

# The Greater Ozarks Chapter of the Academy of Certified Hazardous Materials Managers

## By-Laws

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### ARTICLE I — NAME AND CHARTER

The name of the organization shall be the Greater Ozarks Chapter of the Academy of Certified Hazardous Materials Managers (the Chapter). The Chapter is a nonprofit corporation, domiciled in the state of Missouri. On receipt and maintenance of a formal Charter from the Academy of Certified Hazardous Materials Managers (the Academy), the Chapter will be considered an area/local chapter of the Academy, which is domiciled in the state of Maryland.

### ARTICLE II — PURPOSE AND MISSION

The Academy is a professional membership organization for Certified Hazardous Materials Managers (CHMMs). Academy chapters are organized to provide CHMMs and other members with an environment fostering professional development through continuing education, peer-group interaction, and exchange of ideas and information relating to hazardous materials management.

The Chapter's mission is to provide a balanced program for its members in at least the following five areas:

- X Environmental Health and Safety
- X Regulatory Compliance and Policy
- X Science and Technology
- X Hazardous Materials Handling, Emergency Response and Remediation
- X Strategic Environmental Management

This mission will be fulfilled by:

- Professional recognition for CHMMs.
- Providing, promoting, and encouraging continuing education to achieve and maintain certification and to document Chapter-recognized related training.
- Providing a forum for information exchange among peers to promote qualified environmental decision making.
- Broadening the CHMM scope and understanding of prudent hazardous materials' management, in the interest of protecting human health and the environment.
- Increasing knowledge and experience related to new technologies, government regulations and community awareness relating to hazardous materials' management.

The Chapter acknowledges the Institute of Hazardous Materials Management Code of Ethics for CHMMs and will promote them to Chapter members and all CHMMs.

### ARTICLE III — MEMBERSHIP

Members in good standing shall be those members who have fulfilled all obligations to the Chapter and to the Academy in the case of certified members. Upon completion of the Chapter membership application and payment of Chapter dues members will be categorized as follows.

X **Classification:** Chapter members shall be classified as either Certified or Affiliate.

—**Certified Members:** Any CHMM shall be eligible to become a Certified Member of the Chapter. To qualify for the grade of Certified Member, a person shall have achieved certification as a hazardous materials manager at any level, as defined by the Institute of Hazardous Materials Management.

—**Affiliate Members:** A person with an interest in the field of hazardous materials management who does not meet the definition of a Certified Member may be an Affiliate Member. At the discretion of the Board of Directors, subcategories of Affiliate Members may be created, such as, but not limited to, Student, Corporate, Inactive or Honorary Member.

X **Rights of Members:**

—**Certified Members** shall be entitled to:

- Σ Vote for elective positions, changes to the By-Laws, and dissolution of the Chapter.
- Σ Hold an elective or appointed office in the Chapter.
- Σ Receive official Chapter publications.
- Σ Attend and participate in Chapter meetings.
- Σ Other rights as the Board of Directors may determine.

—**Affiliate Members** shall be entitled to:

- Σ Hold an appointed office in the Chapter.
- Σ Vote for elective positions.
- Σ Receive official Chapter publications.
- Σ Attend and participate in Chapter meetings.
- Σ Other rights as the Board of Directors may determine other than holding elective office, and voting for changes to the By-Laws and dissolution of the Chapter.

X **Application for Membership:** All applicants must complete and submit a Chapter Membership Application with the stipulated dues to the Secretary of the Chapter.

X **Dues:** Membership dues and/or other fees of the Chapter shall be set by the Board of Directors.

X **Revocation of Membership:** Chapter membership may be revoked by a two-thirds vote of the full Board of Directors. Reasons for revocation shall be kept confidential and shall be of the nature of members not being in good standing, conducting themselves in a way detrimental to the Chapter, and a breach of the CHMM Code of Ethics.

## **ARTICLE IV — OFFICERS**

All Officers shall be Certified Members in good standing with the Academy. They shall be responsible for the day-to-day management of Chapter affairs, implementation of policy set by the Board of Directors, and execution of the Annual Operating plan.

**X Officers' Duties:** There shall be four elective Officers. Their terms of office and duties are listed below.

—**President:** The president, elected to serve one year, presides over Chapter meetings and interfaces with other chapters, the Academy, and other environmental organizations. All committees report to the President, who is responsible for day-to-day Chapter management. In the absence of the Treasurer, the President shall disburse funds to pay Chapter obligations.

—**Vice-President (President-Elect):** The vice-president, who is elected to serve one year and expected to serve as President the following year, presides over Chapter meetings in the absence of the President and ensures the development and execution of an appropriate annual educational program for the Chapter.

—**Secretary:** The secretary, who is elected to a term of two years in alternating years from the Treasurer, documents Chapter meetings, maintains and updates Chapter records and mailing lists, documents Chapter-sponsored training, and manages mailing of official notices to the membership.

—**Treasurer:** The treasurer, who is elected to a term of two years in alternating years from the Secretary, documents Chapter membership, manages the Chapter's financial affairs, maintains the Chapter's financial records, mails invoices, pays obligations, collects receivables, makes bank deposits, and interfaces with applicable government entities to maintain the Chapter's nonprofit and corporate status.

—**Immediate Past President:** The responsibility of this unelected position, which is assumed by the previous year's President, is to recruit Chapter members and assist the Board of Directors in achieving Chapter objectives.

**X Removal of Officers:** Officers may be removed from office by a two-thirds vote by the full Board of Directors. Reasons for removal shall be kept confidential and shall be of the nature of not being in good standing, conducting themselves in a way detrimental to the Chapter, nonfulfillment of responsibilities as an officer, or breach of the CHMM Code of Ethics. The Officer shall be given the opportunity to resign before any official action by the Board of Directors.

## **ARTICLE V — BOARD OF DIRECTORS**

The Chapter shall be governed by a Board of Directors (the Board) of at least seven members including the four elective Officers, the immediate past President (except in the first year of Chapter operation), and at least two Directors-At-Large. The President shall be the Chairperson of the Board. All Directors shall be Certified Members in good standing with the Academy. The Directors-At-Large shall be elected to a one-year term.

The Board shall annually plan and structure Chapter operations in the form of an Operating Plan.

This responsibility shall include the following:

- X Setting objectives
- X Developing a yearly calendar of activities
- X Developing an annual budget
- X Setting dues for each classification
- X Any other planning that will forward Chapter growth

The Operating Plan shall be adopted by the Board by a majority vote and presented to the general membership at the first general membership meeting of the calendar year. Any proposed unplanned expenditure, not included in the Operating Plan as adopted by the Board and presented to the general membership, shall be adopted by a majority vote of the members present at a general membership meeting, consistent with the requirements of Article VIII.

The Board is charged with the responsibility of setting policy for the Chapter. Other responsibilities shall be the revocation of membership, and the removal of Officers consistent with the language in Articles III and IV respectively.

For decision making, a quorum shall be a majority of the Board of Directors. All decisions shall be by a majority vote of the Board.

The Board has the right to bring issues to the general membership for discussion and decision-making vote. The membership shall be notified, in writing, of such issues 10 days prior to the date of discussion and the decision-making vote.

#### **ARTICLE VI — ELECTIONS**

The elections for Officers and Directors shall be held on an annual basis prior to the last regular meeting of the Chapter in the current term. The new term of office will begin on January 1 of the following year.

The President shall appoint a Nominating Committee to develop a slate of officers for presentation to the membership. Nominations will be solicited from the floor at a meeting of the general membership held prior to October 1 in the current year. Ballots shall be immediately mailed out to all members in good standing. Such ballots shall stipulate a deadline for the return of completed ballots.

Ballots shall be returned to the Immediate Past President who, with the Secretary, will be responsible for tallying the vote. The election results shall be reported by the Immediate Past President to the membership no later than November 15 of the year in which the election is held.

Officers and directors shall be elected by a majority of the votes cast by those members who return completed ballots by the deadline stipulated. In the event that no candidate receives a majority of the votes cast on the first ballot, a runoff election shall be held between the two candidates receiving the greatest number of votes. Until such time as elections are completed, the officers shall hold their posts.

If any officer is unable to maintain his/her position during his/her term of office, the Board of

Directors shall appoint an individual to maintain the position for the duration of the term.

The results of each election shall be reported by the Secretary to the Academy no later than December 30 of the year in which the elections were held.

#### **ARTICLE VII — ADMINISTRATION**

The Chapter shall be governed by the Board of Directors. The Officers shall manage the day-to-day affairs of the Chapter. Committees shall be formed to conduct the work of the Chapter.

Before the Chapter publishes or otherwise issues publicly any statement upon a policy matter, which purports to represent the opinion of the Academy, it must first obtain the written consent of the Academy. Before any member publishes or otherwise issues publicly any statement upon a policy matter, which purports to represent the opinion of the Chapter, the person shall first obtain the written approval of the Board of Directors.

The Secretary shall record the minutes of all Board meetings and shall at least review the minutes of the previous meeting at the beginning of the following meeting. The Secretary shall also record minutes of the debate and vote on decisions made at any general membership meeting.

The Treasurer shall be custodian of all monies of the Chapter. The signature of the Treasurer is required for disbursement of any funds. At each general membership meeting of the Chapter the Treasurer shall make a report on the financial condition of the Chapter. In the absence of the Treasurer, the President shall disburse funds to pay the obligations of the Chapter.

The Chapter shall take no action in conflict with any existing standard, policy, rule, or directive of the Academy.

The work of the Chapter shall be conducted by four Standing Committees, of which the chairperson is expected to serve for a period of at least one year. The President shall appoint committee chairpersons for the following standing committees:

**Government Affairs:** This committee is the focal point for communication to the Chapter on actions, proposed or otherwise, taken at all levels of government in regard to management of hazardous materials. The chairperson is encouraged to be a member of the National Government Affairs Committee and shall conduct the chapter committee efforts in concert with the National Academy.

**Professional Development:** Continuing education of the CHMM is an important part of the fulfillment of the Chapter's Mission. This committee will develop the educational programs for the Chapter meetings, as well as any other programs that can be used to further the exchange of information and ideas.

**Marketing:** The primary purpose of this committee is the establishment and maintenance of a positive impression of the CHMM certification, the membership, and the Academy. This committee will focus on efforts that will increase the awareness of the CHMM program and attract new members. A decided campaign of news releases, public speaking, and promotional literature distribution will be used as part of the strategy. This committee will oversee the

Chapter's web site, i.e., <http://www.gocachmm.org/>. The website will be used as part of the aforementioned strategy and will comply with, but not necessarily be limited to the requirements of the ACHMM chapter web site award. This page will be updated quarterly.

**Chapter Development:** Working with the immediate Past President, this committee recruits new members for the Chapter. The committee will develop and execute recruiting plans including the direct mail, telephone campaigns, and membership incentive.

The President or the Board can appoint additional committees, or ad-hoc committees, as may be required to conduct Chapter business.

## ARTICLE VIII — MEETINGS

**Board of Directors:** There shall be at least four planning meetings of the Board of Directors per year. These meetings may be held either before or after the general membership meetings. The time and place of each meeting shall be set by the Chairperson of the Board. A quorum is required to conduct Chapter business. Committee Chairpersons shall be invited to attend Board meetings. All meeting dates will be preceded by a notice to all Directors and Committee Chairs at least 10 days in advance of the meeting, except for special meetings called by the Board of Directors.

**General Membership:** There shall be at least four general membership meetings per year consisting of a professional development program and a business portion to inform the Chapter. One meeting shall include the nomination of officers. The time and place of each meeting shall be approved by the Board of Directors. All meeting dates will be preceded by a notice to all members at least ten 10 days before the meeting.

**Agenda:** The following items shall be on each general membership meeting agenda.

- X Call to order
- X Approval of minutes of the last meeting, if applicable
- X Reports of Officers and actions taken
- X Reports of Committees and actions taken
- X Educational program
- X Announcement of next meeting date and adjournment

**Quorum Defined:** A quorum for conducting business at a general membership meeting requires five members of the Board of Directors and three Certified Members (total number, eight).

**Parliamentary Procedures:** The latest edition of *Roberts Rules of Order* shall be the official parliamentary procedure guide for the conduct of business meetings.

## ARTICLE IX — DISSOLUTION OF THE CHAPTER

If, at any time, the Chapter shall be dissolved, no part of the funds or property shall be distributed to or among the members. After payment of all Chapter indebtedness, its surplus and properties shall be distributed, consistent with the mission of the Chapter, as decided by a majority vote of the members and in accordance with the requirements of the federal, state, and local laws and regulations governing the chapter.

## ARTICLE X — AMENDMENTS

Amendments to the By-Laws may be presented by any Certified Member in good standing at any general membership meeting or at any meeting called for that specific purpose. A notice of the proposed amendment(s) shall be transmitted to all members, in writing, at least 21 days prior to the meeting at which voting will take place. The agenda at such meeting shall make provision for discussion and debate prior to a vote. Provision shall be made by the Chapter for absentee voting. A two-thirds affirmative vote by the Certified Membership is necessary to change the By-Laws. The votes counted shall be the sum of the absentee votes and the votes cast at the meeting.

Any proposed modification to the Chapter By-Laws shall be forwarded to the Academy for review and consent (given in writing) prior to any final acceptance by the Chapter. Final copies of by-laws modifications shall be provided to the Academy as soon as accepted by the membership.

## ARTICLE XI — PUBLICATIONS

The Chapter may circulate official publications to all its members. The frequency shall be determined by the Board. Their purpose should be to report professional and/or organizational activities to the Chapter. All Chapter publications will be sent to the Academy when issued to Chapter members by including the Academy's office address in the mailing list of the Chapter.

## ARTICLE XII — ACADEMY AFFILIATION

The Chapter recognizes the Academy as the force of cohesion between all local chapters. The Chapter will operate in a manner that will ensure that the standards set forth by the Academy will be met. The Chapter will ensure that the most current copy of the signed and dated Chapter By-Laws are on file at the Academy office and will submit to the Academy office an annual report on the required form provided by the Academy. In return, the Chapter expects to receive all consideration and benefits of an Academy Chapter in good standing.

The following changes, approved by the chapter members, were made to the By-Laws on October 8, 2002:

In **Article VII – Administration**, the following name changes of committees were made to be in line with the national chapter, the Membership Development was changed to **Chapter Development** and the Public Relations and Marketing committee was changed to **Marketing**. In the Marketing Committee section, the following was added: “**This committee will oversee the Chapter’s web site, i.e., <http://www.gocachmm.org/>. The website will be used as part of the aforementioned strategy and will comply with, but not necessarily be limited to the requirements of the ACHMM chapter web site award. This page will be updated quarterly.**”

These By-Laws of the Chapter are effective on October 8, 2002 as approved by the membership of the Chapter and attested to by the current Officers of the Chapter as noted to below by signature:

George D. Longley, President

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Sandra Potter, Vice-President

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A. Mark Pon, Secretary

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David Vaughn, Treasurer

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