BYLAWS OF THE PHILADELPHIA SECTION
OF THE
AMERICAN CHEMICAL SOCIETY
Revised May 23, 1996

BYLAW I
Name and Territory

Section 1. The name of this corporation shall be "Philadelphia Section of the American Chemical Society, Inc.," (hereinafter referred to as “the Section”) of the American Chemical Society (hereinafter referred to as “the SOCIETY”). The Section shall be incorporated as a nonprofit organization in the Commonwealth of Pennsylvania.

Sec. 2. The territory of the Section shall be that assigned by the SOCIETY.

BYLAW II
Objects

Section 1. The objects of the Section shall be those of the SOCIETY as stated in the Constitution of the SOCIETY.

Sec. 2. Nothing in these bylaws shall be inconsistent with the Charter, Constitution and Bylaws of the SOCIETY.

BYLAW III
Members and Affiliates

Section 1. MEMBERS AND ASSOCIATE MEMBERS
All MEMBERS AND ASSOCIATE MEMBERS of the SOCIETY who are assigned to the Section shall constitute the membership of the Section. Exceptions to this rule shall be made in conformity with the Constitution and Bylaws of the SOCIETY.

Sec. 2. National Affiliates
National Affiliates, as defined in the Bylaws of the SOCIETY, shall not be entitled to vote or hold elective office but shall be entitled to participate in all other activities of the Section. National Affiliates may be assessed such voluntary yearly Section dues as the Board of Directors may determine but not less than the minimum Section Dues.

Sec. 3. Local Section Affiliates
(a) Persons who are not MEMBERS, ASSOCIATE MEMBERS or National Affiliates of the SOCIETY may become Local Section Affiliates. Local Section Affiliates shall not be entitled to vote or to hold elective office in the Section but shall be entitled to participate in all other activities of the Section. Application for enrollment as a Local Section Affiliate shall be considered for approval by the Board of Directors after endorsement by two Section members. Local Section
Affiliates shall pay such yearly Section dues as the Board of Directors may determine but not less than that stipulated by the SOCIETY.

(b) Any regularly matriculated student of a chemical science at a college or university in the territory of the Section may become a Local Section Affiliate and shall pay Section dues as the Board of Directors may determine but not less than that stipulated by the SOCIETY.

**BYLAW IV**

**Organization**

**Section 1. Elected Officials**

*(a) Qualifications of Elected Officials*

Elective officials described in these bylaws shall be elected from among the MEMBERS by the members of the Section.

*(b) Administrative Officials*

The administrative officers of the Section shall be a President who, for all purposes of these bylaws and otherwise, shall be known as Chair of the Section; a Vice-President who, for all purposes of these bylaws and otherwise, shall be known as Chair-Elect of the Section; a Secretary and a Treasurer.

The Chair-Elect shall take office on January 1 following election and shall hold office for one year or until a successor qualifies. The Chair-Elect shall succeed to the office of Chair on January 1 of the year following service as Chair-Elect. The Secretary and Treasurer shall take office on January 1 following their election and shall hold office for two years or until their successors qualify. The Secretary shall be elected in odd-numbered years and the Treasurer in even-numbered years.

*(c) The Board of Directors*

The Board of Directors of the Section shall consist of: the four elected officers of the Section and the immediate Past-Chair of the Section, all of whom shall be *ex-officio* members, and fifteen (15) elected Directors.

The Directors shall be elected in a manner to produce rotation, i.e., five Directors shall be elected each year; they shall take office on January 1 following election and shall serve for a term of three years or until their successors are duly elected and qualified.

If an elected Director becomes an officer of the Section, the term as elected Director shall expire when the term as officer begins.

At each meeting of the Board of Directors, the Secretary shall report the name of any Director who has been absent from the previous three regular meetings of the Board of Directors. If a majority of the Directors find no acceptable reason for these absences, that Director’s position shall be declared vacant and shall be filled as provided elsewhere in these bylaws.

*(d) Councilors and Alternate Councilors*

Councilors and Alternate Councilors, MEMBERS who represent the Section in the Council of the SOCIETY, shall be elected by the members of the Section in a manner to produce rotation. The number of Section Councilors and Alternate Councilors shall be determined in
accordance with the Bylaws of the SOCIETY.

Councilors and Alternate Councilors shall assume their duties on January 1 following their election and shall serve for a three-year term or until their successors have been elected and qualified.

A Section MEMBER may serve simultaneously as a Councilor or an Alternate Councilor and as an officer or Director.

Sec. 2. Committees, Special Boards, and Other Bodies

(a) Establishment of Standing or Special Committees

The Board of Directors may establish and dissolve such standing or special committees and other special bodies as it deems necessary for the functioning of the Section. The Chair of the Section may appoint ad hoc committees to carry out functions not within the purview of standing or special committees or boards established by the Board of Directors. Procedures for and responsibilities of standing committees, boards, and other bodies are given elsewhere in these bylaws and in the Section Work Manuals.

(b) Nominating Committee

No later than the November meeting of the Section, the Chair-Elect shall submit to the Board of Directors for approval the names of at least five members of the Section to serve as the Nominating Committee for a one-year term beginning the following January 1.

(c) Tellers Committee

The Tellers Committee shall consist of at least three members of the Section none of whom shall be a candidate for office. The chair of the Tellers Committee shall be appointed by the Section Chair subject to the approval of the Board of Directors. The Committee chair shall appoint the other members of the Committee subject to the approval of the Board of Directors.

(d) Publications Committee and Chair

No later than September of each year, the Chair-Elect shall appoint, subject to the approval of the Board of Directors, the Publications Chair. The Publications Chair shall hold office for one year beginning the following January 1.

The Publications Committee shall consist of the Publications Chair, the Editor-in-Chief of *The Catalyst*, the Business Manager, and such other members as the Publications Chair may appoint. The Chair-Elect of the Section may appoint one member of the Publications Committee.

(e) Awards Committee

Prior to January of each year, the Nominating Committee shall submit to the Board of Directors for approval, the names of at least two candidates for membership on the Awards Committee of the Section. This Committee shall consist of at least six appointed members, each of whom shall serve a term of three years. Committee members shall be appointed in a manner to produce rotation and shall take office on January 1 of the year following their appointment by the Board of Directors. The Chair-Elect of the Section shall serve as chair of the Awards Committee.

(f) Investment Board of Trustees
Prior to January 1 of each year, the Nominating Committee shall submit to the Board of Directors, for approval, the names of at least two candidates for membership on the Investment Board of Trustees, hereinafter referred to as the Investment Board. The two new appointees or re-appointees to the Investment Board shall take office on January 1 following their appointment and shall serve a term of three years. The six appointed members shall be chosen in a manner to produce rotation. The Treasurer of the Section and the Chair of the Finance, Budget and Audit Committee shall serve as ex officio members of the Investment Board. The Chair of the Investment Board shall be selected by vote of the members of the Investment Board prior to the January meeting of the Board of Directors.

(g) Council Affairs Committee

All Section Councilors and Alternate Councilors as of November 1 and members of the Section who are Division, Ex Officio, and Bylaw Councilors shall constitute the Council Affairs Committee of the Section. Each year prior to November 10, the incumbent chair of this Committee shall seek from the members of the Committee nominations for chair of this Committee for the succeeding calendar year. The chair shall poll members of the Committee for their vote on the candidates for chair and announce to the Committee members and the Chair of the Section, by December, the individual chosen to serve as chair of the Council Affairs Committee for the succeeding calendar year.

(h) Personnel Committee

This Committee shall consist of the current elected officers of the Section and the two most recent Past-Chairs of the Section. The current Chair of the Section shall serve as the chair of the Personnel Committee.

(i) Other Committees

On or before the November meeting of the Section, the Chair-Elect shall submit to the Board of Directors, for approval, the selection of chairs for other standing and special committees authorized by the Board of Directors. This submission shall include the names of the committee members selected by each committee chair. The chair and members of each standing and special committee shall serve a term of one year beginning the coming January 1.

Sec. 3. Topical Groups

Upon petition by members of the Section having a special interest in a particular field of chemical science, the Board of Directors may approve the formation of a Topical Group in that field. The Group must meet the requirements set by the Board of Directors. The Board of Directors may dissolve groups which no longer serve the needs of the Section.

Sec. 4. Subsections

The Board of Directors may approve the formation of Subsections for those members of the Section whose interests are related and who reside in a specific geographic area remote from the Section headquarters. Action to establish a Subsection shall be initiated by petition to the Board of Directors by at least twenty-five percent (25%) of the members residing in the specific area. The organization and functions of the Subsection shall be subject to approval by the Board of Directors. All activities of the Subsection shall be consistent with the bylaws of the Section and the Constitution and Bylaws of the SOCIETY. The charter of the Subsection may be terminated by a
three-fourths vote of the Board of Directors upon determination that the Subsection no longer serves the best interests of the Section.

Sec. 5. Staff
Subject to the approval of the Board of Directors, the Section may employ an Administrative Secretary and other staff as necessary on a part-time or full-time basis to carry out such functions as the Officers and the Board of Directors may assign.

BYLAW V
Conduct of Elections

Section 1. Nominations for Elective Offices
The Nominating Committee shall submit to the Board of Directors, at the April Board meeting, the following nominations after ascertaining that each candidate is willing to serve if elected:

(a) Chair-Elect
At least two candidates for Chair-Elect shall be selected unless it has been ascertained by the Board of Directors that the elected incumbent Chair-Elect cannot serve as Chair for the ensuing year, in which case there shall be at least three candidates possibly including the person appointed for the interim to carry on the duties of the office of Chair. Should it be necessary to fill both the office of Chair and the office of Chair-Elect, the candidate receiving the highest number of votes in the ensuing election shall be elected Chair, and the candidate receiving the second highest number of votes shall be elected Chair-Elect.

(b) Secretary and Treasurer
At least two candidates for the offices of Secretary or Treasurer, respectively, in alternate years as provided above.

(c) Directors
At least two candidates for each office of Director to be filled at the annual election. In the event a vacancy has occurred in an office of Director, which has been temporarily filled in accordance with the provisions of these bylaws, there shall be at least two candidates for each office to be filled for an unexpired term.
Cumulative voting, i.e., multiple votes for the same candidate that do not exceed the total number of votes allowed, shall be permitted only in balloting for Directors.

(d) Councilors and Alternate Councilors
In the common election of Councilors and Alternate Councilors, the number of candidates, who must be MEMBERS, shall total at least three (3) times the number of Councilors to be elected.

Sec. 2. Other Nominations
The Nominating Committee also shall nominate members for the Investment Board of Trustees and the Awards Committee for appointment by the Board of Directors as provided above.
Sec. 3. Nomination by Petition

Nominations for any office, except that of Chair, may be made by petition carrying the signatures of at least twenty (20) Section members. The petition must be forwarded to the Secretary of the Section prior to the May meeting of the Board of Directors and must be accompanied by a written statement from the nominee certifying a willingness to serve if elected.

Sec. 4. Election Procedures

Prior to the election, the Secretary of the Section shall arrange to distribute to the membership brief biographies and statements for each candidate for the office of Chair, Chair-Elect, Secretary or Treasurer, Director; and for Councilor, if they are received by the Secretary of the Section by the deadline announced by the Secretary at the May meeting of the Board of Directors. However, failure to distribute this information shall not invalidate an election. No later than September 1, the Secretary or an appropriate designee shall mail to each member of the Section an official ballot containing the names of all candidates arranged by lot. This ballot shall indicate how many are to be elected for each office or position. For Councilor and Alternate Councilor, members shall vote for no more than twice the number of Councilor vacancies to be filled.

The voting shall be by secret written ballot, and the ballots voted may be returned, by mail or delivered personally, to the Section Office, to the Secretary or to the Secretary's designee up to and including September 30 or the next business day thereafter if September 30 is not a business day; in extenuating circumstances the date for receipt of the ballots can be extended at the discretion of the Board of Directors. An extenuating circumstance is one beyond the control of the Philadelphia Section to implement the election procedure and is so agreed upon by two-thirds of the Board of Directors. The length of an extension shall not exceed the time between regular meetings of the Board. If subsequently there is a need to extend the time, the Board will repeat the above procedure for extending the time for the election mechanism.

The ballot voted shall be sealed, without voter identification, in a special envelope marked "Ballot." The special ballot envelope, bearing no identification, shall be enclosed in a larger envelope addressed to the Section Office and upon which shall be hand-inscribed the signature of the member voting; the larger envelope shall then be sealed and forwarded to the Secretary of the Section. Failure to sign the larger, outer envelope invalidates the ballot.

The Secretary of the Section, or an appropriate designee, shall compare the hand-inscribed name on the mailing envelope with the official list of members of the Section for all ballots received by the deadline. Ballot envelopes not hand-inscribed by an eligible voter shall be marked void. The Secretary shall have all of the ballots received delivered unopened to the Tellers Committee.

Sec. 5. Tellers Committee

The Tellers Committee shall canvass the vote. A written report of the results shall, without delay, be forwarded to the Board of Directors. The Secretary shall, after Board authorization, promptly communicate to all candidates the result of their candidacy and shall arrange for the prompt publication of the election results in The Catalyst.
Sec. 6. Election Results
(a) If no candidate for the office of Chair-Elect, Secretary or Treasurer receives a majority of the votes cast for that office, a run-off election between the two candidates receiving the greatest number of votes shall be completed no later than November 15 of the current year.
(b) Candidates for Director, Councilor or Alternate Councilor shall be declared elected in the order of the greatest number of votes received until all open positions have been filled; any tie vote shall be resolved by a vote of the incumbent Board of Directors.
(c) From the candidates for Councilor, the candidate who receives the highest number of votes shall be declared elected Councilor until all positions have been filled. Three-year terms of office shall be filled first followed by partial terms of office in order of decreasing length. From the remaining candidates, Alternate Councilors shall be declared elected by the same method.
(d) When a MEMBER elected to the position of Alternate Councilor is already an Alternate Councilor whose term has not expired, that MEMBER shall be declared as elected for the more recent term and a vacancy shall be declared for the current term of said Alternate Councilor which vacancy shall be filled as described below.

Sec. 7. Vacancies
(a) Any vacancy existing in any office except those of Director, Councilor or Alternate Councilor shall be filled by a majority vote of the Board of Directors for the unexpired term of such office. Vacancies among the Directors shall be filled by a majority vote of the remaining members of the Board of Directors and each member so selected shall hold office until the next annual election of the Section at which time the office shall be filled by election by the members of the Section in accordance with the general rules set forth in these bylaws for the unexpired term of office. The newly-elected Director who is to fill an unexpired term shall assume office at the first meeting of the Board of Directors following election. If a vacancy on the Board of Directors occurs during the last 20 months of the term of a member of the Board, the member selected by a majority of the remaining members of the Board of Directors shall hold office until the end of the vacated term.
(b) Vacancies in the position of Councilor or Alternate Councilor shall be filled by appointment by the Board of Directors until the next mail ballot election.

BYLAW VI
Duties of Section Officials,
Board of Directors
Special Boards and Committees

Section 1. Authority and Duties of Officers
(a) Chair
The Chair of the Section shall also be Chair of the Board of Directors and of the Personnel Committee. The Chair shall preside at all meetings of the Section and the Board of Directors; shall, without the necessity of obtaining the confirmation of the Board of Directors, appoint the chairs and members of such temporary committees, as distinguished from standing committees, as the Chair may deem advisable to assist in carrying out the functions of the Section. Temporary committees, called ad hoc committees, may be appointed to conduct business not already within the purview of any standing committee and shall be terminated at
the end of the term of the Chair by whom appointed. The Chair shall be an *ex-officio* member of all committees and shall perform all duties incident to the office of president of a nonprofit corporation and such other additional duties as may from time to time be assigned by the Board of Directors.

(b) Chair-Elect

The Chair-Elect of the Section shall perform the duties of the Chair during any period when the Chair is unable to serve. No later than the November meeting of the Board of Directors, the Chair-Elect shall submit for confirmation by the Board of Directors appointments for the chair of each of the standing committees of the Section for the ensuing year beginning January 1.

The Chair-Elect shall, by virtue of such office, serve as chair of the Program Committee of the Section. The Chair-Elect, acting on behalf of the Program Committee, shall collaborate with the chair of the University of Pennsylvania Department of Chemistry or the department chair’s designee, to select the Edgar Fahs Smith Memorial Lecturer no later than December 1. As chair of the Program Committee, the outgoing Chair-Elect, now Chair of the Section, shall present to the Board of Directors the Committee’s overall schedule for Section meetings for the year at the January Board meeting.

The Chair-Elect shall, by virtue of such office, serve as chair of the Awards Committee and shall announce that committee’s choice for the Philadelphia Section Award for the current year at the June meeting of the Board of Directors but in any event no later than June 22.

As chair of the Program Committee, the Chair-Elect shall be responsible for the Glenn E. Ullyot Lectureship Program.

(c) Secretary

The Secretary shall be responsible for the performance of the following duties:

1. Maintaining accurate and permanent records of the proceedings of the Section and of the Board of Directors of the Section including minutes of regular and special Section and Board meetings;

2. Furnishing for publication in *The Catalyst* a summary of the proceedings of all meetings of the Board of Directors including the names of those attending and a summary of any business transacted at Section meetings;

3. Preparing meeting notices and reports and keeping records for the Section as required by law;

4. Serving as custodian of the seal of the Section and affixing this seal to all documents to be executed on behalf of the Section under its seal;

5. Maintaining the membership list of the Section and the list of National and Local Section Affiliates;

6. Collecting, organizing and distributing information and materials, for publication in *The Catalyst*, necessary for the conduct of Section elections;

7. Certifying Alternate Councilors for attendance at meetings of the Council of the SOCIETY in place of Section Councilors unable to attend;
(8) Performing the duties prescribed by the Constitution and Bylaws of the SOCIETY including certification of election results and preparation of the annual report of activities of the Section for submission to the SOCIETY by the required deadline;

(9) Performing all other duties incident to the office of Secretary and such other duties as are prescribed by these bylaws and as may from time to time be assigned by the Board of Directors or the Chair of the Section.

(d) Treasurer

The Treasurer of the Section shall:

(1) Keep in the Section office an accurate account of receipts and disbursements of the Section's funds;

(2) Deposit all moneys of the Section in the name and to the credit of the Section in such depository or depositories as may be designated by the Board of Directors;

(3) Disburse the funds of the Section as may be ordered by the Board of Directors;

(4) Pay, within the budget of the Section, such bills as are approved by those members of the Section who are authorized by the Board of Directors of the Section to incur expenses on behalf of the Section, taking proper vouchers for such disbursements;

(5) Render to the Board of Directors of the Section at the regular meetings of the Board, or whenever they may require, an account of all transactions and of the financial condition of the Section;

(6) Serve as an ex-officio member of the Investment Board and the Finance, Budget and Audit Committee. Upon the request of the Board of Directors, make available for investment by the Investment Board such funds of the Section as are authorized for investment by the Board of Directors of the Section. When authorized by the Board of Directors, request from the Investment Board funds needed by the Section;

(7) Submit such accounts and reports as are required by the Constitution and Bylaws of the SOCIETY;

(8) Prepare and submit all tax returns required by law.

Sec. 2. Authority and Duties of the Board of Directors

The Board of Directors shall be the legal governing body of the Section and, as such, shall have full powers to conduct, manage and direct the business and affairs of the Section and shall have all the corporate powers of the Section except those specifically reserved or granted to the members of the Section and the officers and other officials of the Section, by law, by the Articles of Incorporation or by these bylaws.

The Board of Directors may levy such voluntary Section dues as it sees fit, subject to compliance with the Bylaws of the SOCIETY. The Board of Directors at its discretion may, by resolution, require any officer, member of a committee and other functioning personnel of the Section to give
bond to the Section with sufficient sureties conditioned for the faithful performance of the duties of
the respective office or position. The expense of any such bond shall be borne by the Section.

Sec. 3. Authority and Duties of Councilors and Alternate Councilors

Councilors shall represent the Section at meetings of the Council of the SOCIETY. They shall advise the Board of Directors and members of the Section of pending actions by the Council and shall report significant actions taken at each meeting of the Council to the Board of Directors and the members of the Section. These same duties shall be carried out by Alternate Councilors when serving for Councilors unable to attend meetings of the Council.

The Council Affairs Committee shall meet prior to meetings of the Council of the SOCIETY. Prior to each Council meeting, the chair of the Council Affairs Committee shall ascertain which Section Councilors will attend and when necessary shall arrange for the required number of Alternate Councilors to attend and be certified by the Secretary of the Section.

Sec. 4. Authority and Duties of the Investment Board of Trustees

The Investment Board shall have the power and authority to invest and reinvest that portion of the funds of the Section entrusted to it by the Board of Directors. These funds shall at all times be subject to the control of the Board of Directors.

The Investment Board shall have the power and authority to buy, sell, or exchange, and authorize the conveyance, transfer and assignment of all stocks, bonds, mortgages and other securities and property forming part of the investment fund of the Section, whether held by the Section in its corporate capacity or held by it in trust for any or all of the Section’s purposes; and, unless otherwise specifically directed in the instrument by which any property or funds are given, granted, conveyed, bequeathed to or otherwise vested in the Section, the said Investment Board shall have the power to invest the property and funds entrusted to it by the Board of Directors in such investments as, in the honest exercise of the Investment Board’s judgment, it may after investigation determine to be safe and proper without being limited to what are known as legal investments for fiduciaries.

The Investment Board shall when needed maintain a safe deposit box in the name of the Section, in which said investment documents may be kept. All investments which are of registered type shall be registered in the name of the Section. When desirable from an operational point of view, the Investment Board of Trustees may authorize the Treasurer of the Section to maintain an account in the name of the Section with a broker approved by the Investment Board and deposit in that account for transaction purposes and safekeeping stocks owned by the Section, provided the account is suitably protected by the Securities Investor Protection Corporation and/or other insurance.

The Investment Board shall keep an accurate record of all investments and shall make an annual accounting to the Board of Directors not later than at its January meeting concerning the investment funds of the Section.

When authorized by a majority of the Board of Directors and requested by the Section Treasurer, the Investment Board shall turn over to the Section Treasurer funds needed for operation of the Section.
Sec. 5. **Authority and Duties of the Publications Chair**

The Publications Chair shall have the following responsibilities:

(a) Be in charge of and responsible for the editorial content of *The Catalyst*;
(b) Appoint staff for *The Catalyst*;
(c) No later than the November meeting of each year, submit to the Board of Directors for approval nominations for Editor-in-Chief and for Business Manager of *The Catalyst*; and
(d) No later than the December meeting of each year, submit to the Board of Directors a report on the activities of *The Catalyst*.

**BYLAW VII**

**Meetings**

**Section 1. Board of Directors**

The Board of Directors shall have regular meetings at least once a month from September to June, inclusive. These regular meetings of the Board shall be held at such date, time, and place as a majority of the Board may from time to time designate or, in the absence of such designation, as may be specified in the notice calling such meetings. Special meetings of the Board of Directors shall be held whenever called by the Chair of the Section or on the request in writing of five members of the Board of Directors. Written notice of each regular or special meeting shall be given to each Director at least five days prior to the day named for such meeting.

Ten Directors shall be necessary to constitute a quorum for the transaction of business, and the acts of a majority of the Directors present shall be the acts of the Board of Directors unless otherwise specified in these bylaws.

**Sec. 2. Meetings of The Section**

Regular meetings of the Section shall be held once each month except in the months of June through August, inclusive. For special reasons a regular monthly meeting may be omitted by resolution of the Board of Directors. Regular meetings shall be held at such date, time, and place as a majority of the Board of Directors may designate or, in the absence of such designation, as may be specified in the notice of such meetings.

Special meetings of the Section may be called at any time by a majority of the officers, at the direction of the Board of Directors, or upon demand in writing of not less than fifty members. The presence of 100 members shall constitute a quorum for special meetings. Every member of the Section present shall be entitled to one vote, and no member shall be entitled to vote by proxy.

Notice of each regular or special meeting shall be sent to each member and affiliate, as appropriate, at least five days prior to the day named for such meeting. In the case of a special meeting, the purpose of such meeting shall be specified in the notice. The business transacted at a special meeting shall be limited to the purpose specified in the notice calling said meeting.

**Sec. 3. Other Meetings**

Subject to approval of the Board of Directors, the Section may participate in the organization and sponsorship of joint and regional meetings with other local sections and with other scientific and technical organizations.
Sec. 4. Conduct of Meetings

Except for other procedures specified in these bylaws, all meetings sponsored by the Section shall be conducted according to recognized parliamentary procedures specified in the latest revised edition of "Robert's Rules of Order, newly revised."

BYLAW VIII

Publications

The official publication of the Section shall be known as The Catalyst. It shall contain notices of all Section meetings, other official communications and announcements of the Section, and such other matter as the Publications Committee may deem proper. It may also contain similar matters pertaining to the activities of such adjacent Local Sections of the SOCIETY as may enter into a cooperative agreement with the Section with respect thereto, which is satisfactory to the Board of Directors.

An issue of The Catalyst shall be published each month of the year except July and August unless otherwise directed by the Board of Directors.

BYLAW IX

Awards and Lectureships

Section 1. The Philadelphia Section Award

The Section shall sponsor the Philadelphia Section Award, which Award may be presented each year to one member of the Section, or in exceptional circumstances to two members of the Section jointly, who by conspicuous scientific achievement through research has made important contributions to human knowledge and thereby aided the public appreciation of the profession.

Sec. 2. The Edgar Fahs Smith Memorial Lecture

The Section shall cosponsor the Edgar Fahs Smith Memorial Lecture on an annual basis. The Lecturer shall be a prominent chemical scientist who has made exceptional contributions in an area or areas of scientific investigation.

Sec. 3. The Glenn E. Ullyot Lecture

The Lecture shall be given to inform the public about the importance of the chemical and biological sciences to the public welfare. The Lecture may be presented each year by a qualified lecturer who is nominated by the Awards Committee and approved by the Board of Directors. The income from the Glenn E. Ullyot Lectureship trust shall be used to underwrite the expenses associated with the Lecture. The Board of Directors shall authorize the expenditure of these funds. The lecturers shall have distinguished themselves not only as scientists but also as effective communicators of the importance of chemical and biological science to the public welfare.

The Section may invite other organizations to participate in the Lectureship program. A cosponsor need not provide financial assistance but shall be involved in the planning and carrying out of the program.
Sec. 4. Honoraria
The Board of Directors, at its discretion, may provide honoraria or other tokens of recognition to accompany any awards or lectureships.

BYLAW X
Fiscal Year

The fiscal year of the Section shall coincide with the calendar year.

BYLAW XI
Affiliation with Other Organizations

The Section may, at the direction of the Board of Directors, affiliate with other scientific, engineering and technical societies in accordance with the Constitution and Bylaws of the SOCIETY provided each such affiliation is specifically authorized in these bylaws.

BYLAW XII
Amendment to The Bylaws

Section 1. Any proposed amendment to these Bylaws may be presented in writing to the Secretary of the Section by any ten members of the Board of Directors or by at least twenty-five members of the Section. After approval by the Policy and Bylaws Committee and a majority of the Board of Directors, the Secretary shall cause the proposed amendment as well as the existing bylaw, if any, which is to be changed or modified by the amendment to be published in The Catalyst or included with the ballot together with a suitable explanation of the reasons for the proposed amendment. No later than the next regular mailing of election ballots, the Secretary shall see that printed ballots are mailed to all members of the Section setting forth the proposed amendment. If the bylaw amendment ballot is part of a mailing of election ballots, the procedure for receipt and validation of the ballots is described elsewhere in these bylaws. If the balloting is not part of an election, the marked ballots may be returned by mail or delivered personally to the Section Office or to the Secretary, or to a suitable designee, up to and including the seventh day after the Section meeting following the date of issue of the ballot. Balloting and validation procedures shall be those used in elections as defined elsewhere in these bylaws. The Tellers Committee shall promptly canvass the vote and submit to the Chair of the Section a written report of the balloting on the proposed amendment. The Chair shall declare the amendment adopted if it receives a two-thirds affirmative vote of the ballots cast, provided at least one hundred valid ballots are cast. If fewer than one hundred valid ballots are cast, the Chair shall declare the amendment lost.

Sec. 2. When the entire bylaws are rewritten by the Policy and Bylaws Committee, the following procedures shall be followed. The bylaws must first be submitted in writing to the Board of Directors. If they are approved by a majority of the Board, the Secretary shall furnish all members of the Section with copies of the proposed bylaws along with material to cast a ballot. Balloting and validation procedures shall be those used for elections as described above. The Chair shall declare
the proposed bylaws adopted if they receive a two-thirds affirmative vote of the ballots cast, provided that at least two hundred and fifty (250) valid ballots are cast.

Sec. 3. Any proposed amendment not approved by the Board of Directors within ninety days from the time it is submitted may be brought to a vote of the members in the aforementioned manner by a petition signed by not less than one hundred members of the Section.

Sec. 4. Once adopted, amendments shall be submitted to the Council through the Executive Director; they shall become effective upon approval by the Committee on Constitution and Bylaws acting for the Council unless a later date is specified.

BYLAW XIII
Dissolution of the Section

Upon the dissolution of the Section, any assets of the Section remaining thereafter shall be conveyed to such organization then extant, within or without the territory of the Section, dedicated to the perpetuation of objects similar to those of the AMERICAN CHEMICAL SOCIETY, or to the AMERICAN CHEMICAL SOCIETY so long as whichever organization is selected by the Board of Directors at the time of dissolution shall be exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 as amended or under such successor provision of the Code as may be in effect at the time of the dissolution of the Section.

NOTE: The word “chair” has replaced the formerly used “chairman.” If the SOCIETY Constitution and Bylaw amendments, now pending in the Council, to make this change are not adopted, the word “chairman” will replace “chair” in this document.