

Metro New York Section, AIChE

Bylaws

Preamble:

The Metro New York Section, AIChE is a New York State Nonprofit Corporation whose purpose is to serve those chemical engineers residing or working within the Metropolitan New York region. It shall:

- help advance the profession of chemical engineering by disseminating technical, regulatory, business and educational information related to the profession and practice of chemical engineering
- help its members attain their professional goals throughout their careers
- help represent its members' interests through cooperative efforts with other professional societies, governmental entities, and society-at-large

The Metro New York Section of the AIChE shall be guided by the following Articles. See Historical Note on the last page hereof.

ARTICLE I

Jurisdiction:

The Boundaries of the Section shall encompass all of the boroughs of New York City, all of Nassau County, and all of Suffolk County in the State of New York.

ARTICLE II

Membership:

Section 1. The membership of the Section shall be limited to Fellows, Members, Associate Members, Affiliates, and Student Members of the American Institute of Chemical Engineers, residing or engaged in business within the boundaries encompassed by the Section; except as noted in the following Sections of this Article. For this purpose a Student Member is defined as an undergraduate carrying a course load equivalent to a minimum of nine credits per semester. Student members need not be members of the American Institute of Chemical Engineers.

Section 2. Chemical engineers who are not members of the American Institute of Chemical Engineers may become dues-paying Members of the New York Section for a period not to exceed one year. During this period it is expected that such Members will apply for one of the grades of membership in the American Institute of Chemical Engineers. Nothing in this Bylaw shall be construed to prevent members from bringing nonmember guests to meetings of the New York Section.

Section 3. Members in good standing of any of the "Founder Societies" (American Institute of Mining, Metallurgical and Petroleum Engineers; American Society of Civil Engineers; American Society of Mechanical Engineers; Institute of Electrical and Electronic Engineers) may be members

of the Section for an indefinite period without applying for membership in the American Institute of Chemical Engineers.

Section 4. Members in good standing of any related Science or Engineering Society (e.g., American Chemical Society; Association of Energy Engineers; National Association of Corrosion Engineers) may be members of the Section for an indefinite period without applying for membership in the American Institute of Chemical Engineers. However, the Membership Chair may judge the relatedness of such organization and its reciprocity to other Engineering organizations in confirming or denying membership in the Section. If the Membership Chair denies such application, the applicant may appeal the decision by a written request to the Executive Committee.

Section 5. Any member of the American Institute of Chemical Engineers who resides and/or is engaged in business outside the boundaries of the Section and who desires to affiliate with the Section shall be eligible for membership and may become a member of the Section by application in writing to the Section Secretary.

Section 6. Life Membership in the New York Section shall be conferred on a Past Chairman of the Section when this person shall have completed a full term in the office of Chairman.

Section 7. Membership in the Section may be revoked by a unanimous decision of the Section's Executive Committee at its sole discretion.

ARTICLE III

Dues:

Section 1. The fiscal year of the Section shall commence on January first and terminate on December thirty-first.

Section 2. All regulations, regarding dues for members of the New York Section, shall be established by the Executive Committee.

Section 3. Life Membership shall exempt any member from annual dues of the New York Section.

Section 4. Student Members of the American Institute of Chemical Engineers shall not be required to pay dues to the Section. For this purpose a Student Member is defined as an undergraduate carrying a course load equivalent to a minimum of nine credits per semester.

Section 5. Local dues will not be prorated according to time of year when the member joins the New York Section.

ARTICLE IV

Officers and Directors:

Section 1. The Governing Body of the New York Section shall be an Executive Committee. The Executive Committee shall consist of a Chair, a Vice Chair, a Secretary, a Treasurer, four Directors and the past Chair.

Section 2. All Officers and Directors must be Members or Associate Members of the American Institute of Chemical Engineers and members in good standing of the Section.

Section 3. The Chair, or in his absence the Vice Chair, or in his absence the Secretary, or in his absence the Treasurer, shall preside at all meetings of the New York Section. If all of these are absent, a Past Chair shall preside. The Chair shall provide leadership and management for the Section and shall be an ex officio member of all Committees.

Section 4. The Vice Chair shall assume the position of Chair upon the resignation or prolonged absence of the Chair and upon the appointment by the Executive Committee. The Vice Chair shall maintain a list of active members of the Section. He shall act as Liaison to the Institute, and shall be an ex officio member of all Committees.

Section 5. The Secretary shall keep a permanent record of the Proceedings of the New York Section and of the Executive Committee. He shall, in conjunction with the Vice Chair, at all times keep a record of members eligible to vote and to hold office. By the date set by the Council of the American Institute of Chemical Engineers, he shall file (in conjunction with the Treasurer) with the Secretary of the American Institute of Chemical Engineers a report on the activities of the Section during the year. The Secretary shall be responsible for maintaining the Bylaws of the Section.

Section 6. An Assistant Secretary may be appointed by the Secretary upon approval of the Executive Committee. He shall serve as a Corresponding Secretary. He shall have such duties and responsibilities as the Secretary shall assign, including the sending of notices of meetings. The Assistant Secretary shall not be considered an Officer of the Section.

Section 7. The Treasurer shall be charged with the collection, retention and disbursement of funds as authorized by the Executive Committee. He shall present a financial report at Executive Committee meetings when so requested by the Chair. He shall participate with the Secretary in filing an annual report to be filed with the Secretary of the American Institute of Chemical Engineers. The accounts of the Section shall be in his name and in the name of at least one other officer of the Section: normally the Chair.

Section 8. An Assistant Treasurer may be appointed by the Treasurer upon approval by the Executive Committee. The Assistant Treasurer will have such duties and responsibilities as the Treasurer may assign. The Assistant Treasurer shall not be considered an Officer of the Section.

Section 9. The Directors shall offer advice and counsel to the Executive Committee, shall participate in the deliberations of the committee, and may be assigned responsibilities in particular areas of the organization of the Section such as, but not limited to 1) Programming and 2) Outreach to constituencies other than the New York Section, e.g., Students, the American Institute of Chemical Engineers, Other Engineering Societies, and the Public.

Section 10. The Past Chair shall serve as Chair of the Awards Committee.

ARTICLE V

ELECTIONS:

Section 1. Elections shall be held according to this Article. The first shall be held in 2010. Thereafter there shall be annual elections as required to fill the offices of those incumbents whose terms are expiring. Where more than two candidates run for a particular office, the candidate with a plurality of votes shall be deemed the winner.

Section 2. The officers subject to elections shall be the Chair, Vice Chair, Secretary, Treasurer, and four Directors.

Section 3. The normal period of service for Chair, Vice Chair, Secretary and Treasurer shall be three years.

Section 4. For the election of 2010 only, Directors shall be chosen according to their plurality of votes as follows: The greatest shall serve for three years; the next two shall serve for two years; the fourth shall serve for one year. Thereafter Directors shall be elected for terms of two years. A tie vote shall be resolved by mutual agreement of the affected candidates or, failing that, by a coin toss.

Section 5. The Chair may serve no more than two consecutive terms. After a hiatus of one term he may run again for that office or any other office.

Section 6. There shall be no limit to the number of consecutive terms served by the other officers. They may serve as long as they are unopposed or, if opposed, receive a plurality of votes. However, no member shall be eligible to serve on more than one elected office at one time.

Section 7. Inability to serve:

- A) If the Chair can no longer serve because of his resignation or for any other cause the Vice Chair shall serve as Chair until the expiration of the original term. The Executive Committee shall then appoint an interim Vice Chair whose term shall end at the same time as that of the newly appointed Chair.
- B) If the Vice-Chair can no longer serve because of his resignation or for any other cause the Chair shall select an interim Vice Chair, with the approval of the Executive Committee, whose term shall end at the same time as that of the Chair.
- C) If the both the Chair and the Vice can no longer serve because of their resignations or for any other cause the Executive Committee shall appoint an interim Chair and an interim Vice Chair, whose terms shall end at the same time as those they replaced.
- D) If the Secretary or the Treasurer can no longer serve because of his resignation or for any other cause the Executive Committee shall then appoint individuals to their positions, whose terms shall end at the same time as the officers they replace.

Section 8. Only Section Members who have paid both their National and Local dues may vote. Student Members are not eligible to vote. The Secretary shall maintain a list of paid-up members. He shall also maintain a Broad List of individuals associated with the Section (Past Section Members, current Section members, National members residing in the Section's Jurisdiction, and other known, active members). He shall send a notice in April to those people on the Broad List who have not paid their dues, informing them that they must do so in order to vote. Section dues should be sent directly to the Treasurer, who shall then inform the Secretary of the changes in status.

Section 9. A Nominating Committee shall be formed each year. It shall consist of Section members selected by the Chair, with the approval of the Executive Committee. It shall convene in March of each year and shall solicit nominations for offices that will become available. All candidates for office must have agreed to serve if elected. The Committee shall prepare a tentative list of candidates. That list shall be sent to the Broad List in April for comment. The membership at large can then make additional nominations by written signature of at least 10 Section Members who are entitled to vote, sent to the Secretary. The final ballots shall be sent to paid-up Section Members on or before May 15th with instruction for sending to the Tellers Committee before June 15th. Ballots shall be sent electronically to the two initial members of the Tellers Committee.

Section 10. For the year 2010 only the following procedure will be followed for Members who do not have e-mail capability. A mailing shall be sent to them containing the final ballot and a statement of the new voting procedure. They may vote by completing the ballot without signing their names, and mailing it in their return address envelope to the third member of the Tellers Committee and marking on the face of the envelope: "Ballot/Confidential"; or they may find a suitable e-mail address and so notify the Secretary.

Section 11. A Tellers Committee shall be formed each year. It shall consist of the Secretary and one other member of the Section (nominated by the Secretary and approved by the Executive Committee). The Tellers Committee shall select a third Section Member to count all ballots. The Secretary shall certify the results. Results shall be announced to both the Section membership, and separately to the Broad List on or before June 30th

Section 12. The Secretary shall notify the National Office of the American Institute of Chemical Engineers of the identities of the newly elected Officers on or before July 15th.

Section 13. The newly elected officers shall be installed at the Annual Meeting, which shall take place on or before September 20th.

Section 14. This article shall be reviewed in 2012, prior to March 1st.

Section 15. All notifications concerning elections may be made electronically or by written documents or by a combination, as the Secretary deems appropriate.

ARTICLE VI

Committees:

Section 1. The Executive Committee shall consist of the Officers (including Directors) of the New York Section, and the immediate Past Chair of the Section. This committee shall meet at the call of the Chair of the New York Section or at the request of any two members of the Executive Committee, but not less often than once in each three-month period. The Chair of the Section shall serve as the Chair of the Executive Committee, in his absence, the Vice Chair, in his absence the Secretary, in his absence the Treasurer shall call and preside at such meetings. If all these Officers are absent, a Past Chair shall preside. The Executive Committee shall be charged with the business of the Section. A quorum for a meeting shall consist of five members of the committee. All decisions shall be made by a vote of the members by a simple majority. The presiding officer shall not vote unless the votes of the committee members are tied.

Section 2. There shall be a Program Committee, charged with preparing the programs of the Section meetings. The Chair of this Committee shall be responsible for Program content, publicity and meeting arrangements. The Chair of the Section shall appoint the Chair of this Committee. The Chair of this Committee may appoint such sub-Chairs as he deems appropriate.

Section 3. There shall be an Outreach Committee serving to deal with constituencies other than the New York Section. These include, but are not limited to Students, the American Institute of Chemical Engineers, other Engineering Organizations, and the Public at large. The Chair of the Section shall appoint the Chair of this Committee. The Chair of this Committee may appoint such sub-Chairs as he deems appropriate.

Section 4. There shall be an Awards Committee. The Past Chair shall function as the Chair of this Committee. He shall consider annual and special nominations for awards as the Executive Committee may request or as he deems appropriate. The approval of the Executive Committee shall be obtained prior to granting an Award.

Section 5. Such other Committees as may be required shall be formed by the Chair of the Section with the approval of the Executive Committee. The Chair of the Section shall appoint the Chairs of such Committees. Such Committees may determine their own governing regulations.

Section 6. The Executive Committee may, after due consideration and a vote by a majority of its members, relieve a Committee Chair of his responsibilities and appoint a replacement at its sole discretion.

ARTICLE VII

Meetings:

Section 1. There shall be at least six meetings of the Section each year, one of which shall be the Annual Meeting. The Annual Meeting shall take place in September. The Chairman of the Section, or in his absence the Vice Chairman, shall determine the date and place of the Annual meeting.

Section 2. The Chairman or Acting Chairman of the Program Committee shall have a notice of other meetings sent to all members at least two weeks in advance of such meetings.

ARTICLE VIII

Order of Business:

The business of the New York Section shall be transacted according to "Robert's Rules of Order." Should such Rules conflict with these Bylaws, the Bylaws shall govern.

ARTICLE IX

Amendments:

Section 1. All Bylaws of the Section shall be subject to alteration or repeal. New Bylaws not inconsistent with any provision of the Charter of the Section, with any provision of the Constitution of the American Institute of Chemical Engineers, or with any provision of law may be added.

Section 2. An amendment of the Bylaws may be recommended by any Member of the Section, by submittal of the proposed change to the Chairman or Secretary of the Section. Such amendments shall be considered at the next meeting of the Executive Committee.

Section 3. Following its consideration the Executive Committee may direct that the text of the proposed amendment, together with a brief minute of the Committee discussion pertaining to the amendment to be prepared by the presiding Officer, and a notice of the date and place of a special meeting at which a vote on the amendment will be held, be mailed to all members of the Section. All members may attend and vote at the special meeting or may mail their votes to the Secretary, timing their mailings so that their votes are received by the Secretary not later than three days before the special meeting. If a majority of all votes at the special meeting are in favor of the proposed amendment it shall forthwith become a part of the Bylaws, subject however to the provisions of Section 1 of this Article.

Section 4. The American Institute of Chemical Engineers shall be informed of all amendments to these Bylaws

ARTICLE X

Awards:

Section 1. The Executive Committee shall consider the presentation each year of the Stephen L. Tyler Award in honor of the Executive Secretary of the American Institute of Chemical Engineers from 1937 through 1954. The award shall be made to a member in good standing of the New York Section who, in the judgment of the Award Committee, has published during the preceding calendar year, a paper or article-that does the most to advance the technology of chemical engineering, or to enhance the stature of the chemical engineering profession. Alternatively, at the discretion of the Award Committee, the award may be presented to a New York Section member in good standing, who, through his active participation in the affairs of the American Institute of Chemical Engineers, either on the Local Section or National level, has made an outstanding contribution to the chemical

engineering profession. Nevertheless, if in the judgment of the Award Committee, no individual is deemed worthy of the honor, the Award need not be made in that year.

Section 2. The Tyler Award, consisting of a suitably inscribed certificate or plaque, shall be presented at the Annual Meeting.

Section 3. Nominations for the Award shall be presented to the Award Committee before October 1. Announcement of the opening of nominations shall be made both by mail and at the preceding regular meeting.

Section 4. Nominations should be made in writing, setting forth the significance of the article under consideration, or else citing the accomplishments of a person being nominated for society activities. However, the Award Committee may also consider outstanding individuals for the award who have not been nominated formally in writing if in the judgment of the committee such individuals merit serious, consideration.

Section 5. The Chairman of the Award Committee shall be the immediate Past Chairman of the Section. In case of the inability of the Past Chairman to serve, the current Section Chairman shall appoint a Chairman of the Award Committee with the approval of the Executive Committee. The Chairman of the Award Committee shall designate two additional Members to work with him.

Section 6. Other awards, scholarships, or aid may be given by the Section at the discretion of the Executive Committee.

ARTICLE XI

Institution of Bylaws:

These Bylaws, instituted on December 18, 2009, supersede all previous Bylaws.

ARTICLE XII

Severability:

A finding that any Article or Section of these Bylaws is invalid shall be restricted to those so identified; all other Articles and Sections shall remain in effect.

ARTICLE XIII

Equality of Participation:

The Metro New York Section, AIChE shall not restrict participation in any way based on age, ethnicity or gender. The term "he" is used herein for convenience only and refers to members of either sex or sexual orientation.

Historical Note and Record of Changes:

This Section had previously been named “The New York Section of the American Institute of Chemical Engineers.” This was changed to “The Metro New York Section, AIChE” by vote of the majority of its interim Executive Committee on December 18, 2009.

The Bylaws presented here were approved by a vote of the majority of its interim Executive Committee on December 18, 2009.

The Interim Executive Committee consisted of:

Herbert W. Cooper	Chair
Kristine Chin	Member
Ariel Czemerinski	Acting Director
Brian Deutsch	Past Chair
Umesh Goswami,	Secretary
Sabrina Hawkins	Member
Gregory Hounsell	Acting Director
Joel Kirman	Treasurer, and Chair of Bylaws and Governance Committee
Michael Mandac	Acting Director
Joseph V. Porcelli	Acting Director
Frank Simone	Member

The substantial help of David Deutsch is gratefully acknowledged.

For purposes of tax reporting and of financial accounts, the name below (or its abbreviations) shall continue to be used until they can be properly changed:

American Institute of Chemical Engineers, New York Section, or
AIChE, New York Section.