

**BYLAWS**

**OF**

**THE WISCONSIN SECTION**

**OF**

**THE AMERICAN INDUSTRIAL HYGIENE ASSOCIATION**

**Modified September 2007**

# Bylaws of the WI Section – AIHA

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## ARTICLE I – Name

The organization shall be known as the Wisconsin Section of the American Industrial Hygiene Association (Wisconsin Section). The boundaries of the Section shall include the entire state of Wisconsin.

## ARTICLE II – Purpose

The purpose of the Wisconsin Section of the American Industrial Hygiene Association shall be:

1. To promote the study, evaluation, and control of environmental factors that may affect workers adversely.
2. To promote the awareness and understanding of the industrial hygiene sciences in the eyes of the general public, employers, employee groups and individuals in all fields of interest.
3. To coordinate industrial hygiene activities conducted by agencies and individuals who might not otherwise be aware of each other's work.
4. To increase each member's knowledge through programs, publications and other forms of communication.
5. To exchange information and ideas with other professional and trade organizations.
6. To promote the purposes of the American Industrial Hygiene Association (AIHA), as set forth in its Articles of Incorporation, within the geographic boundaries of the Wisconsin Section.

## ARTICLE III – Membership

1. Any member of the American Industrial Hygiene Association may become a member of the Wisconsin Section upon application and payment of the Wisconsin Section dues if he/she resides within the state of Wisconsin.
2. Subject to approval by a majority vote by the Executive Committee of the Wisconsin Section, any person having an interest in industrial hygiene may become a member of the Wisconsin Section upon application and payment of the Wisconsin Section dues.
3. A member of the Wisconsin Section simultaneously may be a member of other local sections.
4. The annual call for membership renewal shall be made by the Secretary within the first two weeks of January each year. Additional calls for renewal shall be made as deemed appropriate by the Secretary to ensure timely response by members.

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5. The Secretary will provide an application form to anyone who desires membership. This may be done via standard mail or electronically.
6. Membership is personal and is not transferable.

## ARTICLE IV – Dues

1. Annual dues for Wisconsin Section membership become payable on the first day of January each year. The dues shall be determined by the Executive Committee. Any increases must be approved by a vote of the membership with a majority of the votes cast being affirmative.
2. Persons accepted for membership between January and June shall pay dues for a full year. Persons accepted for membership between July and December shall pay half the normal dues amount to cover the remainder of the year.
3. Any member whose dues are unpaid on April 1<sup>st</sup> is not in good standing and shall have no vote or other privileges of membership in the Local Section. If the dues of any member are not paid by the end of the year, that person's membership in the Local Section shall be terminated subject to reinstatement as provided in Paragraph 4.
4. Any member terminated for nonpayment of dues may be reinstated by payment of dues in arrears together with the dues for the current year if paid before April 1 of the current year.

## ARTICLE V – Membership Meetings

1. Meetings of the Wisconsin Section for the purpose of presenting technical programs and other educational opportunities to the members shall be held at least four times per year at a time and place designated by the Executive Committee.
2. An annual Executive Committee planning meeting shall be held in the month of June. The incoming President-Elect shall set the specific date, time and location for this meeting.
3. Special meetings shall be called at the discretion of the President, with the approval of the Executive Committee, or in response to the written request of twenty-five percent of the members of the Wisconsin Section in good standing.
4. Notice of the time and place of any meeting shall be delivered by mail or email not less than ten days before the date of the meeting.
5. The presence of twenty percent of the members in good standing of the Wisconsin Section shall constitute a quorum for any meeting.

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## ARTICLE VI – Officers and Directors – General

1. The officers of the Wisconsin Section shall consist of the immediate Past President, President, President-Elect, Secretary, and Treasurer. Only members of AIHA may serve as Section officers.
2. No person may serve as officer in more than one local section at the same time.
3. An officer need not reside or work in the geographical boundaries of the Wisconsin Section.
4. Officers shall be elected by the members of the Wisconsin Section in February of each year, and the Wisconsin Section shall give notice of the names and addresses of the newly elected officers to the Executive Director of AIHA within thirty (30) days of such election.
5. The officers shall serve a one year term.
6. A vacancy in the office of Secretary or Treasurer because of the death, resignation or removal of that officer may be filled by the Executive Committee for the unexpired term.
7. If a vacancy occurs in the office of President-Elect, a special election of a new President-Elect shall be held at the first opportunity.
8. If a vacancy occurs in the office of the President, the immediate Past President shall serve as President for the remainder of the term if so willing. If the Past President is unable or unwilling to fill this vacancy, it then shall be filled by the current President-Elect, and a special election of a new President-Elect shall be held at the first opportunity.
9. 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.
10. There shall be three Directors elected from the membership.
11. Each Director shall serve for a term of three years, and the terms of service for each shall be staggered by one year such that one new Director will be elected each year.
12. If a vacancy occurs in one of the Director positions, the Executive Committee may fill that vacancy for the remainder of the term.
13. The election of all officers and directors shall be by secret ballot.
14. Candidates for officer and director positions shall be identified by soliciting all Section members in good standing and giving them the opportunity to volunteer for the available

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positions. In addition, any member in good standing may nominate another member in good standing for office. The final slate of candidates shall be provided to the Executive Committee by January 8.

15. The ballots for the election shall be mailed or emailed to the Section membership at the time of announcement of the February meeting and shall specify the deadline for their return. Completed ballots must be received by the date of the February meeting. Any votes received after that date will not be counted. Election shall be by majority vote of the membership voting. In the event of a plurality, the candidate receiving the highest number of votes shall win. In the event of a tie, the tie shall be resolved by majority vote of the Executive Committee.
16. The newly elected officers and director shall be installed at the annual Executive Committee planning meeting, at which time their respective roles according to the written job descriptions and procedures are to be reviewed.
17. An officer may be removed, with or without cause, at a meeting expressly called for that purpose, by a majority vote of the Executive Committee.

## ARTICLE VII – Officers and Directors – Duties

1. The President shall preside at all Wisconsin Section membership and all Executive Committee meetings and shall perform such other duties as may be directed by the Executive Committee. In the absence of the President, the President-Elect or immediate Past President shall preside in that order of availability.
2. The President shall establish a Program Committee and such other committees as the Executive Committee may deem appropriate to carry out the objectives of the Local Section. The President shall appoint members to the committees. All committee appointments shall be for a one year term unless otherwise specified. The President shall be an ex-officio member of all committees.
3. The President-Elect automatically shall succeed the President upon completion of the President's term of office. The President-Elect shall serve as Chairman of the Program Committee and shall perform any duties delegated by the Executive Committee or assigned by the President.
4. The immediate Past President shall be responsible for putting together the slate of candidates for election of President-Elect, Secretary, Treasurer and Director as specified in Article VI and shall perform any duties delegated by the President or the Executive Committee.
5. The Treasurer shall receive, disburse, and be custodian of all funds of the Wisconsin Section, following bookkeeping procedures established and approved by the Executive

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Committee. All disbursements shall be made upon authorization of the President. The Treasurer shall prepare an income statement for presentation at each Executive Committee meeting. The Treasurer shall present an Annual Financial Report to the Executive Committee at the annual Executive Committee planning meeting in June. After the annual Executive Committee planning meeting, the Treasurer shall transmit to his/her successor in office all funds and property of the Local Section.

6. The Secretary shall give notice of all meetings of the Wisconsin Section 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; communicate other information to the Section members as deemed appropriate or necessary by the Executive Committee; and, be custodian of the records of the Wisconsin Section.
7. Directors shall provide input and shall participate in the decision-making of the Executive Committee. The Directors shall carry out any additional assignments made by the Committee or the President.
8. All officers and Directors shall execute their offices according to the written procedures established and approved by the Executive Committee. The procedures for each office are reviewed by the incumbent prior to the April Executive Committee meeting each year. Desired changes are to be discussed at the April Executive Committee meeting. The Secretary shall be responsible for incorporating approved changes into the existing procedures prior to the Annual Executive Committee Planning Meeting in June.

### ARTICLE VIII – Committees/Administration

1. The Executive Committee shall consist of the five officers and the three Directors of the Local Section. The Executive Committee shall be responsible for governance and management of the Local Section and approval of new members.
2. The President shall serve as Chairman of the Executive Committee. In the absence of the President, the President-Elect or the immediate Past President shall serve in his/her place in that order of availability.
3. The presence of a majority of the Executive Committee is necessary to constitute a quorum for a meeting. The decisions of a majority of a quorum constitute the decisions of the Executive Committee.
4. Meetings of the Executive Committee may be called at the discretion of the President on not less than five days notice.
5. The Program Committee shall consist of not less than three members, which shall include the President-Elect as Chairman of the committee. The Program Committee shall present a tentative schedule of programs for the year to the Executive Committee for its approval.

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On approval of the Executive Committee, the Program Committee will make all necessary arrangements for the programs and will provide the Secretary with the relevant program information to be circulated to the members of the Local Section.

## ARTICLE IX – Local Sections Council Representatives

1. The President and President-Elect shall serve as representatives of the Wisconsin Section on the Local Sections Council of AIHA provided that neither is an officer or director of AIHA, in which event the Executive Committee shall appoint another member as such representative.
2. The representatives of the Wisconsin Section shall report at the Annual Meeting of the Local Sections Council on the activities of the Section and report back to the Wisconsin Section on the actions of the Local Sections Council.

## ARTICLE X – Public Statements

1. The Wisconsin Section shall not issue or publish any public statement which utilizes any form of the name of AIHA on a policy or technical issue, other than issues which primarily affect the Local Section, without prior consent of the Board of Directors of AIHA.
2. No public statement on any matter, which purports to represent the opinion of the Wisconsin Section, shall be issued or published unless that statement has been authorized by the Executive Committee as expressing the opinion of a majority of the members of the Wisconsin Section.
3. The President shall be the only person authorized to issue any public statement on a Wisconsin Section policy matter. Any policy statement issued by the President shall first be approved via a written poll by a majority of the votes cast by the members in good standing.

## ARTICLE XI – Referenda

The Executive Committee, at any time, may present by mail or email ballot a referendum to the membership of the Wisconsin Section in connection with an issue to be considered or action to be taken. Except as provided in ARTICLE XII, a plurality of the votes cast in a referendum shall constitute the decision of the Wisconsin Section with respect to the issue or action being considered. In the event of a tie, the tie shall be resolved by majority vote of the Executive Committee.

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## ARTICLE XII – Amendments

1. Proposed amendments to these bylaws may be presented by any member in good standing to the Executive Committee at any time. They shall be presented in writing to the Committee for consideration and circulation to the membership. A majority vote by the Committee shall be necessary to present the proposed amendments to the membership. Amendments accepted for consideration shall be circulated in writing with a ballot to all members in good standing. A two-thirds affirmative vote of the ballots returned within thirty days shall be necessary for adoption of any amendment.
2. Amendments to these bylaws must be approved by the Board of Directors of the American Industrial Hygiene Association before they become effective. This is done to ensure the Wisconsin Section that future changes in these Bylaws will have the same force as the original, which was so approved.

## ARTICLE XIII – Indemnification

Every director, officer, employee of the association and such others as specified from time to time by the Executive Committee, shall be indemnified by the association against all expenses and liabilities, including legal fees, reasonably incurred or imposed upon them in connection with any proceeding to which they may be made a party, or in which they may become involved, by reason of being or having been a director, officer or employee of the association, or any settlement thereof, whether the person is a director, officer or employee at the time such expenses are incurred, except in such cases wherein the director, officer or employee is adjudged guilty of negligence, willful misfeasance or malfeasance in the performance of duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which the indemnified person may be entitled.

APPROVED: BOARD OF DIRECTORS, AIHA

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Date

APPROVED: WISCONSIN SECTION

\_\_\_\_\_  
President

\_\_\_\_\_  
Date