

AMERICAN SOCIETY OF
SAFETY
PROFESSIONALS

ORANGE COUNTY
CHAPTER

CHAPTER BYLAWS

*Approved by the 2019/2020
Orange County Chapter Executive Committee
as of
June 22, 2020*

*and Approved by the
Regional I Vice President and Area 3 Director*

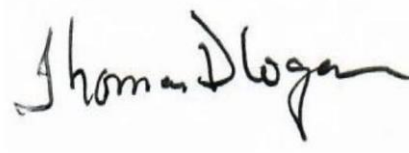
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BYLAWS ORANGE COUNTY CHAPTER

AMERICAN SOCIETY OF SAFETY

PROFESSIONALS

Chapter Chartered FEBRUARY 27, 1973

ARTICLE I - NAME

- Section 1. The name of this organization shall be the Orange County Chapter of the American Society of Safety Professionals.
- Section 2. Hereinafter, the Orange County Chapter will be referred to as the Chapter, the Orange County Chapter Executive Committee will be referred to as the Executive Committee or Chapter Executive Committee, and the American Society of Safety Professionals will be referred to as the Society.

ARTICLE II - PURPOSE

- Section 1. The purpose of this Chapter will be to promote the advancement of the safety profession and safety professionals in the geographical area served.
- Section 2. In fulfilling its purposes, the Chapter shall have the following objectives within the geographical area:
- a) To develop and/or promote educational programs for obtaining the knowledge required to perform 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.
 - 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.
- Section 4. Membership classification will be assigned by the Society Admissions Committee in accordance with the membership standards in the Society’s bylaws.

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 40 members in good standing.
- Section 3. The Chapter is located in Region I, Area III, and the Chapter’s geographical area is defined as follows: Orange County, California, USA and parts of the Riverside County, California, USA, including the Riverside County zip codes noted below:

Orange County ASSP – Riverside Zip Codes

91719							
91720	92225	92255	92276	92508	92539	92564	92587
91752	92230	92258	92282	92509	92543	92567	92590
91760	92234	92260	92320	92513	92546	92570	92591
92201	92236	92261	92501	92517	92548	92572	92592
92203	92239	92262	92503	92518	92549	92581	92593
92210	92240	92264	92504	92519	92551	92583	92595
92211	92241	92270	92505	92530	92557	92584	92596
92220	92253	92272	92506	92532	92561	92585	92880
92223	92254	92274	92507	92536	92562	92586	92883

- 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. The Executive Committee shall consist of the Elected Officers and appointed Executive Committee Members. All Executive Committee members (elected and appointed) are authorized to vote on issues before the Committee.
- Section 6. A quorum of the chapter's Executive Committee shall consist of either the President or President-Elect plus three additional Committee members, including at least one additional elected Executive Committee member.
- 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 a Committee Chairperson, Director, or Committee Member appointed by the Chapter President in accordance with Article V, Section 3, Subsection e.
- Section 8. The Chapter President is a member of the Regional Operating Committee. A Professional Member or Member who is an elected officer of the Chapter may serve in the stead of the President if so designated in writing to the Regional Vice President.
- Section 9. Chapter officers and Delegates to the Society House of Delegates shall be elected by members of the Chapter.
- Section 10. The Executive Committee may form standing committees to coordinate activities for annual and special projects. Such committees will report to the Executive Committee.
- Section 11. The Chapter activity year shall be July 1 through June 30 and the Chapter fiscal year shall be April 1 through March 31 per Society requirements.
- Section 12. Chapter Executive Committee members shall not enter into any contract that falls outside the scope of normal Chapter operations without approval of the Executive Committee. Furthermore, any such contract must be reviewed and approved by the Regional Vice President prior to execution of the contract.
- Section 13. Chapter Executive Committee members shall not enter into any contract that obligates the Chapter financially for more than \$500 without approval of the Executive Committee, unless the contractual obligation is contained in the approved Chapter budget. Furthermore, any such contract, even within the Chapter Budget that has a value of \$1500 or more, must be reviewed and approved by the Regional Vice President prior to execution of the contract.

ARTICLE V - OFFICERS

Section 1. Elected officers of the Chapter shall be:

- a) President (The President-Elect shall automatically succeed to President after serving the term of President-Elect.)
- b) President-Elect
- c) Secretary
- d) Treasurer
- e) Delegate(s) to the Society House of Delegates. The number of Delegates representing the Chapter shall be based on Chapter membership as specified in the Society Bylaws.
- f) Member-at-Large (The President shall automatically succeed to Member-at-Large after serving the term of President.)

Section 2. Each elected Chapter officer shall be a Society member for one year prior to taking office; exceptions must be approved by the Regional Vice President. However, only a Professional Member or Member (as set forth in Article III, Section 4 of the Bylaws), who has served as either the Secretary or Treasurer may hold the offices of President, or President-Elect. Exceptions must be approved by majority vote of the Executive Committee.

Section 3. The President shall:

- a) Preside over 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 a member of the Regional Operating Committee representing the Chapter.
- d) Provide leadership for programs and activities for the Chapter during the term of office.

- e) Appoint such Directors, committees and chairpersons as are necessary to implement the objectives of the Chapter.
- f) Submit a completed annual planning template to the Regional Vice President and Society Headquarters by August 15.
- g) Submit the names of Chapter officers and Delegate(s) elected for the ensuing year annually by May 31 to the Regional Vice President and Society Headquarters.

Section 4. The President-Elect shall:

- a) Succeed to the office of the President after completing his/her term as President-Elect.
- b) Succeed to the office of the President and carry out its duties if the President is unable to serve as set forth in Article VI, Section 7 of the Bylaws.
- c) Assume responsibilities for the work of Committees as assigned by the President.

Section 5. The Secretary shall:

- a) Maintain Chapter records and correspondence as required.
- b) Record and distribute minutes of Chapter Executive Committee meetings.
- c) Assume the duties of the Treasurer as necessary.
- e) Retain records as specified in Article X, Section 5 of the Bylaws.

Section 6. The Treasurer shall:

- a) Maintain all financial records of the Chapter.
- b) Develop and submit to the Executive Committee for approval an annual budget that is consistent with the Chapter's Standard Operating Guidelines and overall purpose.
- c) Supervise the receipts and disbursement of funds, as directed by the Chapter Executive Committee in support of Chapter operations, programs and events as approved by the Executive Committee.
- d) Maintain Chapter funds in a depository approved by the Chapter

Executive Committee.

- e) Complete the Chapter's audited income & expense statement and any IRS tax documents for the fiscal year ending March 31. Transmit fiscal report and any tax documents on or before May 31 to Society Headquarters.
- f) Assume the duties of the Secretary as necessary.
- g) Retain records as specified in Article X, Section 5 of the Bylaws.

Section 7. The Delegate(s) to the Society House of Delegates shall:

- a) Operate in accordance with House of Delegates Operating Procedures and Society Bylaws.
- b) Keep the Chapter informed of House of Delegates actions and proposed actions and transmit the Chapter's opinions and views on Society activities to the House of Delegates.
- c) Act on House of Delegates mail ballots on behalf of the Chapter.
- d) Assure representation of the Chapter at meetings of the Society House of Delegates meeting by requesting that the Executive Committee select a proxy when the Chapter Delegate is unable to attend. The proxy must be a Professional Member or a Member in good standing of the Chapter and shall not be a member of the Society Board of Directors. Appointment of a proxy shall be made to the Society in accordance with the Society's required procedure for proxy appointments.
- e) Whenever possible, the Delegate position shall be filled with an experienced Chapter leader, preferably a former President or former Elected Officer of the chapter

Section 8. The Member-at-Large shall:

- a) Be an automatic succession of the Immediate Past President after completing his/her term as President.
- b) Perform such special assignments as directed by the Executive Committee.

ARTICLE VI - NOMINATION AND ELECTION OF OFFICERS

Section 1. The most recent Past President available to serve shall be the Chairperson of the Nominating Committee. The Nominating Committee, including the Chairperson, will consist of no less than three (3) nor more than five (5) members, preferably Past Presidents. One member shall be selected by the current Chapter President and the balance by the Nominating Committee Chairperson. The current Chapter President shall not be a member of the Nominating Committee.

Members of the Nominating Committee who are chosen to run for an office shall resign from the Nominating Committee and be replaced with non-candidate members appointed by the same officer who initially appointed the resigning member. This exclusion does not apply to the President-Elect who is unopposed and may be a member of the Nominating Committee. The slate of officer candidates must be approved by the Nominating Committee.

Selection of the Nominating Committee Members shall be completed no later than the December Executive Committee meeting each year. The names of the Nominating Committee shall be announced prior to the January meeting.

Section 2. The Nominating Committee shall seek nomination of and approve qualified candidates for all elected offices. When there is more than one candidate for an elected office and a runoff/election is required, candidates' names and qualifications shall be published and distributed to the Chapter membership at least 30 days prior to the election. When nominees are running for an office that is uncontested, the candidates' names and qualifications may be communicated to the membership at any time prior to the election.

Section 3. Any Chapter Professional Member(s) or Member(s) may nominate one or more individuals for elected office. The nominee(s) shall express acceptance of the nomination to the Chairperson of the Nominating Committee and provide such information needed for publishing the nominee's(s') qualifications. The names and qualifications of such nominees shall be published and distributed to the membership prior to the election in accordance with Article VI, Section 2.

Section 4. The term of elected Chapter officers shall be July 1 to June 30.

Section 5. Election of officers for the ensuing year shall be held in the month of April. If there is more than one candidate for any office, election shall be by written ballot at the regular Chapter meeting or by electronic ballot approved by Society. If there is only one candidate for an office, election may be by voice vote of approval (acclamation).

Section 6. Removal of elected Chapter officers shall be by vote of Executive Committee at

any regular or special meeting upon presentation of a signed petition from either the Chapter Executive Committee, or 15 members of the Chapter. Committee Chairpersons, Directors, or other non-elected Executive Committee Members appointed by the President and approved by the Executive Committee may be removed by the President with approval of the Executive Committee.

Section 7. 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 below, according to the position and timing of the vacancy.

- a) Should a vacancy occur in any elected office, including Secretary, Treasurer, and Delegates to the House of Delegates, except President or President-Elect, the President shall appoint, with the approval of the 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 (less than 6 months) in the term, in the office of:
 - 1) President, the President-Elect shall succeed to the Presidency.
 - 2) President-Elect, the President shall:
 - (a) Appoint a special Nominating Committee.
 - (b) 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.
 - (c) Receive at the Chapter meeting any additional nominating petitions as may be rendered by Professional Members and Members specified in Article VI, Section 3.
 - (d) 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.
 - (e) The successful candidate shall assume office immediately on election.
- c) Should a vacancy occur at mid-term or later, in the office of:
 - 1) President, the President-Elect serve the un-expired term of the

president in addition to the term for which he was 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 (b)(2).

Section 8. Vacancies in appointed offices shall be filled for their remaining term by appointees of the President then in office, with the approval of the Chapter Executive Committee.

Section 9. (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.

ARTICLE VII - SECTIONS

Section 1 Sections may be formed by Chapters to serve 10 or more dues-paying (or emeritus) Chapter members whose numbers are insufficient to permit the formation of a separate chapter but whose geographical location, or common interest, within the Chapter, constitutes a unique opportunity to participate separately in Chapter affairs. A Student Section may be formed from Student Members attending an educational institution where that institution lies within the boundaries of the chapter.

Section 2 The group shall complete a section formation application. The section shall be approved by the chapter, and Area Operating Committee, or if applicable, Regional Operating Committee. The Section shall operate in accordance with Society and Chapter Bylaws.

Section 3 Section members shall elect at a minimum a Chairperson and a Secretary/Treasurer and must abide by Article VII in the Chapter Bylaws.

- a) By April 30 of each Chapter year, the Section Chairperson shall submit a summary report of Section activities and a financial report to the Chapter Section Chair/Student Section Chair or Chapter President.
- b) The Chapter shall remit at least 30% of Chapter dues of Section members to the Section for its use.
- c) If the Section ceases to function as a viable organization, the Chapter Executive Committee, after investigation, may recommend its dissolution to the Area

Operating Committee and/or Regional Operating Committee, and any funds and assets in the Section Treasury shall be remitted to the Chapter for Chapter use.

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. The Chapter shall hold at least four technical meetings each year. Technical meetings are those 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.
- Section 2. Special meetings of members may be called by the Chapter Executive Committee. 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. 20 members in good standing shall constitute a quorum at any regular or special meeting.
- Section 4. For the normal transaction of Chapter business, civil, informal, and courteous discourse shall prevail; however, any member in good standing may motion to invoke the latest revision of *Robert's Rules of Order, Newly Revised*, to formalize the transaction of business.
- Section 5. Executive Committee meetings shall be conducted at least six times per year. 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. The Chapter may be dissolved by Chapter members 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 or email ballot shall be sent to all Chapter members setting forth the reasons for the dissolution. Thirty (30) days after the ballots are sent, they shall be counted by a quorum of the Chapter Executive Committee. A two-thirds (2/3) majority vote is required for approval of the action.
 - c) Upon the adoption of the resolution to dissolve, the Chapter 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 Section, a Chapter member may make a recommendation for dissolving a Chapter to the Regional Vice President or Area Director for their review. Upon the approval of the Regional Operating Committee, 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 Chapter 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 fundraising projects or activities shall be limited to those activities that are consistent with the purpose of the Society and the Chapter.
- Section 6. Chapter officers shall ensure 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.
- d) In the event that the Chapter's charter is removed, any funds remaining in the treasury account of the former chapter shall be transferred to ASSE to be maintained in a separate account that can be used to benefit other or successor chapters in the region

ARTICLE XI - AMENDMENTS

- Section 1. Amendments to these Bylaws may be proposed by the Chapter Executive Committee or by 20 Chapter Professional Members and/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 Area Director/Regional Vice President.

CERTIFICATION OF PRESIDENT

**CERTIFICATION OF PRESIDENT AMERICAN
SOCIETY OF SAFETY PROFESSIONALS
ORANGE COUNTY CHAPTER
A California Non-Profit Entity**

I hereby certify that I am the duly elected and acting President of the Orange County Chapter of the American Society of Professionals for 2019/2020 Chapter Year and that the preceding bylaws constitute the bylaws of the entity, as duly revised and adopted by the Executive Committee on June 22, 2020.



Sharon L'Heureux Dressel, Orange County Chapter President 2020/2021

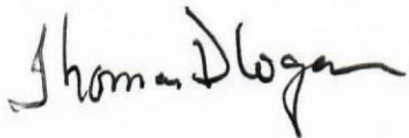
**CERTIFICATION OF REGIONAL VICE PRESIDENT & AREA
DIRECTOR**

Approved by RVP James Boretti June 22, 2020



James Boretti, Regional Vice President, Region I

Approved by Area III Director Tom Logan, June 22, 2020



Tom Logan, Director, Area III, Region I