

MIDWEST REGIONAL CHAPTER  
SOCIETY OF ENVIRONMENTAL TOXICOLOGY AND CHEMISTRY

CONSTITUTION

Article I: Name

The name of this organization shall be the Midwest Chapter of the Society of Environmental Toxicology and Chemistry. This Chapter shall be an independent non-profit scientific and professional organization which is affiliated with the Society of Environmental Toxicology and Chemistry.

Article II: Purpose

This corporation is organized and may be operated for any and all lawful purposes authorized by Chapter 181 of the Wisconsin Statutes. However, said purposes shall be limited to the purposes of a business league within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue law). Said purposes shall include, but shall not be limited to, activities in accord with the following general objectives:

1. Promote research, education, training and development of the environmental sciences, specifically environmental toxicology and chemistry, hazard assessment and risk analysis.
2. Encourage interactions among environmental scientists and disseminate information on environmental toxicology and chemistry and its application to the disciplines of hazard and risk assessment.
3. Sponsor scientific and educational programs and provide a forum for communication among professionals in government, business, academia and other segments of the environmental science community involved in the use, protection and management of the environment and for the protection and welfare of the general public.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, officers, directors, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this Constitution or the By-Laws, the corporation shall

not substantially carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law).

### Article III: Membership

The membership of the Chapter shall consist of: Active, Emeritus, Student, Regional and sustaining members. Active and Emeritus members of the Chapter must be current members of the Society of Environmental Toxicology and Chemistry.

1. Active Members are qualified professionals who share the stated purpose of the Chapter and who have education, research or applied experience in environmental toxicology and/or chemistry. Active Members, Emeritus Members and Regional Members constitute the voting membership of the Chapter; only Active Members may hold office.
2. Emeritus Members are those qualified voting Members selected and honored in recognition of their contribution to environmental toxicology and/or chemistry and the Chapter.
3. Regional Members are qualified professionals who share the stated purpose of the Chapter and who have education, research or applied experience in environmental toxicology and/or chemistry. Regional Members do not have to be members of the Society of Environmental Toxicology and Chemistry.
4. Student Members are persons who share the stated purpose of the Chapter and are students showing promise of becoming qualified for Member status at a later date.
5. Membership to all of the above membership classes requires the payment of dues as determined by the Chapter.
6. Sustaining members are organizations or persons who share the stated purpose of the Chapter and wish to further the activities of the Chapter. Sustaining members require annual financial support as defined by the Chapter.

### Article IV: Management and Elections

1. The affairs of the Chapter shall be managed by the membership through a Board of Directors and Executive Committee in accordance to the Constitution and By-Laws.
2. The Board of Directors shall consist of ten (10) voting members, including the immediate past president.
3. Candidates for nomination to the Board of Directors shall be solicited from the voting membership. Candidates for the Board of Directors will be nominated by the nomination

committee or by membership petition. Members of the Board of Directors will be elected by ballot by the voting membership. There shall be no vote cast by proxy.

4. The members of the Board of Directors shall be elected in staggered terms so that no more than three terms expire in any one year.
5. The officers will be elected by the Board from the members of the Board of Directors. The Board of Directors will select a slate of future officers. The slate of officers will be presented at the annual meeting for approval by vote of the membership. Nominations from the floor for officers will also be accepted and voted on at the annual meeting.
6. The officers shall be four (4): President, Vice-President, Secretary and Treasurer.
7. The Vice-President shall be elected for a single term of one (1) year at the conclusion of which the Vice-President shall serve as President for one (1) year. The Secretary and Treasurer shall be elected for two (2) year terms. The Secretary shall be elected in odd years and the Treasurer elected in even years. The immediate Past President shall serve an additional 12 months on the Board of Directors to assist with Chapter functions as needed.
8. If a vacancy, except that of President, occurs between terms, the Board of Directors shall appoint a successor to serve the remainder of the term. Should the post of President become vacant for any reason the Vice-President shall assume the post of President and serve the remainder of the term as acting President and shall succeed to the Presidency.
9. The President shall serve as President of the Board.
10. The executive committee shall have five (5) voting members consisting of the President as the presiding officer, the Vice-President, the immediate Past President, Secretary and Treasurer.
11. The Board of Directors shall determine the number, times and places of the Chapter meetings.

#### Article V: Duties

1. The duties of the President, Vice-President, and Secretary and Treasurer are those customarily performed by such officers, unless otherwise directed by the Board of Directors.
2. The duties of the Board of Directors shall be:
  - a. To manage the business, functions, programs and activities of the Chapter.
  - b. To establish annually the dues for Active Members, Emeritus Members and

Student Members.

- c. To establish policy and take such action as seems desirable and appropriate to promote the objectives of the Chapter.
  - d. To examine the eligibility of applicants for membership and convey its findings to the Chapter.
  - e. To appoint such committees as necessary.
3. The duties of the Executive Committee shall be determined by the Board of Directors of the Chapter.

#### Article VI: Quorum

Five voting members of the Board of Directors shall constitute a quorum; three (3) voting members of the Executive Committee shall constitute a quorum. Twenty (20) percent of the voting membership of the Chapter shall constitute a quorum of members.

#### Article VII: Amendments

An amendment to the Constitution and Bylaws may be proposed in writing by the Board of Directors or the voting membership of the Chapter. An amendment is consummated and ratified when approved by a quorum vote of the membership and additionally approved by the Board of Directors of the Society of Environmental Toxicology and Chemistry.

#### Article VIII: Relationship with the Society of Environmental Toxicology and Chemistry

The Chapter is an independent nonprofit scientific and professional organization which is affiliated with the Society of Environmental Toxicology and Chemistry. The Society of Environmental Toxicology and Chemistry shall have no legal, contractual or financial responsibility of any kind for the affairs of the Chapter.

Before the Chapter publishes technical information or otherwise publicly issues any statement upon a policy matter which purports to represent the opinion of the Society of Toxicology and Chemistry, it must obtain the consent of the Board of Directors of the Society. The Chapter also agrees that from time to time the Society may restrict, limit or prohibit the use of its name by the Chapter in certain publications, meetings or similar activities involving communication with the public.

The Chapter also will not conduct any meetings or conferences which conflict with the National Annual Meeting of the Society of Toxicology and Chemistry.

## Article IX: Procedures

Procedures and other items not specified in this Constitution or in the By-Laws or by action of the Board of Directors shall be in accordance with Robert's Rules of Order Revised.

## Article X: Dissolution

Upon the dissolution of this corporation, and after paying or making provision for payment of all the liabilities of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law) or shall be distributed to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

MIDWEST REGIONAL CHAPTER  
OF  
SOCIETY OF ENVIRONMENTAL TOXICOLOGY AND CHEMISTRY  
  
BYLAWS

Bylaw I: Membership

- I. Application for Active Member, Student Member, Regional Member or Sustaining Member shall be made on an application authorized by the Board of Directors of the Chapter. An Emeritus Member is selected and so honored by the Board of Directors of the Chapter in recognition of contribution to the field and to the Chapter. Each applicant for Active Member and each Active and Emeritus member must be a current member of the Society of Environmental Toxicology and Chemistry.

Qualifications and benefits are as follows:

A. Active Member

1) Qualifications

Must:

- a) share the stated purpose of the Chapter
- b) have applied experience, education or conducted research in environmental toxicology and/or chemistry
- c) pay member dues
- d) be a current Member of the Society of Environmental Toxicology and Chemistry

2) Benefits

May:

- a) vote in chapter affairs
- b) hold office and/or serve on the Board of Directors
- c) participate in Chapter functions, programs and activities

B. Emeritus Member

1) Qualifications

Must:

- a) share the stated purpose of the Chapter
- b) be a member in good standing for 3 years

- c) be elected by the Board of Directors of the Chapter
- d) be recognized for service to the Chapter and the field
- e) pay Emeritus member dues
- f) be a current member of the Society of Environmental Toxicology and Chemistry

2) Benefits

May:

- a) vote in Chapter affairs
- b) participate in Chapter functions, programs, and activities

C. Regional Member

1) Qualifications

Must:

- a) share the stated concern of the Chapter
- b) have applied experience, education or conducted research in environmental toxicology and/or chemistry
- c) pay member dues

2) Benefits

May:

- a) vote in Chapter affairs
- b) participate in Chapter functions, programs and activities

D. Student Member

1) Qualifications

Must:

- a) share the stated purpose of the Chapter
- b) be a student and show promise of being qualified for Active Member status at a later date
- c) pay Student Member dues

2) Benefits

May:

- a) apply for Active Member status when qualified
- b) participate in Chapter functions, programs and activities

E. Sustaining Member

1) Qualifications

Must:

- a) share the stated purpose of the Chapter
- b) provide annual support to the Chapter

2) Benefits

May:

- a) be acknowledged for Chapter support in newsletters, annual programs and activities
- b) participate in Chapter functions, programs and activities

Bylaw II: Dues and Finances

1. All dues shall be established annually by the Board of Directors.
2. Any Active, Emeritus, Regional, or Student member in arrears in dues for two years will lose membership in the Chapter. Delinquent members may be reinstated by the Board of Directors provided all indebtedness to the Chapter is liquidated.
3. The fiscal year of the Chapter shall correspond to the calendar year. A member who joins the Chapter prior to October of any year shall be assessed dues for that calendar year. A member who joins after October 1 of any year shall be exempt from dues for that calendar year.
4. The Board of Directors may authorize any Officer to enter into any contract or to execute and deliver any instrument in the name or behalf of the Chapter and such authority may be general or confined to specific instances.
5. All checks, drafts or other orders for the payment of money in the name of the Chapter shall be signed by the Treasurer or President.
6. All funds of the Chapter, not otherwise employed, shall be deposited from time to time to the credit of the Chapter in such banks or other depositories as the Board of Directors may select.

7. The annual budget shall be subject to approval by the Board of Directors.

### Bylaw III: Elections and Formation of Committee(s)

1. A Board of Directors shall consist of ten (10) voting members. An effort will be made to have representation from government, academia, business, and advocate groups.
2. The terms of the Officers and Board members shall be established according to the constitution.
3. The President will appoint a Nominating Committee of not less than two (2) Board members. Nominations for the Board of Directors will be made by the Nominating Committee or by petition of at least three Chapter members. The list of nominees prepared by the Nominating Committee will be submitted to the Board for approval. The Secretary shall submit the nominees for the Board to the membership for election.
4. The Board of Directors shall be responsible for the formation and dissolution of all standing committees.
5. The President may form ad hoc committees which shall serve at his/her discretion during the term of office.

### Bylaw IV: Meetings

1. The Board of Directors shall determine the number, times and places of the regular meeting of the Chapter.
2. At least four (4) weeks before a regular meeting, the Secretary shall send to each member a notice of the time and place of each meeting.
3. One meeting each year shall be designated the Annual Meeting. At this meeting, there shall be an executive session open to all members for reports of officers, for a report on the election of officers, Board of Directors and other items of business.
4. The Board of Directors shall determine rules relative to the conduct of scientific sessions and presentation of scientific papers at meetings.
5. There shall be at least one (1) meeting of the Board of Directors in each year.
6. The President shall convene the Board of Directors at a special meeting whenever the affairs of the Chapter require it.
7. A request to the President, made in writing, signed and approved by three (3) members of the Board of Directors shall render the Convocation of the Board obligatory.

Bylaw V: Relationship with the Society of  
Environmental Toxicology and Chemistry

The relationship with the Society of Environmental Toxicology and Chemistry shall be established in the Constitution.

Bylaw VI: Amendments

Amendments to the Constitution and Bylaws shall be conducted according to the Constitution.