MODEL CHAPTER BYLAWS (Version: CoMRA 2009)

BYLAWS Colonial Virginia CHAPTER
AMERICAN SOCIETY OF SAFETY PROFESSIONALS

Bylaws Adopted 03/01/2014

Bylaws Approved by the Area Director and Regional Vice President

(Region Director Signature) 6.2018

(Area Director Signature) (date)

6.2018

(Regional Vice President Signature) (date)

Chapter Chartered January 13, 1959

NOTE: In Regions where Areas have not been established, all functions and responsibilities of the Area Director and the Area Operating Committee revert to the Regional Vice President and the Regional Operating Committee respectively. In adapting these Model Bylaws for individual Chapter use, the Chapter should indicate either Area Director/Area Operating Committee, or Regional Vice President/Regional Operating Committee as appropriate.

ARTICLE I - NAME

Section 1. The name of this organization shall be the Colonial Virginia Chapter of the American Society of Safety Professionals.

Section 2. Hereinafter, the Colonial Virginia Chapter will be referred to as Chapter, and the American Society of Safety Professionals will be referred to as the Society.

ARTICLE II - PURPOSE

Section 1. The purpose of this Chapter will be to promote the advancement of the safety profession and safety professionals and development of its members in the geographical area served.

Section 2. In fulfilling its purposes, the Chapter shall have the following objectives within the geographical area:

a) To develop and promote educational programs for obtaining the knowledge required to perform the functions of a safety professional.

b) To develop and disseminate locally, information and materials that will carry out the purposes of the Chapter, the Society, and serve the public.
c) To provide and/or support forums for the interchange and acquisition of professional knowledge among its members.

d) To foster liaison with local organizations of related disciplines.

e) To inaugurate and implement programs and projects that are consistent with the purposes of the Chapter and the Society.

f) To conduct Chapter affairs in a manner that will reflect the standards, purposes and objectives of the Society.

ARTICLE III - MEMBERSHIP

Section 1. Membership in the Chapter is open to those individuals who are members of the Society in good standing and who are located within the Chapter's geographical area or request membership in it. All members of the Chapter shall be members of the Society.

Section 2. Membership is personal and not transferable.

Section 3. All Chapter members are eligible to vote on all matters submitted to the Chapter membership.

ARTICLE IV- ORGANIZATION

Section 1. The Chapter is a not-for-profit organization chartered by the Society for the purpose of carrying out the objectives of the Society in its geographical area. It shall operate in accordance with Society Bylaws.

Section 2. In order to maintain its Charter, the Chapter shall have a minimum of 25 active members. The Chapter is located in the North Area of Region VI, and the Chapter's geographical area is defined as follows:

Albemarle County (Batesville 22924, Charlottesvile 22901, 22909, 22911, Covesville 22931, Crozet 22932, Earlysville 22936, Esmont 22937, Free Union 22940, Greenwood 22943, Howardsville 24562, Ivy 22945, Keene 22946, Keswick 22947, North Garden 22959, Scottsville 24590, White Hall 22987),

Amelia County (Amelia Court House 23002, Jetersville 23083, Mannboro 23105),

Appomattox County (Appomattox 24522, Evergreen 23939, Pamplin 23958, Sprout Spring 24593),

Brunswick County (Alberta 23821, Brodnax 23920, Dolphin 23843, Ebony 23845, Freeman 23856, Gasburg 23857, Lawrenceville 23868, Meredithville 23873, Rawlings 23876, Valentines 23867, Warfield 23889, White Plains 23893),

Buckingham County (Arvonia 23004, Buckingham 23921, Dillwyn 23936, New Canton 23123),

Caroline County (Bowling Green 22427, Bowling Green 22428, Corbin 22446, Ladysmith 22501, Milford 22514, Port Royal 22535, Rappahannock Academy 22538, Ruther Glen 22546, Sparta 22552, Woodford 22580),

Charles City County (Charles City 23030, Ruthville 23147),

Charlotte County (Charlotte Court House 23923, Cullen 23934, Drakes Branch 23937, Keysville 23947, Phenix 23959, Randolph 23962, Red House 23963, Red Oak 23964, Saxe 23967, Wyliesburg 23976),
Chesterfield County (Chester 23831, Chester 23836, Chesterfield 23832, 23838, Midlothian 23112, Midlothian 23113, Moseley 23120, Richmond 23234, Richmond 23235, Richmond 23236, Richmond 23237, Richmond 23297),

Cumberland County (Cartersville 23027, Cumberland 23040),

Dinwiddie County (Ammon 23822, Carson 23830, Church Road 23833, Dewitt 23840, Dinwiddie 23841, Ford 23850, McKenney 23872, Sutherland 23885, Wilsons 23894),

Essex County (Caret 22436, Center Cross 22437, Champlain 22438, Dunnsville 22454, Hustle 22476, Laneview 22504, Loretto 22509, Miller's Tavern 23115, Tappahannock 22560),

Fluvanna County (Bremo Bluff 23022, Fork Union 23055, Kents Store 23084, Palmyra 22963, Troy 22974),

Goochland County (Beaumont 23014, Columbia 23038, Crozier 23039, Fife 23054, Goochland 23063, Gum Spring 23065, Hadensville 23084, Palmyra 22963, Troy 22974),

Greene County (Dyke 22935, Quinque 22965, Ruckersville 22973),

Greensville County (Jarratt 23867, Jarratt 23870, Skippers 23879),

Halifax County (Alton 24520, Clover 24534, Cluster Springs 24535, Crystal Hill 24539, Halifax 24558, Nathalie 24577, Republican Grove 24589, South Boston 24592, Vernon Hill 24597, Virgilina 24598),

Hanover County (Ashland 23005, Beaverdam 23015, Doswell 23047, Hanover 23069, Mechanicsville 23111, Mechanicsville 23116, Montpelier 23192, Rockville 23146, Studley 23162),

Henrico County (Glen Allen 23058, Glen Allen 23059, Glen Allen 23060, Highland Springs 23075, Richmond 23226, Richmond 23227, Richmond 23228, Regency 23229, Richmond 23230, Richmond 23231, Ridge 23233, Richmond 23242, Richmond 23250, Richmond 23255, Henrico 23280, Richmond 23288, Richmond 23289, Richmond 23294, Sandston 23150),

King & Queen County (Bruington 23023, K&Q Court House 23085, Little Plymouth 23091, Mascot 23108, Mattaponi 23110, Newtown 23126, Saint Stephens Church 23148, Shacklefords 23156, Stevenville 23161, Walkerton 23177),

Lancaster County (Irvinton 22480, Kilmarnock 22482, Lancaster 22503, Lively 22507, Merry Point 22513, Mollusk 22517, Marattico 22523, Nuttsville 22528, Weems 22576, White Stone 22578),

Louisa County (Bumpass 23024, Louisa 23093, Mineral 23117, Trevilians 23170),

Lunenburg County (Dundas 23938, Fort Mitchell 23941, Kenbridge 23944, Lunenburg 23952, Victoria 23974),

Madison County (Aroda 22709, Banco 22711, Brightwood 22715, Etlan 22719, Graves Mill 22721, Haywood 22722, Hood 22723, Leon 22725, Locust Dale 22948, Madison 22951, Woodville 22957, Madison 22958, Madison 22960),
22727, Madison Mills 22953, Oakpark 22730, Pratts 22731, Radiant 22732, Rochelle 22738, Syria 22743, Wolftown 22748, Woodberry Forest 22989),

Mecklenburg County (Baskerville 23915, Boydton 23917, Bracey 23919, Buffalo Junction 24529, Chase City 23924, Clarksville 23927, La Crosse 23950, Nelson 24580, Skipwith 23968, South Hill 23970),

Middlesex County (Christchurch 23031, Church View 23032, Deltaville 23043, Hardyville 23070, Hartfield, 23071, Jamaica 23079, Locust Hill 23092, Saluda 23149, Topping 23169, Urbanna 23175, Wake 23176, Water View 23180),

New Kent County (Barhamsville 23011, Lanexa 23089, New Kent 23124, Providence Forge 23140, Quinton 23141),

Northumberland County (Burgess 22432, Callao 22435, Edwardsville 22456, Heathsville 22473, Lotsburg 22511, Ophelia 22530, Reedville 22539, Wicomico Church 22579),

Nottoway County (Blackstone 23824, Burkeville 23922, Crewe 23930, Nottoway 23955),

Orange County (Barboursville 22923, Burr Hill 22433, Gordonsville 22942, Locust Grove 22508, Montpelier Station 22957, Orange 22960, Rhoadesville 22542, Somerset 22972, Unionville 22567),

Powhatan County (Macon 23101, Powhatan 23139),

Prince Edward County (Farmville 23901, Green Bay 23942, Hampden-Sydney 23943, Meherrin 23954, Prospect 23960, Rice, 23966),

Prince George County (Disputanta 23842, Fort Lee 23801, Prince George 23875),

Richmond County (Farnham 22460, Haynesville 22472, Richmond 23266, Sharps 22548, Village 22570, Warsaw 22572),

Spotsylvania County: (Fredericksburg 22407, Fredericksburg 22408, Partlow 22534, Spotsylvania 22553, Thornburg 22565),

Sussex County (Stony Creek 23882, Sussex 23884, Wakefield: 23888, Waverly 23890, 23891, Yale 23897),

Westmoreland County (Coles Point 22442, Colonial Beach 22443, Hague 22469, Kinsale 22488, Montross 22520, Mount Holly 22524, Oldhams 22529, Sandy Point 22577, Stratford 22558, Zacata 22581);

and the Individual Localities and Zip Codes for the:

City of Charlottesville (22902, 22903, 22905, 22906, 22907, 22908, 22910),

City of Colonial Heights (23834),

City of Emporia (23847),

City of Hopewell (23860),

City of Petersburg (23803, 23804, 23805, 23806),
City of Richmond (23218, 23219, 23220, 23221, 23222, 23223, 23224, 23225, 23226, 23240, 23241, 23260, 23261, 23269, 23270, 23272, 23273, 23274, 23275, 23276, 23278, 23279, 23282, 23284, 23285, 23286, 23290, 23291, 23292, 23293, 23298), University of Richmond (23173)

Section 4. An Executive Committee shall be responsible for the operation and management of the Chapter. It shall be responsible for the supervision and care of all property, have full authority to commit the Chapter to action in consonance with resolutions adopted at meetings of the Chapter, and may cooperate with other organizations on such basis that will not impair the ability of the Chapter to pursue its purposes independently.

Section 5. The Executive Committee shall consist of the Elected Officers, and Membership Chair, Program Chair, and Communications Chair.

Section 6. Each major objective as listed in Article II, Section 2 of these Bylaws shall be under the supervision of either a Chapter officer or an appointed Committee Chairperson.

Section 7. The Chapter President is the voting representative for the Chapter at the Area Operating Committee or Regional Operating Committee meetings. A Professional Member or Member who is an elected officer of the Chapter may serve instead of the President if so designated in writing to the Area Director or Regional Vice President.

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

Section 9. The Chapter activity year shall be from July 1 to June 30.

ARTICLE V- OFFICERS

Section 1. Elected officers of the Chapter shall be:

a) President

b) President-Elect (and/or Vice President(s) and/or First Vice President)

c) Secretary

d) Treasurer

e) Delegate(s) to the Society House of Delegates

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

Section 3. The President shall:

a) Preside at regular and special meetings of the Chapter Executive Committee and the membership.

b) Represent the Chapter at meetings of other organizations where official representation of the Chapter is desirable.

c) Be a representative for the Chapter at the Area Operating Committee or Regional Operating Committee meetings.
d) Provide leadership for programs and activities for the Chapter during the term of office.

e) Appoint such committees as are necessary to implement the objectives of the Chapter.

f) Submit a completed Chapter Stars application to the Area Director or Regional Vice President and Society Headquarters by August 15.

g) Submit the names of Chapter officers and delegate(s) elected for the ensuing year annually by May 31 to the Area Director, the Regional Vice President and Society Headquarters.

Section 4. The President-Elect (or Vice President or First Vice President) shall:

a) Succeed to the office of the President and carry out its duties if the President is unable to serve.

b) Assume responsibilities for the work of Committees as assigned by the President.

Section 5. The Secretary shall:

a) Maintain Chapter records and correspondence.

b) Record and distribute minutes of Chapter meetings and Chapter Executive Committee meetings.

c) Notify Chapter members about meetings.

d) Retain Custody of the Chapter Charter.

e) Assume the duties of the Treasurer as necessary.

Section 6. The Treasurer shall:

a) Maintain all financial records of the Chapter.

b) Supervise the receipt and disbursement of funds as directed by the Chapter Executive Committee.

c) Maintain Chapter funds in a depository approved by the Chapter Executive Committee.

d) Submit a completed Chapter Dues Report by March 1 and to Society Headquarters.

e) Complete the Chapter’s audited income & expense statement and any IRS tax documents for the fiscal year ending March 31. Transmit fiscal report and any tax documents on or before May 31 to Society Headquarters.

f) Assume the duties of the Secretary as necessary.

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

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

ARTICLE VI- NOMINATION AND ELECTION OF OFFICERS

Section 1. The most recent immediate Past President available to serve shall be the Chairperson of the Nominations & Elections Committee. The Committee, including the Chairperson, will consist of no less than three (3) nor more than (5) members. One member shall be selected by the current Chapter President and the balance by the Committee Chairperson. Officers serving in positions that succeed to the next chapter officer level may serve on the Nominations & Elections Committee. Newly nominated candidates and candidates for non-succeeding officer positions may not serve on the Nominations & Elections Committee.

Selection of the Committee Members shall be completed no later than the first Executive Committee meeting of each calendar year and duly recorded. The full final Nominations & Elections Committee must approve the slate of officer candidates.

Section 2. The Nominations & Elections Committee shall select qualified candidates for all elective offices. Candidates’ names and qualifications shall be published and distributed to the Chapter membership at least 60 days in advance of the election.

Section 3. Chapter members may submit a signed petition nominating an individual for elective office. The petition will require 10 signatures to be valid. The petition shall be accompanied by a written acceptance by the nominee(s) and shall be submitted to the Chairperson of the Nominations & Elections Committee 30 days in advance of the election. The names and qualifications of such nominees shall be published and distributed to the membership at least 15 days prior to the election.

Section 4. The term of elected Chapter officers shall be July 1 to June 30.

Section 5. Election of officers for the ensuing year shall be held at the May meeting in attendance of a quorum. If there is more than one candidate for any office, election shall be by secret ballot (written or electronic). If there is only one candidate for an office, election may be by voice vote.

Section 6. In the event a quorum is not present at the meeting a special mail or electronic ballot will be sent to the Chapter Members and a return of at least 40 votes or 20% of the Chapter membership is required. The ballot process should take less than 30 days with at least 15 days as a minimal period for response from the members and shall provide for an anonymous voter response.

Section 7. Removal of elected Chapter officers shall be by a 2/3 vote of the Elected Chapter officers at any regular or special board meeting at which a quorum of the board is present or by Chapter members at any regular or special meeting at which a quorum of the chapter is present. Upon presentation of a signed petition from 10 voting members of the Chapter, the Chapter Executive Committee shall be obligated to review the validity of the petition and investigate the circumstances. Committee Chairpersons appointed by elected officers or the Chapter Executive Committee may be removed by the officer on the Executive Committee who appointed them.

Section 8. Vacancies in elected Chapter offices shall be filled by the succession designated in the various officer descriptions. If no succession is designated, or the designated successor declines to accept the position, the position shall be filled in the way specified below, according to the position and timing of the vacancy.
a) Should a vacancy occur in any elected office, including Secretary, Treasurer, Secretary/Treasurer or any others, (Chapters are encouraged to designate specific elected positions), except President or President-Elect, the President shall appoint, with the approval of the Chapter Executive Committee, an eligible member (see Article V, Section 2) to fill the unexpired term of office, giving special consideration to current committee Chairpersons and experienced Chapter leaders who have recently completed their terms of office.

b) Should a vacancy occur early in the term, in the office of:

1) President, the President-Elect shall succeed to the Presidency. If the President-Elect declines the position, a past President may serve as President for this term upon the approval of the Executive Committee. Otherwise, a special election as specified in b.2 of this section will be considered for filling the seat of President. The President-elect or a special Nominations & Elections committee appointed by the Chapter Executive Committee will be responsible for completing the special election.

2) President-Elect, the President shall:

   (a) Appoint a special Nominations & Elections Committee.

   (b) Publish notification of the election and the slated nominees for office at least 15 days in advance of the Chapter meeting at which the election is to be held.

   (c) Receive at the Chapter meeting any additional nominating petitions as may be rendered, and signed by the number of members specified in Article VI, Section 3.

   (d) Conduct a voice vote at the Chapter meeting if there is only one nominee, and a written ballot if there is more than one nominee for office.

   (e) Ensure that the elected candidate assumes office immediately upon election.

NOTE: This would also apply if the person succeeding to the Presidency did not wish to complete both the remainder of the current term and the term for which he was originally elected.

c) Should a vacancy occur at mid-term or later, in the office of:

1) President, the President-Elect shall serve the unexpired term of the President in addition to the term for which he was originally elected.

2) President-Elect, if it is not an operational hardship for the Chapter, the position may remain vacant until the next election is conducted. If it is operationally necessary for the Chapter to have a President-Elect, then the position should be filled as noted in this Article and Section, paragraph b) 2).

Section 9. Vacancies in appointed offices shall be filled for their unexpired term by appointees of the President then in office, with the approval of the Chapter Executive Committee.

Section 10. Inability to serve: If after the election, but prior to taking office, an officer is unable to serve for any reason, the vacancy shall be filled in the manner set forth in this Article.
ARTICLE VII - SECTIONS

Section 1. Sections may be formed by Chapters to serve 10 or more dues-paying (or emeritus) Chapter members whose geographical location, within the Chapter area, constitutes an inconvenience to participate in Chapter affairs, and whose number is insufficient to permit formation of a new Chapter. The Section shall operate in accordance with Society and Chapter Bylaws.

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

a) The petition should outline:

1. Name of the Section.
2. Territory the Section will encompass.
3. Number of members currently in the territory.
4. Plans for meetings to be held and the nature of the program.
5. Justification for the creation of the Section.
6. Any dues arrangements between the Chapter and the Section.
7. Submit a copy of Section Bylaws (See Model Section Bylaws)

b) Sections must meet the approval of the Chapter’s Executive Committee, the Area Operating Committee and the Regional Operating Committee.

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

a) The Chairperson shall be a Professional Member or Member. The Chairperson of an authorized Section shall be invited to attend all meetings of the Chapter Executive Committee, and shall attend at least two, as a non-voting participant.

b) By April 30 of each Chapter year, the Section Chairperson shall submit a summary report of Section activities and a financial report to the Chapter President and the Area Director or Regional Vice President.

c) The Section Secretary/Treasurer shall keep records of meetings, sending copies to the Chapter Secretary; notify members of meetings; retain the Section Charter; maintain such financial records as are necessary and keep the Chapter Officers informed of the Section’s financial status. The Chapter shall remit at least 30% of Chapter dues of Section members to the Section for its use.

d) The Chairperson of the Section shall appoint a Nominations & Elections Committee annually to select nominees for the offices of Chairperson and Secretary/Treasurer for the year beginning July 1. Both officers’ terms shall be for one year beginning July 1. Election of these officers shall be held at a Section meeting prior to July 1.

e) If the Section ceases to function as a viable organization, the Chapter Executive Committee, after investigation, may recommend its dissolution to the Area Operating Committee and/or Regional Operating Committee, and any funds in the Section Treasury shall be remitted to the Chapter for Chapter use.

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

Section 1 11. Each member, except Students, EmeriEach member, except Students, Emeritus and Honorary Members, shall be assessed annual Chapter dues as determined by Chapter members, in addition to Society dues.

Section 2. All Society and Chapter dues shall be paid annually in advance by the anniversary of each member’s election date.

Section 3. Chapter dues shall be determined by vote of the Chapter membership at any regular or special meeting where a quorum is present. All Chapter members shall be notified at least 30 days in advance regarding dues proposals.

ARTICLE IX - MEETINGS

Section 1. Chapters shall meet at least six times per year and four of the meetings shall be technical meetings. Technical meetings are those that define or discuss methods, procedures, systems, devices and/or standards toward the reduction, control or elimination of hazardous exposures to people, property or the environment, and which foster the technical, scientific, and managerial knowledge and skills of attendees.

Section 2. Special meetings of members may be called by the Chapter Executive Committee. The notice calling such a meeting shall state the purpose of the meeting; such notice to be sent to each member at least two weeks in advance.

Section 3. A majority of the Executive Committee present at a board meeting shall constitute a quorum. 15 Chapter members and at least one elected member of the Chapter Executive Committee shall constitute a quorum at any regular or special Chapter meeting. In the event the Chapter does not attain a quorum at the next Chapter meeting, an e-vote may be sent to the Chapter to approve by-law amendments.

Section 4. The latest edition of Robert's Rules of Order Newly Revised shall govern the transaction of business at all meetings of the Chapter unless otherwise provided in these Bylaws.

Section 5. Executive Committee meetings shall be conducted at least six times per year and the Chapter President will preside over the meeting. These meetings are necessary for managing the chapter including finance reports, strategic plans, governmental affairs, membership growth and other business items needed to manage the Chapter successfully.

ARTICLE X - MISCELLANEOUS

Section 1. The Chapter may be dissolved by Chapter members in the following manner:

a) A resolution to dissolve the Chapter shall be acted upon at a meeting of the Chapter Executive Committee. The resolution shall set forth the reasons for dissolution.

b) Within 30 days following the Chapter Executive Committee action, a mail or email ballot shall be sent to all Chapter members setting forth the reasons for the dissolution. Thirty (30) days after the ballots are mailed, they shall be counted by the Chapter Executive Committee. A two-thirds (2/3) vote is required for approval of the action.

c) Upon the adoption of the resolution to dissolve, the officers shall carry out the dissolution of the Chapter in conformance with applicable laws and Society Bylaws.

Section 2. If a Chapter Executive Committee no longer exists or conditions preempt the implementation of the preceding Section, a Chapter member may make a recommendation for dissolving a Chapter to the Regional Vice President and Area Director for their review. Upon the approval of the Area Operating Committee and the Regional Operating Committee, the recommendation will be forwarded to the Society Board of Directors.
Section 3. The Society Board of Directors may dissolve the Chapter after failure of the Chapter to conform to minimum Society requirements for activities or upon performance of actions contrary or detrimental to the Society and after a reasonable probation period. Upon notice, the Chapter officers shall carry out the dissolution of the Chapter.

Section 4. The official Society symbol may be used by the Chapter on correspondence, publications and other official documents, in accordance with the provisions for use and reproduction in the Society Bylaws.

Section 5. Any fund-raising projects or activities shall be limited to those activities that are consistent with the purpose of the Society and the Chapter.

Section 6. Chapter officers shall assure retention of needed Chapter and membership records by adhering to the following record retention periods. Officers having charge of these records are authorized to dispose of the records at the end of the required retention period.

a) Minutes of meetings - permanently, (recommended by Society auditors). b) Correspondence- two years following completion of the Chapter year. c) Financial Records - seven years following completion of the Chapter year.

ARTICLE XI - AMENDMENTS

Section 1. Amendments to these Bylaws may be proposed by the Chapter Executive Committee or by 15 Chapter Professional Members and/or Members. Amendments proposed by the latter shall be presented to the Chapter Executive Committee.

Section 2. The Chapter Executive Committee shall publish any proposed amendments to the membership at least 30 days in advance of the meeting at which action will be taken.

Section 3. Amendments shall be voted on at a regular or special Chapter meeting at which action will be taken if a quorum is present. A two-thirds (2/3) affirmative vote is required for approval. In the event the Chapter does not attain a quorum at the next Chapter meeting, an e-ballot may be sent to the Chapter to approve by-law amendments.

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

Approved by the Board of Directors, October 1983,