

BYLAWS NEW YORK CITY CHAPTER

(Approved by Vote of Chapter Membership)

AMERICAN SOCIETY OF SAFETY PROFESSIONALS

Bylaws Adopted – August 2022

Bylaws Approved by the Area Director and/or Regional Vice President

Region VIII Vice President

Patrick J. Karol
Patrick J. Karol (Dec 12, 2023 19:43 EST)

Metropolitan Area Director

Charles Keeling
Charles Keeling (Dec 14, 2023 18:15 EST)

Chapter Chartered October 2, 1924

ARTICLE I - NAME

Section 1. The name of this organization shall be the New York City Chapter of the American Society of Safety Professionals.

Section 2. Hereafter, the New York City Chapter will be referred to as Chapter, and the American Society of Safety Professionals referred to as the Society.

ARTICLE II - PURPOSE

Section 1. The purpose of the New York City Chapter will be to promote the advancement of the safety profession and safety professionals and development of its members in the Greater New York City 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 necessary 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 to 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.

Section 3. The Chapter is located in Metropolitan Area of Region VIII, and the Chapter's geographical area is defined as the five boroughs of New York City.

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. A majority of the Executive Committee present at a board meeting shall constitute a quorum.

Section 6. The Executive Committee shall consist of

- Elected Officers
- Ten Members-at-large as selected by the elected officers to represent the chapter members as chairs or coordinators. (Examples: Newsletter Editor, Program Chair, Professional Development chair, Government Affairs Chair, Awards & Honors Chair, Jobs Chair, Foundation Liaison, Public Relations Chair, Communications Chair, Chapter Student Affairs Chair, Website Coordinator, and Specialty Area Chair(s).)
- Advisory Group Member(s) on the ASSP Advisory Group. Society sets the number of advisory group member(s) per chapter. The Chapter currently has been allocated 3 advisory group members.
- Past elected officers who maintain their membership in the Chapter are encouraged to continue to attend Executive Committee Meetings, Regular Meetings and all events. Note: When an executive committee meeting is held prior or after a regular meeting the chapter encourages the participation of all attendees

Section 7. 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 8. The Chapter President is automatically elected as one of the advisory group members(s) (the voting representative for the Chapter at the Area Operating Committee or Regional Operating Committee meetings, and Society's Advisory Group meeting). The second advisory group member is automatically the immediate Past President. The third advisory group member is appointed by the President. A Professional Member or Member who is an elected officer of the Chapter may serve instead of the President or an advisory group member if so, designated in writing to the Area Director or Regional Vice President.

Section 9. Chapter officers shall be elected by members of the Chapter.

Section 10. The chapter activity year shall be from July 1 to June 30.

Section 11. Elected Officers requested to attend Area or Regional meetings will have out-of-pocket expenses covered by the Chapter, if not reimbursed by the employer. The cost, not to exceed \$800, is authorized unless prior approval to exceed these limits is obtained from the Executive Committee. Professional development and leadership conference out-of-pocket expenses are covered by the Chapter, if not reimbursed by the employer. Travel expenses of \$2,500 is authorized unless prior approval to exceed these limits is obtained from the Executive Committee.

Section 12. The Executive Committee has the sole responsibility for the appropriation of budgeted and unbudgeted Chapter money for legitimate operating expenses. Prior approval must be sought from the committee for any operating expense greater than \$100.00.

ARTICLE V - OFFICERS

Section 1. Elected Officers of the Chapter shall be:

- a) President
- b) President-Elect
- c) Vice- President
- d) Treasurer
- e) Secretary

Section 2. Each elected Chapter Officer must have been an ASSP member in good standing for at least one year prior to election (preferably of the chapter), be either a Professional Member, Associate Member, Member or International Member of ASSP. Exceptions must be approved by the Regional Vice President.

A. The President shall:

- a) Preside over 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. If the cost of attendance at outside meetings is not reimbursed by the member's company, then the out-of-pocket expenses will be reimbursed by the Chapter, in accordance with Article IV, Section 11.
- c) Represent the Chapter at Area Operating Committee (AOC) and/or Regional Operating Committee (ROC) meetings or appoint a proxy. If the cost of attendance at AOC/ROC meetings is not reimbursed by the member's company, then out of pocket expenses will be reimbursed by the Chapter, in accordance with Article IV, Section 11.
- d) Provide leadership for programs and activities for the Chapter during the term of office.

- e) Appoint standing committee chairs and members to special committees as needed to implement the objectives of the Chapter.
- f) Submit an Annual Report of Chapter activities and/or Chapter Achievement Recognition Program to the Area Director and Regional Vice President and the Society Headquarters by August 15.
- g) Submit the names of Chapter officers and advisory group member(s) elected for the ensuing year (Incoming Officer Report Form) annually by May 31 to the Area Director, Regional Vice President and the Society Headquarters.
- h) Share in the coordination, with the President-Elect and Vice-President, all the activities and actions of all the standing Committees.
- i) Appoint a Nominating Committee to nominate the following year's Chapter Officers and Advisory Group Member(s) by the December meeting. E-mail ballots for election of following year's Society officers by March 1.
- j) Submit the following petitions by the required date:
 - a. December 1: Society Safety Professional of the Year and petitions for the honor of Fellow.
 - b. January 1: Safety Educator Award
 - c. February 1: Region VIII Safety Professional of the Year
 - d. April 1: Charles V. Culbertson Volunteer Service Award to Executive Committee and petitions for the MSA Safety Scholarship Award
- k) Submit the previous year's annual Chapter financial statements and Chapter Annual Reports to the Area Director, Regional Vice President and Society Headquarters by April 15.
- l) Serve as the/a Advisory Group Member(s) on the ASSP Advisory Group.

B. President- Elect 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.

- c) Recommend and assist the President in finding Chapter members to serve as Chairperson or members of committees.
- d) Act in concert with the President and Vice-President, overview of all the activities and actions of all standing committees

C. Vice- President shall:

- a) Share in coordination, with the President and President-Elect, overview of all the activities and actions of all standing committees.
- b) Assist the Treasurer or Secretary as needed.
- c) Preside over meetings, in the absences of the President or the President-Elect
- d) Succeed to the office of the President-Elect and carry out its duties, if the President-Elect is unable to serve.
- e) Assist Committee Chairs in finding members for their committees or offer suggestions to improve committee operations.

D. Secretary shall:

- a) Maintain Chapter records and correspondence.
- b) Record and distribute minutes of Chapter meetings and Chapter Executive meetings within 2 weeks of said meetings.
- c) Assume the duties of the Treasurer as needed.
- d) Maintain a permanent log of all motions made and passed.
- e) Retain all Chapter records and pass such records to the next Secretary.
- f) Maintain a log of the following:
 - a. All newsletters and monthly meeting notices
 - b. Executive Committee Meetings and Agendas

- c. Roster and/or Changes received during the year.
- d. List of Officers and Chairs (if not contained elsewhere)
- e. By-laws changes made during the year.
- f. New and/or revised committee descriptions
- i. The secretary shall serve for a two-year term; elected on alternate years with the Treasurer.

E. Treasurer shall:

- a) Maintain all financial records of the Chapter, including copies of Chapter Financial Reports and supporting documents for the past 5 years.
- b) Supervise the receipt and disbursement of funds as approved by the Chapter Executive Committee
- c) Maintain Chapter funds in a depository approved by the Chapter Executive Committee.
- d) Submit a Chapter Dues Report Form to Society by March 1, the dues to be charged the following year.
- e) File Forms 990 and 990T with the IRS, if required by May 31.
- f) Assume the duties of Secretary as necessary.
- g) Prepare the annual budget for the forthcoming fiscal year and submit it to the Executive Committee by the January meeting.
- h) Serve for a two-year term; elected on alternate years with the Secretary.
- i) Turnover, to the new Treasurer, all records, books, moneys and papers belonging to the Chapter at the expiration of the term.

F. The Advisory Group Member(s) on the ASSP Advisory Group shall:

- a. Operate in accordance with the Advisory Group Operating Procedures and Society Bylaws.

- b. Serve as representative of their local ASSP chapter on the ASSP Advisory Group.
- c. Actively discuss and provide input on issues/topics to the Board of Directors.

Section 2: Succession

- a. The positions of Secretary and Treasurer alternate ending terms.

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. Newly nominated candidates and candidates for non-succeeding officer positions may not serve on the Nominations & Elections Committee.

Members of the Nominating Committee who are chosen to run for office shall resign from the Nominating Committee and be replaced with non-candidate members appointed by the same officer who initially appointed their signing member. This exclusion does not apply to the President-Elect who is unopposed and may be a member of the Nominating Committee. The slate of officer candidates must be approved by the full final sitting Nominating 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 30 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 25 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 for one year beginning July 1,

with the exception of the Secretary and Treasurer whose positions are overlapping two-year terms.

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 25 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. Upon receipt of this petition, a copy is to be immediately sent to the Regional Vice President, Area Director, and Society's Chapter Services representative.

Section 8. Vacancies in elected Chapter offices 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, except President or Vice President, the President shall appoint, with the approval of the Chapter Executive Committee, an eligible member (see Article V, Section 1 a-e) 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 Vice President or a special Nominations & Elections committee appointed by the Chapter Executive Committee will be responsible for completing the special election.

- 2) The President-Elect, the President shall:
 - (a) Appoint a special Nominations & Elections Committee. 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.
- 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, the Vice P r e s i d e n t shall serve the unexpired term of the President-Elect.
 - 3) Vice-President, the position shall remain vacant until the next election.

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 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. Each 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. Elected Officers (President, Vice President, Treasurer and Secretary) shall be exempt from entry fees for Technical Meetings.

Section 2. Special meetings of members may be called by the Chapter Executive Committee. The notice calling for 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. 5 Chapter members in good standing and at least one elected member of The board present at any regular or special meeting shall constitute a quorum.

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 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 ensure 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 25 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.

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

Chapter ByLaws Adopted ... November 2017

Revision 1.0 – Chapter ByLaws Rev 1.0... April 2018

Revision 2.0 – Chapter ByLaws Rev 2.0... June 2021