

AMERICAN SOCIETY OF
SAFETY ENGINEERS

COLORADO CHAPTER

CHAPTER BYLAWS

as of December 11, 2007

*Approved by
The 2007-2008 Colorado Executive Committee
and the Regional Vice President, Region II*

TABLE OF CONTENTS

ARTICLE I - NAME	3
ARTICLE II - PURPOSE	3
ARTICLE III - MEMBERSHIP	5
ARTICLE IV - ORGANIZATION	5
ARTICLE V - OFFICERS.....	6
ARTICLE VI - NOMINATION AND ELECTION OF OFFICERS	10
ARTICLE VII - SECTIONS.....	12
ARTICLE VIII DUES.....	13
ARTICLE IX - MEETINGS.....	14
ARTICLE X - MISCELLANEOUS.....	14
ARTICLE XI - AMENDMENTS.....	15
CERTIFICATION OF PRESIDENT.....	17

BYLAWS COLORADO CHAPTER
AMERICAN SOCIETY OF SAFETY ENGINEERS
Bylaws Revised September 5, 2007
Bylaws Approved by Regional Vice President II, 2007
Chapter Chartered September 13, 1944

ARTICLE I – NAME

- Section 1. The name of this organization shall be the Colorado Chapter of the American Society of Safety Engineers.
- Section 2. Hereinafter, the Colorado Chapter will be referred to as Chapter, the Colorado Chapter Executive Committee will be referred to as Executive Committee or Chapter Executive Committee, and the American Society of Safety Engineers will be referred to as the Society.

ARTICLE II – PURPOSE

- Section 1. The purpose of this Chapter will be to promote the advancement of the safety profession and safety professionals 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 performing the functions of a safety professional.
 - b) To develop and/or 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) Support the Northern Colorado Section

- f) Engage in philanthropic events to support the ASSE Foundation and Region II Scholarship Fund
- g) To inaugurate and implement such other programs and projects that are consistent with the purposes of the Chapter and the Society.
- h) To conduct its 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.
- 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.
- Section 4. The Society Admissions Committee in accordance with the membership standards in the Societies bylaws will assign membership classification.

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 members in good standing.
- Section 3. The Chapter is located in Region II, and the Chapter's geographical area is defined as follows: Metropolitan Denver and Northern Colorado, USA.
- 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 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 bases that will not impair the ability of the Chapter to pursue its purposes independently.
- Section 5. A majority of the elected officers must be in attendance in order to conduct business at an Executive Committee meeting.
- Section 6. The Executive Committee shall consist of the Elected Officers and appointed Executive Committee Members.
- 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 a member of the Regional Operating Committee. A Professional Member or Member who is an elected officer of the Chapter may serve in the stead of the President if so designated in writing to the Regional Vice President.
- Section 9. Members of the Chapter shall elect chapter officers.
- Section 10. The Executive Committee may form standing committees to coordinate activities for annual and special projects. Such committees will report to the Executive Committee.
- Section 11. The Chapter activity year shall be July 1 through June 30th. The Chapter fiscal year shall be April 1 through March 31.
- Section 12. Chapter Executive Committee members shall not enter into any contract that falls outside the scope of normal Chapter operations without approval of the Executive Committee. Furthermore, any such contract must be reviewed and approved by the Regional Vice President prior to execution of the contract.
- Section 13. Chapter Executive Committee members shall not enter into any contract that obligates the Chapter financially for more than \$500 without approval of the Executive Committee, unless the contractual obligation is contained in the approved Chapter budget. Furthermore, any such contract must be reviewed and approved by the Regional Vice President prior to execution of the contract.

ARTICLE V – OFFICERS

- Section 1. Elected officers of the Chapter shall be:
- a) President (The President-Elect shall automatically succeed to President after serving the term of President-Elect.)
 - b) President-Elect
 - c) Vice President
 - d) Secretary
 - e) Treasurer
 - f) Member-at-Large (The President shall automatically succeed to Member-at-Large after serving the term of President. In addition, the President will serve as delegate to the Society House of Delegates or

appoint a designee for two Delegate Meetings beginning one year after their elected term expires.)

Section 2. Each elected Chapter officer shall be a Society member for one year prior to taking office; the Regional Vice President must approve exceptions. However, only a Professional Member or Member who has served as either the Secretary or Treasurer may hold the offices of President or President-Elect. Exceptions must be approved by majority vote of the Executive Committee.

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 member of the Regional Operating Committee representing the Chapter.
- d) Provide leadership for programs and activities for the Chapter during the term of office.
- e) Appoint such committees and chairpersons as are necessary to implement the objectives of the Chapter.
- f) Submit Annual Report of Chapter activities to the Regional Vice President and the Society Secretary by August 15.
- g) Submit the names of Chapter officers elected for the ensuing year annually by May 31st to the Regional Vice President and the Society Secretary.

Section 4. The President-Elect shall:

- a) Succeed to the office of the President after completing his/her term as President-Elect.
- b) Succeed to the office of the President and carry out its duties if the President is unable to serve as set forth in Article VI, Section 7 of the Bylaws.
- c) Assume responsibilities for the work of Committees as assigned by the President.

- d) Maintain chapter Bylaws and Long Range Plan in accordance with changes made by the Executive Committee.

Section 5. Vice President

- a) Succeed to the office of the President-Elect after completing his/her term as Vice President.
- b) Assume responsibilities for the work of Committees as assigned by the President.

Section 6. The Secretary shall:

- a) Maintain Chapter records and correspondence.
- b) Record and distribute minutes of Chapter Executive Committee meetings.
- c) Notify Chapter members of meetings.
- d) Assume the duties of the Treasurer as necessary.
- e) Retain records as specified in Article X, Section 5 of the Bylaws.
- f) Shall disseminate the Chapter member mailing list in accordance with the Mailing List Use Policy (Chapter SOP Appendix B).
- g) Shall transmit e-mail messages and promotions to Chapter members pursuant to the E-mail List Use Policy (Appendix C).

Section 7. The Treasurer shall:

- a) Maintain all financial records of the Chapter.
- b) Develop and submit to the Executive Committee for approval an annual budget that is consistent with the Chapter's Long Range Plan.
- c) Supervise the disbursement of funds for travel reimbursement as set forth in the Chapter Travel Reimbursement Policy (Chapter SOP, Appendix G).

- d) Maintain Chapter funds in a depository approved by the Executive Committee.
- e) Oversee, audit, advise, review and report to the executive committee on the financial transactions of the section.
- f) By May 15, transmit to Society Headquarters the audited income & expense statement for the fiscal year ending March 31, and submit to the IRS any required tax documents.
- g) Assume the duties of the Secretary as necessary.
- h) Retain records as specified in Article X, Section 5 of the Bylaws.

Section 8. The Delegate(s) to the Society House of Delegates shall:

- a) Operate in accordance with House of Delegates Operating Procedures and Society Bylaws.
- b) Keep the Chapter informed of House of Delegates actions and proposed actions.
- c) Act on House of Delegates mail ballots on behalf of the Chapter.
- d) Assure representation of the Chapter at meetings of the Society assembly by requesting that the Executive Committee select a proxy when unable to attend. The proxy must be a Professional Member or a Member in good standing of the Chapter and shall not be a member of the Society Board of Directors. Appointment of a proxy shall be made in writing, and be delivered to the Society's Secretary.
- e) Delegates to the Society Assembly may be re-elected; however, they shall not serve more than three (3) consecutive terms as provided in the Society Bylaws.

Section 9. The Member-at-Large shall:

- a) Be an automatic appointment of the Immediate Past President after completing his/her term as President.
- b) Perform such special assignments as directed by the Executive Committee.

ARTICLE VI – NOMINATION AND ELECTION OF OFFICERS

Section 1. The most recent Past President available to serve shall be the Chairperson of the Nominating Committee. The Nominating Committee, including the Chairperson, will consist of no less than three (3) nor more than five (5) members, preferably Past Presidents. The current Chapter President and the balance by the Nominating Committee Chairperson shall select one member. The current Chapter President shall not be a member of the Nominating Committee.

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

Selection of the Nominating Committee Members shall be completed not later than the December Executive Committee meeting each year. The names of the Nominating Committee Members shall be publicized prior to the February meeting.

Section 2. The Nominating Committee shall select qualified candidates for all elected offices. The candidates' names must be published and distributed to the Chapter membership at least 30 days prior to the election.

Section 3. Any Chapter Professional Member(s) or Member(s) may submit a signed petition nominating one or more individuals for elected 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 30 days in advance of the election. The names and qualifications of such nominees shall be published and distributed to the membership at least 30 days prior to the election.

Section 4. The term of elected Chapter officers shall be for one year beginning July 1.

Section 5. Election of officers for the ensuing year shall be held at the April meeting. If there is more than one candidate for any office, election shall be by written ballot or electronic ballot, as long as a basic quorum of 20 or more members cast their votes. 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 least 20 votes 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. 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 Executive Committee, or 20 voting members of the Chapter. Notification of such meeting shall be mailed to each member at least 30 days in advance of the date of the meeting. The President with approval of the Executive Committee may remove committee Chairpersons appointed by the President and approved by the Executive Committee.

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, and Delegates to the House of Delegates, except President or President-Elect, the President shall appoint, with the approval of the Executive Committee, an eligible member (see Article V, Section 2) to fill the un-expired 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.
 - 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 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 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 upon election.
- c) Should a vacancy occur at mid-term or later, in the office of:
 - 1) President, the President-Elect shall serve the un-expired term of the President in addition to the term for which he was originally elected.
 - 2) President-Elect, if it is not an operational hardship for the Chapter, the position may remain vacant until the next election is conducted. If it is operationally necessary for the Chapter to have a President-Elect, then the position should be filled as noted in this Article and Section, paragraph b)(2).

Section 8. Vacancies in appointed offices shall be filled for their un-expired term by appointees of the President then in office, with the approval of the 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.

ARTICLE VII – SECTIONS

Section 1. Sections may be formed by this Chapter to serve 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 Regional Operating 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.
 - 7. Submit copy of Section Bylaws

- b) The Section shall operate in accordance with Society and Chapter Bylaws.
- c) Sections upon approval by the Regional 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 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.
- d) By April 15th 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 Regional Vice President.
- e) The Section Secretary/Treasurer shall keep records of meetings, sending 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 year beginning July 1. Election of these officers shall be held at a 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 Regional Operating 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. (See 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. A quorum is defined as: quorum of 20 or more members present.

ARTICLE IX – MEETINGS

Section 1. Meetings 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, shall be held at least six times during the year for the interchange and acquisition of professional knowledge among members.

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

Section 3. At least one elected member of the Chapter Executive Committee shall constitute a quorum at any regular or special meeting.

Section 4. For the normal transaction of Chapter business, civil, informal, and courteous discourse shall prevail; however, any member in good standing may motion to invoke the latest revision of *Robert's Rules of Order, Newly Revised*, to formalize the transaction of business.

Section 5. Executive meetings shall be held a minimum of six times per year and presided over by the President.

ARTICLE X – MISCELLANEOUS

Section 1. Chapter members may dissolve the Chapter in the following manner:

- a) A resolution to dissolve the Chapter shall be acted upon at a meeting of the Executive Committee. The resolution shall set forth the reasons for dissolution.
- b) Within 30 days following the Executive Committee action, a mail ballot shall be sent to all voting Chapter members setting forth the reasons for the dissolution. Thirty (30) days after the ballots are mailed, the Executive Committee shall count them. 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 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 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 fundraising projects or activities shall be limited to those activities that are consistent with the purpose of the Society and the Chapter.

Section 5. 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.
- d)

Those assets of the Chapter that exist at the time of dissolution shall be used to pay outstanding bills and debits incurred by the Chapter. The balance, if any will be conveyed to an educational institution as designated by the existing Executive Committee with direction that it be used as a scholarship for a qualified student, as determined by the Dean, majoring in industrial safety.

ARTICLE XI – AMENDMENTS

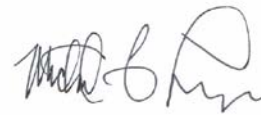
Section 1. Amendments to these Bylaws may be proposed by the Executive Committee or by 20 Chapter Professional Members and/or Members. Amendments proposed by the latter shall be presented to the Chapter Executive Committee.

- 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.

CERTIFICATION OF PRESIDENT

CERTIFICATION OF PRESIDENT-ELECT AMERICAN SOCIETY OF SAFETY ENGINEERS COLORADO CHAPTER A Colorado Non-Profit Entity

I hereby certify that I am the duly elected and acting President of the Colorado Chapter of the American Society of Engineers for fiscal year 2007-2008, and that the preceding bylaws, consisting of 16 pages, constitute the bylaws of the entity as duly revised and adopted at a meeting of the Executive Committee thereof held on December 11, 2007.



Michael F. Lorenzo, MS, CSP
President, CO Chapter ASSE (2007-2008)