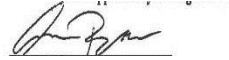


BYLAWS FOR THE FLORIDASUNCOAST CHAPTER
OF THE
AMERICAN SOCIETY OF SAFETY
PROFESSIONALS

Bylaws Adopted: 11/2017

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

Regional Vice President-



Area Director-



Chapter Chartered: June 1991

ARTICLE I -NAME

Section 1, The name of this organization shall be the Florida Suncoast Chapter of the American Society of Safety Professionals.

Section 2, Hereinafter, the Florida Suncoast Chapter is referred to as the Chapter, and the American Society of Safety Professionals is referred to as the Society.

ARTICLE II-PURPOSE

Section 1. The purpose of this Chapter is to promote the advancement of the safety profession and safety professionals in the geographical area served.

Section 2. In fulfilling its purpose, 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 interest.
- 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 such other programs and projects that are consistent with the purposes of the Chapter and the Society.
- f) 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. 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 30 active members.

Section 3. The Chapter address is located in **Estero, Florida**, and the Chapter geographical area is defined as the counties of Collier, Lee, Charlotte, DeSoto, Glades, Monroe, Manatee, and Sarasota.

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 quorum shall be required at all Executive Committee meetings to conduct official Chapter business. At least five Executive Committee members, including the presence of the President or President-Elect shall constitute a quorum.

Section 6. The Executive Committee shall consist of the Elected Officers, the Immediate Past President (when available), and all committee chairpersons.

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 the only representative before the Society. An officer selected by the Executive Committee may serve in the stead of the President if so designated in writing to the Society.

Section 9. The Chapter activity year shall be from July 1 to June 30.

Section 10. The Chapter fiscal year shall be from April 1 to March 31.

ARTICLE V- OFFICERS

Section 1. Elected officers of the Chapter shall be:

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

Section 2. Non-elected officers shall include the Immediate Past President and Directors as determined by the elected members of the Executive Committee.

Section 3. Each elected Chapter officer shall be a Society member for one year prior to taking office; the Society must approve exceptions. However, only a Professional Member may hold the offices of President or President-Elect.

Section 4. 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 the only representative before the Society representing the Chapter.
- d) Provide leadership for programs and activities for the Chapter during the term of office.
- e) Appoint such committees as are necessary to implement the objectives of the Chapter.
- f) Submit an Annual Report of Chapter Activities to the Senior Vice President and Society Headquarters by August 15.
- g) Submit an Activity Report to the Senior Vice President and Society Headquarters by January 1, May 1 and September 1.
- h) Submit the names of Chapter officers elected for the ensuing year annually by May 31 to the Society Headquarters.
- i) Notify Chapter members of meetings, ensure recording of Chapter minutes,

and distribute Chapter meeting minutes through supervision of appropriate committee chairpersons.

Section 5. The 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) Assume responsibilities for the President as necessary.
- d) Coordinate activities and arrangements relating to the annual Chapter Professional Development Conference and Exposition (PDC).

Section 6. The Past President shall:

- a) Assume responsibilities for the work of Committees as assigned by the President.
- b) Assume responsibilities for the President in absence of the President and President-Elect.

Section 7. The Secretary shall:

- a) Maintain Chapter records and correspondence.
- b) Record and distribute minutes of general Chapter and Executive Committee meetings.
- c) Retain custody of the Chapter Charter
- d) Assume the duties of the Treasurer as necessary.

Section 8. The Treasurer shall:

- a) Maintain all financial records of the Chapter.
- b) Supervise the receipt and distribution of funds as directed by the Chapter Executive Committee.
- c) Maintain Chapter funds in a depository approved by the Chapter Executive Committee.
- d) Submit a completed Chapter Dues Report by March 1 to Society Headquarters.
- e) By May 31, transmit to Society Headquarters the audited income and expense statement for the fiscal year ending March 31 and submit to the IRS any required tax documents.

f) Assume the duties of the Secretary as necessary.

ARTICLE VI- NOMINATION AND ELECTION OF OFFICERS

Section 1. The most recent immediate Past President available to serve shall be the Chairperson of the Nominating Committee. The Committee, including the Chairperson, will consist of no less than three (3) nor more than five (5) members. One member shall be selected by the current Chapter President and the balance by the Committee Chairperson. Officers serving in positions that succeed to the next Chapter officer level may serve on the Nominating Committee. Newly nominated candidates and candidates for non-succeeding officer positions may not serve on the 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 sitting Committee must approve the slate of officer candidates.

Section 2. The Nominating Committee shall select qualified candidates for all elective offices. Candidates' names and qualifications shall be published and distributed to the Chapter membership at least 60 days in advance of the election.

Section 3. Any Chapter Member may submit a signed petition nominating one or more individuals for elective 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 15 days prior to the election.

Section 4. The term of elected Chapter officers shall be for one year beginning July 1. Term exceptions include the office of President-Elect, which immediately succeeds to the Presidency for one term, with the only exception during the creation of the Chapter, which will include the period before July 1.

Section 5. Election of officers for the ensuing year shall be held at the May meeting. If there is more than one candidate for any office, election shall be by written ballot. 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 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.

Section 7. 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 Chapter Executive Committee or 10 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. Committee Chairpersons appointed by elected officers or the Chapter Executive Committee, may be removed by the officer on the Executive Committee who appointed them.

Section 8. 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 as follows, according to the position and timing of the vacancy.

a) Should a vacancy occur in any elected office, including Secretary, Treasurer, Secretary, or any others, except President or Vice President, the President shall appoint, with the approval of the Chapter Executive Committee, an eligible member (see Article V, Section 2) to fill the remaining 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, the immediate 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 President-Elect will be responsible for completing this function.

2. President-Elect, the President shall:

- i. Appoint a special Nominating Committee.
- ii. 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.
- iii. 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.
- iv. 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.
- v. The successful candidate shall assume office immediately on election.
- vi. Should a vacancy occur at mid-term, or later, in the office of:

1. President, the President-Elect shall serve the remaining 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 (2).

Section 9. Vacancies in appointed offices shall be filled for their remaining term by appointees of the President then in office, with the approval of the Section Executive Committee.

Section 10. 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.

***NOTE:** This would also apply if the person succeeding to the Presidency did not wish to complete both the remainder of the current term and the term for which he was originally elected.

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. Meetings of the general membership 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. A minimum of five (5) active members in good standing shall constitute a quorum at any regular or special meeting.

Section 4. 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. 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

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, the Chapter Executive Committee shall count them. A two-thirds (b) 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 Chapter, a Chapter member may make a recommendation for dissolving a Chapter to the Senior Vice President for his/her review. 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 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, which are consistent with the purpose of the Society and the Chapter.

Section 6. Chapter officers shall assure 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 ten (10) Chapter Professional Members and/or International Members 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 Senior Vice President.