

# NEW JERSEY SECTION

## AMERICAN INSTITUTE OF CHEMICAL ENGINEERS

### REVISED CHARTER

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**LAST REVISION:** November 2005 (Andy Soos and Tom Smith)

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## **Article I – Name and Boundaries**

### **Section 1**

– The name of the organization is the New Jersey Section of the American Institute of Chemical Engineers (Hereinafter referred to as the Section). The National AIChE designates the Section as “local section 032”.

### **Section 2**

– The district which this Section serves includes all of Union County and those parts of Middlesex, Somerset, and Monmouth County of the State of New Jersey which are designated by the National American Institute of Chemical Engineers (Hereinafter referred to as the Institute) as being included in the Section’s district.

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## **Article II – Objectives**

The objectives of this Section shall be:

1. The advancement of the profession of chemical engineering and the maintenance of high professional standards among its members.
2. The formation of closer personal and professional standards among its members.
3. The furtherance of the aims and purposes of the Institute.
4. The promotion of cordial and helpful relations between the members and the communities within or containing our district, and nearby industries employing chemical engineers, and the faculty and students of nearby institutions that offer courses in chemical engineering.

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## **Article III – Obligations of the Institute**

### **Section 1**

– The activities of the Section and its members are subject to the provisions of the Constitution and Code of Ethics of the Institute.

### **Section 2**

– The Section shall not have the authority to act for or in the name of the Institute, nor shall it incur any financial obligation in the name of the Institute.

### **Section 3**

– The section shall submit an annual report of its activities, as required by the Institute.

### **Section 4**

– The Charter and the by-laws (if any) of the Section, and all amendments thereto, are subject to approval by the Council of the Institute.

## **Article IV – Membership**

### **Section 1**

– The membership of the Section shall be limited to Fellows, Members, Associate members, Affiliates or Student Members of the Institute and also to those other engineers who, although not currently members of the Institute, do apply for and qualify for one of the limited classes of membership in the Institute within two years of applying for membership in the Section. Nothing in this Charter, however, shall be construed to prevent non-members from attending general meetings or functions of the Section.

### **Section 2**

– Any member of the Institute or other engineer residing or employed in the district covered by this Section may become a member of the Section by payment of the New Jersey Section dues. Individuals who are not members of the Institute, or who neither reside nor are employed within the district, may file an appropriate application with an officer of the Section or the Chairperson of the Membership Committee. Such applications for membership in the Section are subject to review by the Membership Committee and acceptance or rejection by vote of the Executive Committee.

### **Section 3**

– All members of the Section shall have the rights and privileges of membership.

## **Article V- Dues**

The dues of the Section and all regulations regarding payment of dues, and the penalties for non-payment of dues, shall be as determined from time to time by majority vote of the entire Executive Committee and recorded by the secretary of the Section.

## **Article VI – Elected Officials**

## **Section 1**

– The elected officials of the Section shall be a Chairperson, a Chairperson-elect, a Secretary, a Treasurer, and up to six Directors of the Section. Elected officials shall be Fellows, Members, Associate Members of the Institute, as well as members in good standing of the Section.

## **Section 2**

– The Chairperson-elect, the Secretary, and the Treasurer shall be elected biennially for a term of two-years beginning January 1st following their election. The Chairperson-elect shall also automatically serve as Chairperson for a term of two years following their term as Chairperson-elect.

## **Section 3**

- Directors shall be elected for a term of two years.

## **Section 4**

– The Chairperson or, in his or her absence, the Chairperson-elect or, in his or her absence, the Secretary or, in his or her absence, the Treasurer shall preside at all meetings of the Section and of the Executive Committee. The Chairperson will prepare the annual report for the Institute.

## **Section 5**

– The Chairperson-elect shall assist the Chairperson in leading the Section.

## **Section 6**

– The Secretary shall:

A. Write and present minutes of all meetings of the Section and the Executive Committee.

B. Handle all official correspondence of the Section.

C. Maintain the permanent records of the Section.

## **Section 7**

– The Treasurer shall be responsible for the collection and disbursement of funds as authorized by the Executive

Committee and for the keeping of appropriate records thereof. The Treasurer shall present a report of the finances of the Section at the first Executive Committee meeting of the fiscal year, and shall update it at each succeeding Executive Committee meeting. The Treasurer shall also present a report of the Section finances to the membership at the annual meeting.

### **Section 8**

– Directors shall serve as Chairperson or Co-chairperson of standing or special committees of the Section, as appointed by the Chairperson of the Section.

### **Section 9**

– The Chairperson shall declare vacant the office of any elected official who is absent from three consecutive Executive Committee meetings, unless such absences are excused by the Executive Committee. The Chairperson may then appoint a new officer to serve for the duration of the absent officer's position subject to the review and approval of the Executive Committee.

### **Section 10**

– Upon the installation of new officers, the Chairperson shall appoint an Audit Committee of two members in good standing to audit the books of the Treasurer. The Audit Committee shall report back to the Executive Committee within two months from the date of the installation of Section officers, and to the general membership at the next annual meeting.

### **Section 11**

– The Chairperson may appoint members to the post of Director Emeritus which is a lifetime appointment based on the merit of their service to the Section. This is subject to approval of the Executive Committee.

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## **Article VII – Committees**

### **Section 1**

– There shall be an Executive Committee consisting of the officers of the Section, the most recent past Chairperson, Rutgers University AIChE Student Chapter liaison, and the Directors. This committee shall

be charged with conducting the general business of the Section, and the supervision and care of all its property. This committee shall meet at the call of the Chairperson of the Section or at the request of three of its members.

The Chairperson of the Section shall also serve as the Chairperson of the Executive Committee. Five members of the committee shall constitute a quorum. The meetings of the Executive Committee shall be open to all members of all active committees of the Section, and its minutes shall be made available to any Section member upon request.

## **Section 2**

– The Executive Committee may prepare and adopt a set of By-laws which, together with the Charter, shall govern its procedures and those of the Section. Such By-laws shall be adopted or may be amended by a two-thirds vote of the Executive Committee, provided prior written notice of such action will be given to the members of the committee.

## **Section 3**

– The Executive Committee shall designate such standing committees as may be necessary to conduct the on-going business of the Section. Such other temporary special committees as may also be required shall be established by the Chairperson, with the approval of the Executive Committee.

The Chairpersons of all such committees shall be appointed by the Chairperson of the Section.

## **Section 4**

– The Executive Committee may authorize the organization of sub-sections within the Section district under such regulations as it may formulate.

## **Section 5**

– In the fall of the second year of the term of the officers the Chairperson shall appoint a Nominating Committee. The past Chairperson, if available, shall be a member of and chairperson of the Nominating Committee. The duties of the committee are described in Article IX.

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## **Article VIII – Meetings**

## **Section 1**

- There shall be at least five general meetings of the Section each year, at times and places determined by the Executive Committee.

## **Section 2**

- Notice of all meetings shall be sent to the members in advance of such meetings.

## **Section 3**

- A quorum for the transactions of business at an Executive Committee meeting shall consist of five officers, except that no quorum is required for the presentation of reports by the officers of the Section, or from the Audit Committee or the Nominating Committee. Any Section business may be conducted electronically or at meetings. A plurality of members present or voting shall be sufficient to pass a motion or vote.

## **Section 4**

- The order of business at meetings of the Section and the Executive Committee shall be
  - A. Reading of the Minutes of the Previous Meeting
  - B. Reports of Officers and Committees
  - C. Old Business
  - D. New Business
  - E. Adjournment

## **Section 5**

- Roberts Rules of Order shall be followed in all matters of parliamentary procedure insofar as they are in conformity with the provisions of this Charter.

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# **Article IX – Elections**

## **Section 1**

- The Nominating Committee shall submit the names of candidates for each prospective vacancy to the Executive

Committee by October of the last year of the term.

## **Section 2**

– All elected officials shall be elected by a simple majority of the votes cast from a single ballot to be sent to the membership of the Section in October, to be returned and counted within four weeks from the date of the mailing. All successful candidates shall automatically take office the first day of January following thereafter.

## **Section 3**

– Officers shall hold office for two years or until their successors are elected and take office. Directors shall hold office for two years. Immediately after the annual election, the Secretary shall forward the names of the newly elected officers to the Secretary of the Institute.

## **Section 4**

– Should a vacancy occur in any position, the Chairperson, with the approval of the Executive Committee, shall appoint a member in good standing to fill the unexpired term.

## **Section 5**

– No member shall be eligible for nomination or election to more than one position at any one time.

## **Section 6**

– In case of a tie vote, the majority of outgoing officers and Directors shall decide by secret ballot.

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## **Article X – Amendments**

This Charter, with the exception of Article III, may be amended at any general meeting or by any other balloting method by an affirmative vote of not less than two-thirds of the members present and voting provided that notice of the intended change in the Charter has been sent to the members of the Section at least two weeks prior to the meeting or vote, or by a mail ballot affirmative vote of not less than two-thirds of the members responding under conditions approved by the Executive Committee, and subsequent approval by the Council of the Institute.

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## **Article XI – Dissolution of the Section**

Upon the dissolution of the New Jersey Section any assets of the New Jersey Section remaining thereafter shall be conveyed to such organization then existent, within or without the district of the Section dedicated to the perpetuation of objectives similar to those of the Institute, or to the American Institute of Chemical Engineers, so long as whichever organization is selected by the governing body of the Section at the time of the dissolution shall be exempt under Section 501 ( c) (3) of the Internal Revenue Code of 1954 as amended or under such successor provision of the Code as may be in effect at the time of the Section's dissolution.

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