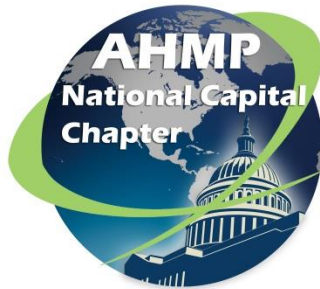


# **BYLAWS**

## The National Capital Chapter of the Alliance of Hazardous Materials Professionals



**January 1, 2020**

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# Bylaws of the National Capital Chapter of the Alliance of Hazardous Materials Professional

## **1.0 GENERAL**

### **1.01 Name**

The name of the association shall be the National Capital Chapter of the Alliance of Hazardous Materials Professionals, hereinafter referred to as the Chapter. The Chapter is a nonprofit IRS 401(C)3 entity incorporated in the Commonwealth of Virginia. The Chapter encompasses all of Maryland, the District of Columbia, Delaware, and Northern Virginia. Members in general will be employed or live in this region but it is not required. The Chapter is chartered by the Alliance of Hazardous Materials Professionals (AHMP) which is domiciled in the state of Maryland.

### **1.02 Purpose**

The purpose of the Chapter is to:

- 1.02.01 Provide the membership with resources and information to support their practice in the hazardous materials management industry, including educational opportunities and instruction in the stewardship of hazardous materials related to environment, health and safety, hazardous materials transportation, disaster planning, emergency management and homeland security.
- 1.02.02 Provide a forum for hazardous materials professionals to exchange information and ideas about the hazardous materials profession.
- 1.02.03 Provide a meeting ground for members from academia, consulting, government, industry, business, transportation, and security who are practicing in varying areas of the hazardous materials profession.

The Chapter acknowledges the AHMP Code of Ethics.

## **2.0 MEMBERSHIP**

Members in good standing shall be those members that meet minimum requirements for membership including payment of Chapter dues, and other requirements established below or by the Board of Directors (BoD).

Membership in the Chapter is open to persons who are engaged full time in the hazardous materials profession or who, if not engaged full time, are interested in the welfare of hazardous material safety and in the purpose of the Chapter.

Membership in the Chapter may be obtained by submitting a completed application and paying the dues established for that fiscal year, and upon approval by the Membership Committee if one then exists. Application for membership will constitute an agreement that the applicant will abide by the Bylaws of the Chapter.

Members who are in good standing for the current Chapter year shall enjoy all the privileges of membership. A member to be in good standing, must have paid the annual dues established for that Chapter year and have attended at least three (3) meetings during the

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current Chapter year. Service on a Chapter Subcommittee, as recognized by the Executive Committee, or attendance at a Chapter-sanctioned event, may be substituted for attendance at one regular meeting. Regular meetings that are officially cancelled because of severe weather or other reasons will be deducted from the minimum meeting attendance requirements.

A member shall be considered delinquent if annual dues have not been paid within 30 days of notice that they are due. No member while delinquent in payment of dues shall be entitled to vote on chapter matters, hold office, or receive publications or services provided by the Chapter.

A member may not speak on behalf of the Chapter without approval from the Executive Committee.

## **2.01 Classification**

The members of the Chapter shall be classified as Professional, Emeritus, or student.

### **2.01.01 Professional Member**

Any individual who has achieved a hazardous materials management related certifying credential or has achieved at least five (5) years experience in the field of hazardous materials management, or a stakeholder in the hazardous materials management industry.

### **2.01.02 Student Member**

Student members are individuals who are enrolled in a secondary education program for a degree or certification that is considered full time by the educational institution.

### **2.01.03 Emeritus/Retired Member**

Emeritus/Retired members are individuals who are fully or partially retired from full time paid employment (>35 hours/week) and who has served at least 5 years as a National AHMP member or Chapter member.

## **2.02 Rights of Membership**

All members of the Chapter shall possess the right to:

- Participate in elections
- Hold elected or appointed office in the Chapter
- Propose amendment(s) to the Bylaws
- Other rights as the BoD may determine

## **2.03 Application for Membership**

Persons wishing to become members of the Chapter shall complete a paper or on-line Chapter Membership Application form. This application shall include contact information, membership category applying for, any required information to verify eligibility for the

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membership category applying for, and a commitment to the Alliance of Hazardous Materials Professionals (AHMP) Code of Ethics and the IHMM Code of Ethics.

## **2.04 Revocation of Membership**

Membership in the Chapter shall be automatically revoked, without action by the BoD, for failure to pay dues. The BoD may revoke membership by a simple majority vote for other reasons, including but not limited ethics infractions, as long as the member is provided 10 days advance written or electronic notice including the reason for revocation, and given the opportunity to contest the revocation in writing, electronic or in person before the BoD within 10 days of receipt of notice. Final written notice of the decision of the BoD shall be provided to the member.

## **2.05 Reinstatement of Membership**

Any person who has had their membership revoked due to failure to pay dues may be reinstated as a member by paying current years dues. Chapter reinstatement fees shall be set by the BoD and collected in accordance with approved policy and procedure. The BoD may be petitioned for reinstatement due to revocation of membership for other reasons after three (3) years. Reinstatement will occur by a simple majority vote by the BoD.

## **3.0 GOVERNMENT**

### **3.01 Quorum of the Directors and Standing Committees**

A quorum of the directors or standing committees shall be a majority of the meeting body, present in person, telephonically, video, or other means of interactive participation, except as otherwise noted in these Bylaws. Directors may attend a BoD meeting, and standing committee members may attend a standing committee meeting, by telephonic or similar equipment by means of which all persons participating in the meeting can hear each other. Anyone attending in such a manner shall be considered to be present in person.

### **3.02 Meeting of the Members**

There shall be at least three (3) technical meetings and a membership held annually, at a time and place fixed by the BoD.

#### **3.02.01 Notice of Meeting**

Notice of a technical meeting of the members shall be given not less than five (5) days . Notice of a membership meeting shall be given by written notice delivered personally, electronic methods or mail delivered to each member at his physical or electronic address as shown in the records.

#### **3.02.02 Quorum**

The presence in person or by proxy of a simple majority of the BoD of the Chapter shall constitute a quorum for the transaction of business.

### **3.03 Voting**

Motions properly made, shall be decided by a majority vote once a quorum has been established.

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## **3.04 Parliamentary Procedure**

The current edition of Robert's Rules of Order shall govern the Chapter proceedings of the BoD and standing committees except as otherwise stated in these Bylaws. The BoD may, at their discretion, allow use of an abbreviated version referred to as AHMP Robert's Rules of Order Lite, which will have foundation in Robert's Rules, but be designed to make the requirements clearer for BoD and standing committee members.

## **4.0 ELECTIONS**

The elections of Officers and Directors shall be held on an annual basis prior to or during the last regular meeting of the Chapter in the current term. The new term of office will begin on July 1<sup>st</sup> following the election.

### **4.01 Nominations**

The Immediate Past-President shall be the chair and recommend a Nominating Committee to the Executive Committee for approval. The Nominating Committee must contain a minimum of 3 including the chair. Committee members must be a member in good standing. Once the nomination committee is approved by the Executive Committee the nominating committee will develop a slate of officers for presentation to the membership. Members of the Nominating Committee may not be on the ballot. If the Past President cannot serve as the chair, the President will appoint a chair with the approval of the Executive Committee. Nominations will be solicited from the floor at a meeting of the general membership held 3 months prior to the beginning of the fiscal year. Additionally a call for nominations at this time will be sent out to the general membership. If there are nominees from the general membership, the Nominating Committee shall vet the qualifications of the candidates and submit a ballot to the membership. If there are no nominees from the general membership, the slate presented by the Nominating Committee is elected.

### **4.02 Qualifications for Positions**

Candidates for elective position shall be qualified in accordance with the following:

- Be a member in good standing.
- Candidates for president-elect must have experience as a board member in any association.

### **4.03 Balloting Methods**

Ballots for election of Officers can be accomplished by secret ballot taken prior to the end of the current term or by electronic means as established by the BoD.

### **4.04 Election Results**

Ballots shall be returned to the Immediate Past President who, with the Nominating Committee, will be responsible for tallying the vote. The election results shall be reported by the President to the membership no later than the close of the last regular meeting of the current term. Ties shall be resolved by lot.

### **4.05 Terms of Office**

The terms of elective positions shall be staggered to preserve continuity of the BoD. All

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Elected positions shall begin their term once sworn into office, but no later than the first BoD meeting of the new year. Service in an appointed capacity to fulfill the remainder of a partial term shall not be considered in determining consecutive terms.

- 4.05.01 The President, Vice President-President Elect, and Immediate Past President shall serve two (2) year terms. The President and Vice President may not serve more than 2 consecutive terms.
  - 4.05.01.01 The President, upon completion of the term of office, shall succeed to the position of Immediate Past President, without election.
  - 4.05.01.02 The Vice President-President Elect, upon completion of the term of office, shall succeed to the position of the President, without election.
- 4.05.02 The Secretary and Treasurer shall be elected to two (2) year terms (in alternating years).
- 4.05.03 There shall be up to six (6) Directors-at-Large elected to two (2) year terms, one half being elected each year.

### 5.0 BOARD OF DIRECTORS/EXECUTIVE COMMITTEE

The governing body of the Chapter is the BoD, which has the authority and is responsible for governance of the Chapter. The BoD sets the direction of the Chapter through strategic planning, and establishes necessary policy and procedure.

Officers of the Chapter shall be members of Executive Committee.

#### 5.01 Composition of the Executive Committee (EC)

The EC members must be a member of AHMP and shall consists of:

- **President:** The President will be a member of the National AHMP. The President also serves as the Chair and presides over Chapter meetings, interfaces with other chapters, AHMP, and other professional organizations. All committees report to the President, who is responsible for day-to-day Chapter management. In the absence of the Treasurer, the President shall disburse funds to pay Chapter obligations. The President is a member of the executive committee and serves as the chair.
- **Vice-President (President-Elect):** The Vice-President will be a member of the National AHMP. The Vice-President presides over Chapter meetings in the absence of the President and ensures the development and execution of an appropriate annual educational program for the Chapter.
- **Secretary:** The Secretary will be a member of the National AHMP. The Secretary documents Chapter meetings, maintains and updates Chapter records and mailing lists, documents Chapter-sponsored training, and manages mailing of official notices to the membership.
- **Treasurer:** The Treasurer will be a member of the National AHMP. The Treasurer documents Chapter membership, manages the Chapter's financial affairs, maintains the Chapter's financial records, mails invoices, pays obligations, collects receivables, makes bank deposits, and interfaces with applicable government entities to maintain the Chapter's nonprofit and corporate status.



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- **Immediate Past-President:** The Immediate Past-President will be a member of the National AHMP. The Immediate Past President shall direct recruitment of Chapter members and assist the Board of Directors in achieving Chapter objectives.
- **Chief Technical Officer (webmaster):** The CTO is responsible for management of the website and membership data as well as chapter communications.

### 5.01 Composition of the BoD

The BoD shall consist of:

- **Executive Committee**
- **Directors-at-Large:** Directors-at-Large are responsible for providing long term strategic guidance to the BoD, and contributing to the operations of the Chapter where possible.

### 5.02 Meetings

There shall be at least two (2) regular BoD meetings per year of such duration as decided by the President of the Chapter after consultation with other members of the BoD. The President and any four (4) members of the BoD (acting together) may call a special meeting of the BoD. Special meetings may be held by conference call. Membership meetings shall be for the purpose of providing a professional development program to the membership, and conducting other business as required. Physical attendance, telephonic, webinar or other methods of two-way communications are considered "meetings".

### 5.03 Due Notice

Thirty (30) days prior to a regular BoD meeting shall constitute due notice. Special meetings shall be called with at least two (2) days' notice.

### 5.04 Vacancies

Vacancies on the BoD except the position of president will be filled by the BoD. The replacement will fill the remainder of the term pro tem. In the event of the position of president being vacated the Vice President/~~or~~ President Elect will assume the position for the remainder of the term pro tem. The vacated Vice President position will be fill by the BoD.

### 5.05 Removal

A member of the BoD may be removed for cause by a three-fourths (3/4) vote of the BoD, with the Director or Officer proposed to be removed not voting. The member proposed to be removed will be provided 5 days advance written or electronic notice including the reason for revocation, and given the opportunity to contest the revocation in writing, electronic or in person before the BoD within 5 days of receipt of notice.

## 6.0 COMMITTEES

Committees shall be established and operated to ensure the business of the Chapter is conducted according to the plans of the BoD. Standing Committees include executive, finance, and nominations, Ad Hoc committees may be established by the BoD from time-to-time.

No committee shall operate prior to the provision of a written charter approved by the BoD.

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Unless otherwise established in these Bylaws, the chairperson shall be responsible for appointing qualified committee members. No Ad Hoc Committee or Subcommittee shall supersede or duplicate the role, responsibility, or authority of a standing committee.

### **6.01 Standing Committee**

#### 6.01.01 Executive

The Executive Committee, will be comprised of the officers. The president will be chair or the Executive Committee. The Executive Committee will oversee the operation of the chapter.

#### 6.01.02 Finance

The Finance Committee, will be chaired by the Treasurer. It is responsible for the budget and all financial transactions of the chapter. The Finance Committee will be comprised of at least 3 members in good standing including the chair.

#### 6.01.03 Nominations

The Nominations Committee, will be chaired by the Immediate Past President. The Nominating Committee must contain a minimum of 3 including the chair. Committee members must be a member in good standing. Once approved the nominating committee will develop a slate of officers for presentation to the membership. Members of the Nominating Committee may not be on the ballot. If the Past President cannot serve as the chair, the President will appoint a chair with the approval of the Executive Committee.

### **6.02 Subcommittees**

A committee chairperson may from time to time establish subcommittees to address a specific opportunity, functional and/or organizational need. The committee chairperson shall appoint the chairpersons of subcommittees. All requirements of Section 6.05 apply to these subcommittees.

### **6.03 Ad Hoc Committees**

The BoD may from time to time establish ad hoc committees for a particular purpose or reason. These committees may be referred to as Committees or Task Groups. All requirements of Sections 6.05 apply to these committees.

### **6.04 Committee Membership**

The Chairperson shall appoint committee members, including a Vice-Chairperson. For a committee to be properly staffed it shall have at least one (1) members in addition to the chairperson.

### **6.05 Committee Performance**

In the event of non-compliance with the duties delineated in these Bylaws and/or the charter of a committee established by the BoD, or performance in achieving the objectives of the committee, the BoD, unless otherwise provided for in these bylaws, may remove an ad-hoc committee chairperson. Likewise, a standing committee chairperson may replace a subcommittee chairperson.

## **7.0 FINANCES**

The Executive Committee shall manage the financial affairs of the Chapter.

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## **7.01 Tax Status**

The Chapter shall operate as a tax-exempt corporation, organized and operated consistent with IRS Section 501(c) (3) requirements.

## **7.02 Budget**

The Chapter shall have an annual operating budget developed by, and maintained by, the Treasurer, and approved by the BoD. This budget shall be consistent with any strategic or operating plans approved by the BoD.

## **7.03 Accounting and Financial Records**

Accounting and financial records of the Chapter shall be maintained using generally accepted accounting principles (GAAP). Resources may be committed, and money may be spent, only for items that conform to the approved budget within the bounds of Chapter policy.

## **7.04 Dues**

Chapter dues shall be set by the budget and collected in accordance with approved policy and procedure.

## **8.0 AMENDMENT TO THE BYLAWS**

Any member of the Chapter has the right to propose an amendment to the Bylaws. Amendments to be considered must be received by the Secretary electronically or in writing with 10% of the membership.

### **8.01 Proposed Amendments**

The BoD shall approve proposed amendments to the Bylaws by a majority vote prior to being presented to the membership for approval.

### **8.02 Resolution for Amendment**

A resolution of members represented by a written petition signed by at least ten percent of the members in good standing may propose amendments to the Bylaws. Any such proposal need not be approved by the BoD. The resolution of members shall be forwarded to the Chapter Secretary to be formally presented to the membership for a vote.

### **8.03 Approval by the Membership**

Proposed amendments shall be provided to the members in good standing. Each Certified and Professional Member in good standing shall be given the opportunity to vote on acceptance of any proposed modification to the Bylaws. A two-thirds (2/3) majority of ballots received, date and time stamped within minimum 14 maximum of 30 days after the date of member notification shall be required for adoption. Ballots shall be tallied, and the count verified.

## **9.0 DISSOLUTION**

The Chapter may be dissolved by a two-thirds (2/3) majority of the members in good standing. If the Chapter is dissolved, no part of the funds or property shall be distributed to or among the members. After payment of all Chapter indebtedness, its surplus and assets shall be distributed for one or more exempt purposes within the meaning of IRS Section

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501(c) (3). Such distribution shall be consistent with the purposes of the Chapter, as decided by a simple majority vote of the Executive Committee and in accordance with the requirements of the federal, state, and local laws and regulations.

**10.0 BOD CERTIFICATION TO ADOPT BYLAWS**

These bylaws are approved by the membership of the National Capital Chapter on the 1<sup>st</sup> day of the month of January, in the year 2020