



HEALTHIER WORKPLACES | A HEALTHIER WORLD

Procedures for Section Bylaw Revisions and Section Model Bylaws

The following is a set of model bylaws for AIHA Sections. New sections may use these as a guide to setting up their own bylaws. NOTE: Some groups refer to themselves as a “section” vs a “local section;” this template is applicable to both. Article XII of AIHA National’s bylaws specifically references “local sections;” however, it should be interpreted to include “sections” as well.

*Please note that these model bylaws are meant to be used as a guideline and do not necessarily reflect all of the various ways in which a section can operate. **Certain sections of these bylaws are highlighted in yellow and must be included in a section’s bylaws.** While it is required that each section’s bylaws address, in some manner, the other sections of these model bylaws, it is not required that the language herein be used verbatim.*

After the Section’s Board reviews the bylaws and outlines any changes, **a copy shall be sent to the AIHA Section Staff Liaison.** Amended bylaws must be approved by the AIHA Board Designee (i.e., Staff Liaison) on behalf of the AIHA Board of Directors. The Section’s leadership then sends the revised bylaws to its membership for a vote. Once approved, the bylaws shall then be sent to AIHA National to be kept on file.

If a section makes changes to their membership criteria, the bylaws approval must be approved by the AIHA Board.

Sample Model Bylaws

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Article I—Name

The organization shall be known as the _____—Section of the American Industrial Hygiene Association (AIHA). (Name of Section)

Article II—Purpose

The purpose of the Section shall be to promote the purposes of the AIHA, as set forth in its Articles of Incorporation, within the geographic boundaries of _____.

Article III—Membership

Section 1. An individual residing within the section's geographic boundaries may become a member of the section upon payment of section dues. Any individual member living outside the geographic boundaries of the section may become a member of the section.

Section 2. On payment of section dues, a person having a professional interest in industrial hygiene or occupational and environmental health and safety may become a member of the section, entitled to the privileges of section membership.

Section 3. Retired membership in the section may be extended to a member who has retired from the practice of the industrial hygiene or occupational and environmental health and safety profession

Section 4. Additional classes of membership in the section may be created.

Article IV—Membership Meetings

Section 1. Meetings of the section shall be held at the time and place designated by the Board of Directors.

Section 2. An annual meeting, at which the installation of Officers and Directors shall take place, shall be held at such time and place as designated by the Board of Directors.

Section 3. Special meetings shall be called at the discretion of the President with the approval of the Officers or in response to the written request of 20 percent of the members of the section in good standing.

Section 4. Notice of the time and place of any meeting shall be delivered to the membership not less than 10 days before the date of the meeting.

Section 5. A majority of the Officers of the section shall be required to constitute a quorum for any meeting.

Article V—Officers

Section 1. The Officers of the sections shall consist of the President, President-Elect, Secretary, Treasurer, and immediate Past President. For smaller sections, at a minimum, elected Officers of the section shall consist of the President, Treasurer, and Secretary. The positions of Treasurer and Secretary may be combined as deemed by the section with approval of the Board of Directors of AIHA or the Board's designee. Only members of AIHA National may be elected as section Officers. No person shall serve as an Officer in more than one section at the same time. An Officer need not reside or work in the geographic boundaries of the section.

Section 2. The Officers of the section shall be elected by ballot for terms of office as hereinafter provided, which terms shall begin and end on the date of the annual meeting. Each Officer shall hold office until a successor has been duly elected or until death, resignation, or removal. The section shall give notice of the names and addresses of the newly elected Officers to AIHA National within 30 days of such an election.

Section 3. A vacancy in office because of the death, resignation, or removal of an Officer may be filled by the Board of Directors for the unexpired term. If the vacancy occurs in the office of President-Elect, the member appointed to fill the vacancy shall not automatically succeed the President, and the President for the following year shall be elected at the next annual meeting of the section.

Section 4. An Officer may resign by oral tender of resignation at any meeting of the Executive Committee or by giving written notice thereof to the Executive Committee. Such resignation shall take effect at the time specified and acceptance of such resignation shall not be necessary to make it effective.

Section 5. The Board of Directors may, by a vote of its members, recommend and authorize the removal of any officer at a meeting expressly called for that purpose.

Section 6. The President shall preside at all meetings of the section's membership, Board of Directors, and of the Executive Committee and shall perform such other duties as may be directed by the Executive Committee. The President shall appoint, subject to the provisions of these bylaws, members, and chairs of all committees. The President shall be an ex-officio member of all committees. The President shall serve a one-year term of office.

Section 7. The President-Elect automatically shall succeed the President in office upon completion of the President's term of office. The President-Elect shall perform any duties delegated by the Board of Directors or assigned by the President. The President-Elect shall serve a one-year term of office.

Section 8. The Past President shall serve as chair of the Nominating Committee. The Past President shall perform such other duties delegated by the Board of Directors or assigned by the President. The Past President shall serve a one-year term of office.

Section 9. The Treasurer shall receive, disburse, and be custodian of all funds of the section. All disbursements shall be made upon authorization of the Executive Committee. The Treasurer shall prepare a preliminary annual financial report and submit the section's accounts for audit at the last meeting of the Board of Directors before the annual meeting of the section. The Treasurer shall present a final annual financial report at the annual meeting of the section. The Treasurer shall serve a one-year term of office. After the annual meeting of the section, the Treasurer shall transmit to his/her successor in office all funds and property of the section. It is recommended that a member in good standing also receives the bank statements.

Section 10. The Secretary shall give notice of all meetings of the section, Board of Directors, and the Executive Committee; maintain an accurate list of the members and their membership status; keep a record of the transaction of business that may come before such meetings; and be custodian of the records of the section. The Secretary shall serve a one-year term of office. After the annual meeting of the section, the Secretary shall transmit to his/her successor in office all records and property of the section.

Article VI – Directors

Section 1. Except as these Bylaws may require that action shall be otherwise authorized or taken, all authority of the Association shall be exercised by its Board of Directors.

Section 2. The Board of Directors shall consist of the at-large directors and the Officers. Any member of the section in good standing may be eligible to serve on the Board of Directors of the section.

Section 3. The Directors of the section shall be elected by ballot as hereinafter provided, for three-year staggered terms, with an equal number of at-large directors elected each year. The term of office of directors shall begin and end on the date of the annual meeting. Each Director shall hold office until a successor shall have been duly elected or until death, resignation, or removal.

Section 4. A Director may resign at any time, either by oral tender of resignation at any meeting of the Board of Directors or by giving written notice thereof to the Secretary. Such resignation shall take effect at the time specified and acceptance of such resignation shall not be necessary to make it effective.

Section 5. The Board of Directors may, by a vote of its members, recommend removal of any director at a meeting expressly called for that purpose. The voting members shall then vote on the removal.

Section 6. The vacancy in the office of any director may be filled by vote of the Board of Directors. A Director elected to fill such vacancy shall be elected to the unexpired term of the predecessor in office.

Section 7. The Board of Directors shall hold meetings at least twice a year. Meetings may be held in person or by some other means where each Officer and Director can communicate with all other Officers and Directors. Notice of the time and place of each meeting of the Board of Directors shall be given not less than five (5) before the date of the meeting, which notice need not specify the purpose of the meeting.

Section 8. The presence of a majority of the Board of Directors is necessary to constitute a quorum of a meeting. The act of a majority present at a meeting at which a quorum exists is the act of the Board of Directors. Each member of the Board of Directors shall be entitled to one vote. Proxy voting shall not be permitted for any purpose.

Article VII – Committees

Section 1. The Officers Executive Committee shall be responsible for the governance of the section between meetings of the Board of Directors. The President shall serve as chair of the Executive Committee. The presence of a majority of the Officers' Executive Committee is necessary to constitute a quorum for a meeting. The act of a majority present at a meeting at which a quorum exists is the act of the Executive Committee. Each Officer Executive Committee shall be entitled to one vote. Meetings of the Board of Officers Executive Committee may be called at the discretion of the President on not less than five days' notice.

Section 2. The Program Committee shall consist of not less than three members. The President-Elect shall serve as its chair. The Program Committee shall present a tentative schedule of programs for the year to the Board of Directors for its approval. On approval of the Board of Directors, the Program Committee will implement arrangements for the programs and provide the Secretary with information to be circulated to the members of the section.

Section 3. The Nominating Committee shall consist of two members appointed by the President at least 30 days prior to the annual meeting of the sections and the immediate Past President who shall serve as its chair. The Nominating Committee shall nominate persons for Officer and Directors of the section, and it shall deliver its nominations for each office in writing to the Secretary for circulation with the notice of the annual meeting. In addition to nominations made by the Nominating Committee, nominations may be made by petition of not less than two percent (2%) of the members eligible to vote. Such petitions shall be submitted to the chair of the Nominating Committee not less than 60 days prior to the annual meeting of the membership.

Article VII—Public Statements

Section 1. The section shall not issue or publish any public statement that uses any form of the name of AIHA on a policy or technical issue, other than issues which primarily affect the section, without prior consent of the Board of Directors of AIHA.

Section 2. No public statement on any matter, which purports to represent the opinion of the section, shall be issued or published, unless that statement has been authorized by an Officer Executive Committee as expressing the opinion of a majority of the members of the section.

Article IX—Dues

Section 1. Annual dues for section membership become payable on the first day of January of each year. The dues per year shall be set by the Board of Directors. Dues are payable in advance and are not refundable.

Section 2. Any member whose dues are unpaid on January 1 shall not be considered in good standing and shall have no vote or other privileges of membership in the section

Article X—Ballots

Section 1. Officers and Directors of the section shall be elected by ballot of the voting members of the section distributed not less than 45 days prior to the annual meeting of the section, and these ballots shall specify a deadline for return. The President shall promptly report the results of the election to the AIHA.

Section 2. Except as provided in Article XII, a plurality of the ballots cast in an election of any Officer or Director or in a referendum on any issue to be considered or action to be taken shall be effective to constitute the election of a person as an Officer or Director of the section and as a

decision or act of the section with respect to any issue to be considered or any action to be taken. In the event of a tie vote in any election of Officer or Director, the tie shall be resolved by vote of the Board of Directors.

Section 3. The Board of Directors, at any time, may conduct by ballot a referendum of the membership in connection with any issue it may consider or action to be taken. Such ballot of referendum shall specify a deadline for its return.

Section 4. Any member eligible to vote, at any time, may on written request to the President require the Board of Directors to conduct a ballot referendum of the membership on any issue to be considered and/or action to be taken relating to the purposes of the section. Such a request shall state with specificity the issues to be considered and/or the action to be taken and shall bear the signature of not less than five percent (5%) of members eligible to vote.

Article XI—Dissolution

The section shall use its funds only to accomplish the purposes specified in these bylaws. No part of the funds shall be used to the advantage of any single person or entity or be distributed to the members of the section. In the event of the dissolution or final liquidation of the section, its remaining net assets shall be distributed to such nonprofit corporations or associations as are exempt from Federal Income Tax under Section 501(c) of the Internal Revenue Code, as deemed appropriate by the AIHA Board of Directors.

Article XII—Amendments

Section 1. These bylaws may be amended, or new bylaws adopted by a two-thirds vote of the members of the section who respond to a ballot conducted in accordance with the provisions of Article X.

Section 2. Such amended or new bylaws shall become effective upon approval by the Board of Directors of AIHA or the Board's designee.

Submitted by:

_____ Section

on _____
Date

by _____
President

Approved by:

American Industrial Hygiene Association

on _____
Date

by _____
AIHA Board Designee