

BYLAWS

GENESEE VALLEY CHAPTER AMERICAN SOCIETY OF SAFETY PROFESSIONALS

Bylaws Revised August 2022

Bylaws Approved by the Empire Area Director and Regional Vice President

Region Vice President *Edward L Zimmer*
Edward L Zimmer (Feb 16, 2023 13:17 EST)

Empire Area Director *Gregory J. Devlin*
Gregory J. Devlin (Feb 21, 2023 19:40 EST)

Chapter Chartered March 1953

American Society of Safety Professionals
Genesee Valley Chapter Bylaws

I Article I-Name

Section 1: The name of this organization shall be the Genesee Valley Chapters (GVC) of the American Society of Safety Professionals (ASSP).

Section 2: Hereinafter, the Genesee Valley Chapter will be referred to as the Chapter and the American Society of Safety Professionals will be referred to as the Society.

I 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/or 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 such other programs and projects that are consistent with purposes of the Chapter and the Society.
- f) To conduct its affairs in a manner that will reflect the standards, purposes and objectives of the Society.

I 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 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 twenty-five (25) active members.
- Section 3: The Chapter is located in the Empire State Area of Region VIII and the Chapter's geographical area is defined as follows: Monroe, Wayne, Ontario, Yates, Steuben, Orleans, Livingston, Genesee, Wyoming and Allegheny Counties of the State of New York.
- Section 4: There shall be an Executive Committee responsible for the operation and management of the Chapter. It shall be responsible for the supervision and care off 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 bases that will not impair the ability of the Chapter to pursue its purposed independently.
- Section 5: A majority of the Executive Committee present at a meeting shall constitute a quorum.
- Section 6: The Executive Committee shall consist of the Elected Officers, Advisory Group Member(s) on the ASSP Advisory Group, an Area Operating Committee Representative, the Immediate Past-President and all appointed committee chairperson/co-chairpersons as listed in the Chapter roster.
- Section 7: Each major objective as listed in Article II, Section 2 of these Bylaws shall be under the supervision of either the Chapter officer or an appointed Committee Chairperson.
- Section 8: 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 elected by the Chapter may serve instead of the President if so designated in writing to the Area Direction or Regional Vice President.
- Section 9: Chapter officers and Advisory Group Member(s) on the ASSP Advisory Group shall be elected by members of the Chapter.
- Section 10: The Chapter activity year shall be from July 1 to June 30.

Article V – Officers

- Section I: **Elected officers** of the Chapter shall be:
- a) President
 - b) President Elect

- c) Vice President
- d) Secretary
- e) Treasurer
- f) Advisory Group Member on the ASSP Advisory Group

Section 2: Each **Chapter officer** shall be a Society member for one (1) 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, Vice President or Advisory Group Member on the ASSP Advisory Group .

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 the office.
- e) Appoint such committees as are necessary to implement the objectives of the Chapter.
- f) Submit a completed Chapter Stars report to the Area Director and Society Headquarters by August 15. If the Chapter opts to compete for the Chapter of the Year, submit the Chapter's "Chapter of the Year" petition to the Area Director and Society Headquarters by August 15.
- g) Submit the names of Chapter officers and advisory group member(s) elected for the ensuing year annually by May 31 to the Area Director, Regional Vice President and Society Headquarters.

Section 4: The **President Elect** shall:

- a) Succeed to the office of the President and carry out its duties if the President is unable to serve.
- b) Be responsible for the functions of the following committees; the chairperson of each committee shall be appointed by the Chapter officers as deemed necessary.
 - Program Chairperson
 - House/Social Chairperson
 - Newsletter Chairperson
 - Genesee Valley Safety Conference
 - Governmental Affairs
- c) Appoint the Chapter's Financial Audit Committee by April 01 each

year. Section 5: The **Vice President** shall:

- a) Succeed to the office of the President Elect and carry out its duties if the President Elect is unable to serve.
- b) Be responsible for the functions of the following committees; the chairperson of each committee shall be appointed by the Chapter officers as deemed necessary.
 - Historian
 - Publicity Chairperson (ASSP Display)
 - Membership Chairperson
 - Nomination Chairperson
 - Technical Education Chairperson
 - Engineering Chairperson

Section 6: The **Secretary shall:**

- a) Succeed to the office of Vice President and carry out their duties if the Vice President is unable to serve.
- b) Maintain Chapter records and correspondence.
- c) Record and distribute minutes of Chapter meetings and Chapter Executive Committee meetings.
- d) Notify Chapter members of meetings. This may be done via the Chapter newsletter.
- e) Assume the duties of the Treasurer as necessary.
- f) Retain custody of the Chapter Charter.

Section 7: 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) By May 31⁵¹, transmit Society Headquarters and the Empire State Area Director the audited income and expense statement for the fiscal year ending March 31⁵¹ and submit to the IRS any required tax documents.
- e) Complete the Chapter's audited income & expense statement for the fiscal year ending March 31. Transmit fiscal report on or before May 31 to Society Headquarters. IRS forms must be submitted to the IRS and Society Headquarters by August 15.

Section 8: The Advisory Group Member(s) on the ASSP Advisory Group shall:

- a) Operate in accordance with Advisory Group Operating Procedures and Society Bylaws.
- b) Actively discuss and provide input on issues/topics to the Board of Directors.
- c) Transmit the Chapter's option and views on Society activities.
- d) Advisory Group Member(s) on the ASSP Advisory Group may be re-elected; however, they shall not serve for more than three (3) years (one and one-half

term) as stipulated in the Society Bylaws.

Article VI – Nomination and Election of Officers

Section 1: Any member or the most recent immediate Past President available to serve shall be the chairperson of the Nominating Committee. The Committee, including the Chairperson, will consist of no less than three (3) or more than five (5) members preferably past Presidents. One member shall be selected by the current Chapter President and the balance by the Committee Chairperson. The current Chapter President shall not be a member of the Nominating Committee.

Members of the Committee that are chosen to run for an office shall resign from the Committee and be replaced with non-candidate members appointed by the same officer who initially appointed the resigned member. This exclusion does not apply to any President Elect who is unopposed and may be a member of the Committee. The slate of officer candidates must be approved by the full final sitting Committee.

Selection of the Committee Members shall be completed no later than the first Executive Committee meeting each calendar year. The names of the Committee Members shall be publicized prior to the December meeting.

Section 2: The Nominating 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: Any Genesee Valley Chapter Professional Member(s) or Member(s) may submit a signed petition nominating one or more individuals for elective office. The petition shall be accompanied by a written acceptance by the nominee(s) and shall be submitted to the Chairperson of the Nominating Committee thirty (30) days in advance of the election. The names and qualifications of such nominees shall be published and distributed to the membership at least fifteen (15) days prior to the election.

Section 4: The term of elected Chapter officer shall be for one (1) year beginning July 1.

Section 5: Election of officers for ensuing year shall be held at the April meeting. 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 of the membership or by the Chapter Secretary casting the unanimous ballot in accordance with Robert's Rules of Order.

Section 6: Removal of elected Chapter officers shall be by vote of Chapter members at any regular or special meeting upon presentation of a signed petition from either the Chapter Executive Committee or twenty-five (25) voting members of the Chapter. Notification of such meeting shall be mailed to each member at least thirty (30) days in advance of the date of the meeting. 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 7: 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, or any others, except President, 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 the 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.
 2. President Elect, the President shall:
 - a) Appoint a special Nominating Committee.
 - b) Publish notification of the election and the slated nominees for office at least fifteen (15) days in advance of the Chapter meeting at which the election is to be held.
 - c) Receive at the Chapter meeting any additional nomination petitions as may be rendered and signed by the member of Professional Members and 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) The successful candidate shall assume office immediately on election.
- 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/she original elected.
 2. **Vice President**, 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 Vice President, then the position should be filed as noted in this Article and Section, paragraph b) 2).

Section 8: 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 9: Inability to Serve: if after 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.

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.

Article VII - Sections

Section 1: Sections may be formed by this Chapter to serve ten (10) or more dues-paying 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.

Section 2: The group must petition the Chapter Executive Committee to form a Section of the Chapter, subject to approval of the Empire State Area Operating Committee (Regional Operation Committee).

- 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
- b) The Section shall operate in accordance with Society and Chapter Bylaws.
- c) Sections upon approval by the Area Operating Committee shall elect a Chairperson and a Secretary/Treasurer and must abide by the Bylaws of the Chapter. The Chairperson shall be a Professional Member or Member. The Chairperson of the 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.
- d) 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 Area Director.
- e) The Section Secretary/Treasurer shall keep records of meetings, send copies to the Chapter Secretary; notify members of meetings; 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.
- f) The Chairperson of the Section shall appoint a Nominating 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 (1) year beginning July 1. Election of these officers shall be held at the Section meeting prior to July 1.
- g) If the Section ceases to function as a viable organization, the Chapter Executive Committee, after investigation, may recommend its dissolution to the Area Operation Committee (Regional Operation Committee) and any funds in the Section Treasury shall be remitted to the Chapter for Chapter use.
- h) Student Members attending an educational institution may join together to form a Student Section of the Chapter within whose boundary the institution lies. (Refer to Student Section Bylaws for the Society.)

Article VIII -Dues

Section 1: Each member (except Students, Emeritus and Honorary Members) shall be assessed annual Chapter dues as determined by Chapter members. in additional 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 thirty (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 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 (2) weeks in advance.

Section 3: Ten (10) active members in good standing shall constitute a quorum at any regular or special meeting.

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 financial 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 thirty (30) days following the Chapter Executive Committee action, a mail 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: The Chapter may be dissolved by the Society Board of Directors after failure of the Chapter to conform to *minimum* society requirements for activities or upon

performance of actions contrary to or detrimental to the Society and after the responsible probation period. Upon notice, the officers shall carry out the dissolution of the Chapter.

Section 3: 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 4: Any fund-raising projects or activities shall be limited to those activities which are consistent with the purpose of the Society and the Chapter.

Section 5: 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 (2) years following completion of the Chapter year.

c) **Financial Records**- five (5) 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 any Genesee Valley Chapter Professional Member(s) and/or Member(s). Amendments proposed by the later shall be presented to the Chapter Executive Committee:

Section 2: The Chapter Executive Committee shall publish any proposed amendments to the membership at least thirty (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.

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

Section 5: Official interpretation of these Bylaws should be made by the Executive Committee with concurrence from the Society Headquarters, when necessary.