Association

Article VIII

Sections 1, 2, and 3 represent the recommended articles for Sections with Chapters or those that will be establishing Chapters.

The Association Bylaws say:

“The Association Board shall, upon the recommendations of and in consultation with the Member Unit Council, formulate a set of rules that set forth the procedures and requirements necessary for the organization, administration, and operation of Member Units of the Association.”

The current practice has been for both the Council and the Association Board to approve all chapters.

Section 3

Chapter members shall pay Section dues and shall be entitled to all privileges of Section Membership.

Section 4

Chapters established under this Article shall be financially self-supporting. No financial commitment by any Chapter shall be binding upon the Section.

ARTICLE IX – AMENDMENTS

Section 1

Any member may propose an amendment of the Bylaws to the Board. Before the amendment can be submitted for consideration of the membership, it must be approved by a majority of the Board or bear the written endorsement of at least twenty-five (25) members.

Section 2

The Board shall promptly submit to the membership any proposed amendment approved or endorsed as provided in Section 1.

Notice of any proposed amendment, a notice of the business meeting at which the amendment is to be considered, and official ballot, and a proxy form shall be mailed or e-mailed to each voting member, at such address as appears in the records of the Association. The Secretary shall mail the documents not less than forty-five (45) days prior to the business meeting at which the amendment is to be considered.

Section 3

Whether Chapter members must pay Section dues and the amount of such dues is at the discretion of the Section.

Section 4

This is at the discretion of the Section. However, some type of reference to financial commitment should be stated.

Section 2

Again, it is up to the Section to determine whether the vote will be by ballot or at the Business Meeting. It is also up to the Section to determine if email is an acceptable form of notice. If voting is by mail in ballot, the Bylaws should state how long balloting lasts, i.e. 45 days.

Section 3

Unless other wise noted in the amendment, should a proposed amendment receive the necessary two-thirds (2/3) vote for adoption, it shall become effective immediately and shall be made a part of these Bylaws, and the members shall be notified accordingly.

Section 4

Within 90 days after amending the Section Bylaws, the Secretary shall submit a copy of the amended Bylaws to the Headquarters of the Association

Section 5

Any section of the Bylaws or amendments adopted hereafter which conflict with a Bylaws or policy of the Association are null and void.

ARTICLE X - DISSOLUTION

In the event of dissolution of the Section, any remaining assets after discharge of all liabilities and obligations shall be transferred to the Association or a successor organization. No part of the net earnings of the organization shall inure to the benefit of any private shareholder or individual. Upon dissolution, if the Association is unable, unwilling or ineligible to receive assets, they will distributed to one or more organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954.

Section 4

This section is a must.

Section 5

This section is a must.

Article X

The US IRS requires that a non-profit's articles of organization contain instructions on how assets will be dispersed in case of dissolution. It is recommended to put them here as well.

MODEL BYLAWS FOR CHAPTERS
*(approved by Sections & Chapters Council
Jan & June, 2005)*

BYLAWS

OF

(Chapter Name
of the Section Name)

OF THE

AIR AND WASTE MANAGEMENT
ASSOCIATION

Date: _____

Indicate the date the bylaws
were approved.

Article I

The first three Sections of this
Article are a must.

ARTICLE I

NAME, AREA, ADDRESS

Section 1 NAME

This organization shall be known as the (Name
of Chapter and Section) (hereinafter referred to
as the "Chapter") and is one of the geographic
chapters of the Air and Waste Management
Association, (hereinafter referred to as the
"Association").

Section 2 AREA

The geographic area of the Chapter shall consist
of: Name of State(s) or Zip Code ranges or for
Chapters in Canada - Province or Provinces with
postal code ranges.

Section 3

Should indicate the office
where the Chapter keeps its
records or the officer (s) that
maintain them.

Section 3 ADDRESS

The address of the Chapter shall be the office of
the incumbent Chair.

ARTICLES OF INCORPORATION

Use Section 4 only if the Chapter is incorporated

Section 4

If the chapter is incorporated, the bylaws should refer to the Articles of Incorporation.

ARTICLE II

PURPOSE

Section 1

The purpose of the Chapter shall be to promote closer professional and personal relations among members of the Chapter and to further the mission and objectives of the Association.

The Association bylaws no longer have a purpose statement. Any stated purpose must be consistent with the Section purpose.

Section 2

Mission and Objectives

The mission of the Chapter is to promote a clean environment, provide leadership in the fields of air pollution control and waste management, promote a sense of environmental responsibility, and serve its membership and the public consistent with the mission and objectives as stated in the Association bylaws.

Section 2

This statement of mission and objectives conforms to all of the bylaw changes made by A&WMA in the last four years.

Section 3

The Chapter shall have all the powers granted to it by the Association and shall have the ability to do all things necessary and incident to its purposes provided, however, that the Chapter shall not engage in any activities or exercise any powers not permitted under Chapter 501(c)(3) of the Internal Revenue Code of 1954. (In Canada, this reference is sub-paragraph 118-1(1)(a) of Revenue Canada.)

Section 3

The US IRS requires that any 501(c)(3) non-profit organization abide by the rules such as described here. They are required to be in its articles of incorporation. It is a good idea to place them here also.

ARTICLE III

MEMBERSHIP

Section 1

Membership is available to persons residing in or conducting business within the geographic area of the Chapter. Any Association member who supports the purpose of the Chapter is eligible to become an active member of the Chapter and is entitled to engage in all Chapter activities upon payment of dues to the Association in the amount and manner specified by the Association's Board of Directors. Any Association member may become a member of more than one Chapter;

Section 1

Since the Association bylaws do not list each level of membership any longer, there is no need to list the levels here. All members of the Association are members of the Chapter that they live in.

Local Associates

The Association recognizes that

provided that the member pays Chapter dues to each Chapter.

there may be persons living in the geographical area of a Chapter who are interested in participating in Chapter activities, but are not ready to become a member of the Association. Sections or Chapters may, at their option, establish fees for such persons to become local associates of the Section or Chapter; however, Sections and Chapters must make it specifically clear that such association does not convey membership rights upon such persons in either the Association or the Section. Additionally, as directed by the Association's Board of Directors, in the pricing of local events, Sections and Chapters must provide a price differential affording an appropriate price advantage to Association members over all other persons, including local associates.

ARTICLE IV

OFFICERS, DIRECTORS, EXECUTIVE BOARD

Section 1

Officers

- (a) There shall be four Chapter Officers designated as Chair, Vice Chair, Secretary and Treasurer.
- (b) Officers shall be elected to serve a __ year term by a majority vote of the members voting. They shall hold office for the ensuing year(s) or until their successors have been elected and have taken office.
- (c) The Chair and Vice Chair shall not hold the same office for more than one consecutive term.

Section 1(a)

It is recommended that all four officers be enumerated.

Section 1(c)

Note: This is a suggestion so that officers do not burn out,

(d) The most recently retired Chair shall be a member of the Executive Board.

and to bring in fresh ideas.

Section 2

Directors

There shall be __ Directors of the Chapter. Initially, __ shall be elected to serve a one-year term and __ shall be elected to serve a two-year term. Thereafter, __ Directors shall be elected annually to serve a two-year term by a majority vote of the members voting at the first business meeting of each calendar year.

Section 2

It is up to each Chapter to determine the number of Directors they should elect, as well as the term of office.

Section 3

Special Directors

Directors of the Association living within the area of the Chapter shall be Special Directors of the Chapter.

Section 4

Executive Board

- (a) The executive, financial, and general administrative functions of the Chapter shall be vested in the Executive Board (hereinafter referred to as the "Board") whose members shall be the Officers, Directors, Special Directors, and the retiring Chair.
- (b) Interim vacancies of elected Officers or Directors shall be filled by appointment by the Board until successors have been elected at the next Annual Meeting.

Section 4(b)

Chapters should note that any interim vacancy must be filled by the Board and not just the Chair.

Section 5

All members of the Board shall be members of the Association.

Section 5

By Association bylaws, officers and board directors must be Association members. Note here who else is a board member under your bylaws.

Section 6

The Officers and other members of the Board shall serve without remuneration.

Section 7

Voting for Officers and Directors

Ballot transmittal shall be by e-mail, fax, or postal mailing to the last point of contact of record 30 days before the ballot is due. Elections must be complete by December 15 of each year.

Section 7

The method and time of vote is at the discretion of the Chapter. It may be held either at a business meeting, by letter

ballot, or by electronic means. The bylaws should state when elections are to be held.

ARTICLE V

DUTIES OF OFFICERS

Article V

The following are recommended to be the official duties of the officers. Other duties may be enumerated, although it is not recommended that such other duties be made part of the bylaws.

Section 1 Chair: The Chair shall: preside at all meetings of the Chapter; call such special meetings as may be necessary; appoint the membership and the Chair of all Standing and Temporary committees; appoint an Auditor on an annual basis; be the final authority, within the jurisdiction, on the bylaws of the Chapter; appoint someone, in the absence of the Treasurer, to sign checks or make other financial transactions on behalf of the Chapter as directed by the Board; and conduct both internal and external business on behalf of the Chapter.

Section 2 Vice Chair: The Vice Chair shall: preside at all meetings in the absence of the Chair; and assume all powers and duties of the Chair should the Chair be unable to so perform.

Section 3 Secretary: The Secretary shall: give written notice of general business, technical, special and Board meetings, keep a record of the minutes of all meetings of the Chapter and Board; conduct appropriate correspondence of the Chapter; make an annual report to the Association regarding the affairs of the Chapter, active membership, summary of public meetings, business transactions, and Treasurer's report; and surrender at the end of his/her term of office to his/her successor, or to such person as may be authorized by the Chair to receive them, all properties and records of the Chapter and/or Association as may be in his/her custody.

Section 4 Treasurer: The Treasurer shall: receive all moneys of the Chapter and deposit or invest them as directed by the Board; disburse moneys as directed by the Chapter or by the Board; keep accurate and complete records of all financial

transactions; furnish a financial report at the business meetings of the Chapter or as requested by the Chair and/or Board; submit his/her records and accounts for audit on an annual basis by an auditor appointed by the Chair; and surrender at the end of his/her term of office to his/her successor, or to such person as may be authorized by the Chair to receive them, all properties and records of the Chapter and/or the Association as may be in his/her custody.

ARTICLE VI

COMMITTEES

- Section 1 Standing Committees
Standing Committees shall consist of:
- (a) Membership Committee shall promote the growth of the Association by soliciting membership in the Chapter and Association.
 - (b) Arrangements Committee shall make all the physical arrangements for meetings including meeting place, meal arrangements, special equipment and the like.
 - (c) Program Committee shall secure speakers and arrange and present the program for technical meetings.
 - (d) Nominating Committee consisting of one member as Chair and two other members.
- Section 2 Other Standing Committees may be established by the Board to promote the purposes of the Chapter. Standing Committee Chair shall prepare and submit an annual report to the Chair and Association Headquarters.
- Section 3 Other Committees
The Chapter Chair may appoint temporary committees as deemed necessary, provided such appointment does not conflict with other

Article VI

Chapters should enumerate the Standing Committees. The Membership Committee and Nominating Committee should be included. All others are at the discretion of the Chapter. The chairs of Committees must be members of the Association if they are voting members of the Chapter Board. They should be members, regardless.

Section 2

The secretary can also be charged with this task, as noted in the secretary duties

provisions of the bylaws.

ARTICLE VII

OPERATIONS

- | | |
|---|---|
| <p><u>Section 1</u> <u>Dues</u>: Annual dues for membership in the Chapter in excess of the amount assessed by the Association's Board of Directors may be established by the Chapter Board.</p> | <p style="text-align: center;"><u>Section 1</u></p> <p>This section may need to be adjusted to reflect that Association members can become members of more than one Chapter.</p> |
| <p><u>Section 2</u> <u>Calendar</u>: The fiscal year, the membership year, and the operating year of the Chapter shall be January 1 to December 31 during which at least one technical meeting shall be held.</p> | <p style="text-align: center;"><u>Section 2</u></p> <p>This fiscal year is a <u>must for new chapters</u>. Existing chapters are encouraged to use this fiscal year.</p> |
| <p><u>Section 3</u> <u>Meetings</u>: Board meetings may be called by the Chapter Chair by notifying the members of the Board. The Board shall designate the dates for the general business (not mentioned above) and technical meetings and the Secretary shall give written notices thereof.</p> | |
| <p><u>Section 4</u> <u>Quorum</u>: Fifteen (15) active members shall constitute a quorum for any general business or special meeting. Five (5) members of the Board shall constitute a quorum for a meeting of the Board.</p> | <p style="text-align: center;"><u>Section 4</u></p> <p>It is up to each Chapter to determine the numbers that constitute a quorum. However, a provision for what constitutes a quorum is a <u>must</u>.</p> |
| <p><u>Section 5</u> <u>Voting</u>: Only members of the Chapter are entitled to vote. Unless otherwise provided, a majority vote of the members present and voting shall rule.</p> | <p style="text-align: center;"><u>Sections 5 & 6</u></p> <p>Each should describe whether the votes will be at a business meeting or by ballot. Language suggested is for a business meeting.</p> |
| <p><u>Section 6</u> <u>Elections</u>: The Nominating Committee shall prepare a list of nominees for Officers and Directors, obtain their acceptance and present the slate at the business meeting when elections are scheduled. Additional nominations may be made from the floor. The nominees shall reflect employment and geographic representation to ensure a broad and fair administration of the business of the Chapter. The new Officers and</p> | |

Directors will assume their duties at the beginning of the fiscal year.

Section 7 Rules of Order: Unless otherwise provided, "Robert's Rules of Order" shall govern the procedure for all meetings.

Section 8 Chapter members shall pay Section dues and shall be entitled to all privileges of Section membership.

Sections 8 & 9
Both sections are at the discretion of the Section. However, whether there is a financial commitment by the Chapter should be spelled out.

Section 9 No financial commitment by any Chapter shall be binding upon the Section.

ARTICLE VIII

AMENDMENTS

Section 1 Any member may propose an amendment of the Bylaws to the Board. Before the amendment can be submitted for consideration of the membership, it must be approved by the Board or bear the written endorsement of at least twenty-five (25) members.

Section 1
The Chapter can set the number of members for endorsement.

Section 2 The Board shall promptly submit to the membership any proposed amendment approved or endorsed as provided in Section 1. Notice of any proposed amendment, a notice of the business meeting at which the amendment is to be considered, and official ballot, and a proxy form shall be mailed or e-mailed to each voting member, at such address as appears in the records of the Association. The Secretary shall mail the documents not less than forty-five (45) days prior to the business meeting at which the amendment is to be considered.

Section 2
Again, it is up to the Chapter to determine whether the vote will be by ballot (mail or e-mail) or at a business meeting. If voting is by mail in ballot, the bylaws should state how long balloting lasts, e.g. 45 days.

Section 3 Adoption shall require affirmation by two-thirds of the votes cast at a regular business meeting for which due notice has been given. Unless otherwise noted in the amendment, amendments shall become effective immediately upon adoption by such two-thirds majority vote.

Section 4 Within 90 days after amending the Chapter bylaws, the Secretary shall submit a copy of the amended bylaws to the Headquarters of the Association and to the Section.

Section 4
This section is a must.

Section 5 Any section of the bylaws or amendments adopted hereafter which conflict with the bylaws or policy of the Association are null and void.

Section 5
This section is a must.

ARTICLE IX

DISSOLUTION

In the event of dissolution of the Chapter, any remaining assets after discharge of all liabilities and obligations shall be transferred to the Association or a successor organization. No part of the net earnings of the organization shall inure to the benefit of any private shareholder or individual. Upon dissolution, if the Association is unable, unwilling or ineligible to receive assets, they will be distributed to one or more organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954. (In Canada, this reference is sub-paragraph 118-1(1)(a) of Revenue Canada Code.

Article IX

The US IRS requires that a non-profit's articles of organization contain instructions on how assets will be dispersed in case of dissolution. It is recommended to put them here as well.

MODEL BYLAWS FOR STUDENT CHAPTERS
(approved by Sections & Chapters Council January, 2005)

ARTICLE I

NAME AND AFFILIATION

1. The name of this Chapter shall be: _____ Student Chapter, and hereinafter referred to as the "Chapter." The Chapter shall maintain affiliation with the Air and Waste Management Association, hereinafter referred to as the "Association," as represented by the _____ Section and _____ Chapter, and the following university/college: _____.

ARTICLE II

LOCATION

1. The offices of the Chapter shall be located at _____,
_____, (School)
(Bldg.)
_____, _____, _____
(Street) (City) (State, Zip)

ARTICLE III

PURPOSES

1. To provide a common ground where students from various academic disciplines related to air and waste management can advance their understanding and progress of environmental management through an organized exchange of knowledge.
2. The Chapter shall endeavor to promote a better understanding of the scope and opportunities in air and waste management.
3. The Chapter shall present educational programs of general interest topics in the science of air and waste management and other related technological fields.
4. The Chapter shall promote professional relationship with the professionals in the air and waste management fields.
5. The Chapter shall encourage its members to participate in Association conferences, meetings and social events.

ARTICLE IV

COMPATIBILITY WITH ASSOCIATION

1. The Chapter's Bylaws shall not be in conflict with the Bylaws of the Association.
2. The Chapter shall not adopt any policy that is considered contrary to school policy.
3. The Chapter shall make no endorsement of individuals, actions, devices or achievements except in the interest of the public welfare.
4. The Chapter shall not affiliate with, nor shall it give assistance to, sales, political, trade or labor organizations.

ARTICLE V

MEMBERSHIP QUALIFICATION AND RIGHTS

1. Any person enrolled in an accredited college or university as a fulltime student, may become a student member of the Association. To qualify for Chapter membership, the student must be a student member of the Association
2. Student members of the Association may become members of an active Student Chapter
3. All members not in arrears for dues and otherwise in good standing may be present and participate in the discussion or proceedings of any regular, annual or specialty meeting of the Association membership, and may vote on all questions and in all elections at such meetings.

ARTICLE VI

DUES

1. The dues and payment shall be _____.
(to be filled in by the Chapter) (Are the dues charged in excess of the current 30.00 fee?)

ARTICLE VII

GOVERNMENT

1. These Bylaws shall govern the acts of the Chapter.
2. The officers of the Chapter shall be President, Vice President, Secretary, and Treasurer.
3. The business of the Chapter shall be conducted by the Executive Committee in conformity with these Bylaws.

4. General policies of the Chapter shall be controlled by the Executive Committee through its powers to initiate changes and amend the Bylaws, to establish budget policies, and to review the annual reports of the officers, including the determination of operating policies and control of Chapter property and funds.
5. The method of voting may be determined by the membership.
6. Each member shall be entitled to one vote on all questions submitted to the Chapter.
7. Robert's Rules of Order, Revised, where applicable, shall determine the conduct of business in all meetings of the Chapter and its governing bodies and committees, except where inconsistent with the Bylaws of the Chapter.

ARTICLE VIII

ELECTION OF OFFICERS AND STANDING COMMITTEES OF THE CHAPTER

1. Officers shall be elected at a regularly scheduled membership meeting, publicized at least one month in advance.
2. The term of office of each officer shall be

(to be filled in by Chapter)
3. The succession of officers during an incomplete term shall be as follows: Vice President, Secretary, and Treasurer may succeed to the next office in order of graduation or termination of the student in the next highest office. A temporary officer may be elected by the membership to any permanent office.

ARTICLE IX

FACULTY ADVISOR

1. The faculty advisor to the Chapter shall be elected by the Chapter. The advisor shall be a member in good standing of the Association.
2. In the event the Chapter advisor resigns or otherwise cannot serve, the Chapter Chair shall notify the Association immediately of said resignation and consult with the Association in the selection of a new advisor.

ARTICLE X

DUTIES OF OFFICERS AND STANDING COMMITTEES

1. The standing committees of the Chapter shall be the Executive Committee and the Program Committee.
2. The Chair shall preside over all Chapter meetings and shall serve as Chair of the Executive Committee.

3. The Vice Chair shall serve as Chair of the Program Committee and shall preside over Chapter meetings in the absence of the President.
4. It shall be the duty of the Secretary to keep minutes of all meetings, to notify the membership of all meetings and of other business conducted by the Chapter.
5. It shall be the duty of the Treasurer to be the custodian of all Chapter funds, to collect dues and make Chapter disbursements. He/She shall maintain accurate records of the finances of the Chapter and shall render an annual report or such other statements as the Executive Committee or the membership, by resolution, may require.
6. The Executive Committee of the Chapter shall consist of _____(#) members, including the officers of the Chapter, the Chapter Faculty Advisor, and the Chapter or Section Chair of the Association, or his/her duly appointed representative.
7. The Program Committee shall consist of the Vice Chair and _____(#) members appointed by the President and shall be responsible for developing Chapter programs

ARTICLE XI

AMENDMENT OF BYLAWS

1. Upon recommendation by the Executive Committee or upon petition signed by _____(#) members of the Chapter these Bylaws may be amended by the Chapter membership at a regular or special meeting called for that purpose. .
2. No Bylaws proposal shall be acted upon at any meeting of the membership unless _____(#) days prior written notice thereof shall be given to the membership.