NAHMMA

North American Hazardous Materials Management Association

NAHMMA
Chapter Charter and Standard By-Laws

Chapter Charter of the North American Hazardous Materials Management Association (NAHMMA)

NAHMMA Chapter Charter

The Chapter recognizes NAHMMA as the force of cohesion between all local chapters. The Chapter will operate in a manner that will ensure that the policies and standards of conduct set forth by the NAHMMA will be met. The Chapter will ensure that the most current copy of the signed and dated Chapter By-Laws are on file at the NAHMMA office and will submit to the NAHMMA office an annual report as required. Newly established Chapters agree to abide by the Standard NAHMMA Chapter By-Laws for two years before consideration of a modified By-Laws is allowed. In return, the Chapter expects to receive all consideration and benefits of a NAHMMA Chapter in good standing.

NAHMMA hereby recognizes the formation and establishment of the _____ Chapter which is chartered to carry forward the mission and goals of NAHMMA in the geographic area _____ _____. In addition, the Chapter is authorized to use the NAHMMA logo, access funding separately tracked and managed by the NAHMMA administrator for furthering the purposes of Chapter member's professional benefit, and operate under NAHMMA's 501(c)(3) status

Pursuant to NAHMMA Board of Directors action, this Chapter Charter is effective

_____
(Insert Date of NAHMMA Board resolution establishing the Chapter)

_____
(insert name), NAHMMA President

_____
(insert name), NAHMMA Secretary

_____
(insert name), Chapter Liaison (from Chapter petition)

_____
(insert name), Alternate Chapter Liaison (from Chapter petition)

Standard NAHMMA Chapter By-Laws

ARTICLE I — NAME AND CHARTER

The name of the organization shall be the **[insert name of chapter]** Chapter of the North American Hazardous Materials Management Association (the Chapter). On receipt a formal Charter from the North American Hazardous Materials Management Association (NAHMMA), the Chapter will be considered an area/local chapter of the NAHMMA.

ARTICLE II — PURPOSE AND MISSION

NAHMMA is a professional membership organization dedicated to pollution prevention and reducing the hazardous constituents entering municipal waste streams from households, small businesses and other entities that may be exempt from local, regional or national regulations. NAHMMA chapters are organized to provide a local forum for NAHMMA members facilitating peer-group interaction and exchange of ideas and information relating to hazardous materials management..

The Chapter's goal is to bring NAHMMA's mission to the local level, promoting and encouraging:

- Product reformulation
- Development and use of less or non-hazardous products, constituents, processes, and methods
- Collection of materials that contain hazardous components for reuse, recycling or hazardous waste management.

This mission will be fulfilled by:

- Fostering education, communication and informational exchanges at the local level
- Encouraging development of sound policies and cost effective strategies
- Recognizing exemplary people, programs, policies and practices
- Providing professional development opportunities.

In addition, individual chapters may establish Chapter specific goals and programs that need to be implemented locally. Chapter specific goals must be locally adopted by a vote of the membership and Chapter specific programs need to be approved by the executive committee. Any additional goals or programs must be consistent with NAHMMA policy, goals, and mission. Examples of these additional goals and programs could include:

- Environmental Health and Safety Policy Initiatives and Training Programs
- Regulatory Compliance, Coordination, and Policy Development and Education
- Promoting and providing opportunities to achieve and maintain professional certifications

such as the Certified Hazardous Materials Manager (CHMM)

- Other programs and goals specific to the local Chapter

ARTICLE III – CHAPTER SPONSORSHIP OF EVENTS

Chapters are encouraged to sponsor chapter-wide, regional, and the national NAHMMA conferences and symposium with NAHMMA members, ACHMM chapters, and other professional groups with common interests.

Chapter or regional conferences may be sponsored by single or multiple chapters. All regional expenses and revenues will be managed within the sponsoring Chapter(s) account and Chapters shall not incur financial debts in excess of chapter account assets on behalf of NAHMMA unless authorized in advance by NAHMMA.

The NAHMMA national conference or other national events may be co-sponsored by Chapter(s). Chapters that sponsor national conferences and other events in collaboration with national NAHMMA committees and provide the required level of local support as a sponsor for the organizing and running such events will receive a proportion of net proceeds of the conference or event, if any, as recommended by the standing conference committee and board of directors. Net proceeds is the amount of revenue received less administrative and direct expenses for the event.

ARTICLE IV — MEMBERSHIP

Members in good standing shall be those members who have fulfilled all obligations to the Chapter and to NAHMMA. All NAHMMA members within the Chapter geographic boundary are members of that Chapter.

Rights of Members:

—***Chapter Members in good standing*** shall be entitled to:

Vote for elective positions, changes to the By-Laws, and dissolution of the Chapter.

Hold an elective or appointed office in the Chapter.

Receive official Chapter publications.

Attend and participate in Chapter meetings.

Other rights as the Chapter may determine.

Dues: Membership dues shall be set by NAHMMA and, upon receipt, a portion is directly remitted to each Chapter Account, unless the NAHMMA Board makes alternative arrangements with an incorporated Chapter.

ARTICLE V — CHAPTER OFFICERS, NAHMMA CHAPTERS COMMITTEE REPRESENTATIVE, NATIONAL CONFERENCE DELEGATE

All Chapter Officers shall be Members in good standing with the NAHMMA. Chapter Officers shall be responsible for the management of Chapter affairs, implementation of policy, and execution of the Annual Operating plan.

Officers' Duties: There shall be at least three elective Officers. Their terms of office and duties are listed below.

— **President:** The president, elected to serve one year, presides over Chapter meetings and interfaces with other chapters, NAHMMA, and other environmental organizations. All committees report to the President, who is responsible for day-to-day Chapter management.

— **Vice-President (President-Elect):** The vice-president, who is elected to serve one year and expected to serve as President the following year, presides over Chapter meetings in the absence of the President.

— **Secretary/Treasurer:** The secretary/treasurer, who is elected to a term of two years documents Chapter meetings, maintains and updates Chapter records and mailing lists, documents Chapter-sponsored training, and manages mailing of official notices to the membership as well as managing the Chapter's financial affairs working with the NAHMMA Treasurer and Administrator..

— **Immediate Past President:** The responsibility of this unelected position, which is assumed by the previous year's President, is to recruit Chapter members and assist the elected officers in achieving Chapter objectives.

Removal of Officers: Officers may be removed from office by a two-thirds vote by the full Chapter Executive Committee. Reasons for removal shall be kept confidential and shall be of the nature of not being in good standing, conducting themselves in a way detrimental to the Chapter, nonfulfillment of responsibilities as an officer, or unethical behavior. The Officer shall be given the opportunity to resign before any official action by the Chapter Executive Committee.

Each Chapter shall designate primary and alternate **Representatives to the NAHMMA Chapters Committee**. This representative and alternate may be Chapter Officers or other Chapter members in good standing. There shall be one vote per Chapter on the NAHMMA Chapters Committee. The Chapter Representative has an ex-officio voting membership position on the NAHMMA Chapters Committee. The Alternate can exercise the Chapter vote in the absence of the primary Representative. The Representative and/or Alternate will be available to participate via conference call with the NAHMMA Chapters Committee. The role of the Chapter representative and alternate will be to work with the national NAHMMA Chapters Committee throughout the year and represent the interests of the Chapter at the national level.

This includes all interactions between the Chapter and national levels of the NAHMMA organization.

Each year the Executive Committee of each Chapter may designate up to **two Chapter Delegates to the national NAHMMA conference**. These Delegates may be elected positions added to the Executive Committee or solicited from the Chapter membership at-large. The Chapter Delegate(s) will receive complimentary registration to that conference. Only Chapter members in good standing may be designated as Chapter Delegate(s). The Chapter Delegates are expected to bring any relevant Chapter business to the national conference, attend the national annual membership meeting, and report back to the Chapter from each national conference. The Chapter Secretary/treasurer must notify the NAHMMA Administrator regarding the identity of the current year's Chapter Delegates.

ARTICLE VI — CHAPTER EXECUTIVE COMMITTEE

The Chapter shall be governed by a Chapter Executive Committee of at least three members, the elected Officers.. Each Chapter may choose to elect additional executive committee members from the membership at-large. Each Executive committee shall be made up of an odd number of members in order to ensure majority decisions can be made by a vote of the committee.

The Executive Committee shall annually plan and structure Chapter operations in the form of an Operating Plan. This responsibility shall include the following:

- Setting objectives
- Developing a yearly calendar of activities
- Developing an annual budget
- Any other planning that will forward Chapter growth

The Operating Plan shall be adopted by the Executive Committee by a majority vote and presented to the general membership at the first general membership meeting of the calendar year or sent to the membership via mail or e-mail. Any proposed unplanned expenditure, not included in the Operating Plan as adopted by the Executive Committee and presented to the general membership, shall be approved by a majority vote of the Executive Committee..

The Executive Committee is charged with the responsibility of setting policy for the Chapter. Other responsibilities shall include maintaining the financial health of the Chapter, overseeing the ongoing operations of the Chapter, reporting to NAHMMA, ensuring compliance with NAHMMA's 501(c)(3) tax-exempt status and preparing annual financial reports as required by NAHMMA and state/local regulatory authorities.

For decision making, a quorum shall be a majority of the Executive Committee. All decisions shall be by a majority vote of the Executive Committee.

The Executive Committee has the right to bring issues to the general membership for discussion and decision- making vote. The membership shall be notified, in writing, of such issues 20 days prior to the date of discussion and the decision-making vote.

ARTICLE VII — ELECTIONS

The elections of Officers and the Executive Committee shall be held on an annual basis prior to the last regular meeting of the Chapter in the current term. The term of office shall be consistent with the National NAHMMA Board of Directors, beginning January 1st.

The Executive Committee (or appointed election committee) shall solicit nominations to develop a slate of officers for presentation to the membership. Ballots shall be immediately mailed or e-mailed to all members in good standing. Such ballots shall stipulate a deadline for the return of completed ballots. The NAHMMA Administrator will provide the current list of NAHMMA Chapter members to the Executive Committee prior to any balloting.

Ballots shall be returned to the Immediate Past President who, with the Secretary/treasurer or the election committee, if one exists, will be responsible for tallying the vote. In the case where the Immediate Past President or Secretary/treasurer is not available for this task, a current or past NAHMMA Board member may fill this role. The election results shall be reported by the Immediate Past President, or person filling this role, to the membership no later than 60 days prior to the national NAHMMA conference of the year in which the election is held.

Officers and the Executive Committee shall be elected by a majority of the votes cast by those members who return completed ballots by the deadline stipulated. In the event that no candidate receives a majority of the votes cast on the first ballot, a runoff election shall be held between the two candidates receiving the greatest number of votes. Until such time as elections are completed, the current officers shall hold their posts.

If any officer is unable to maintain his/her position during his/her term of office, the Executive Committee shall appoint an individual to maintain the position for the duration of the term, not to exceed one year. If the position of Vice-President is appointed, that office holder will not automatically become the President the next year unless they are elected to that position.

The results of each election shall be reported by the Secretary to the NAHMMA no later than 30 days prior to the national NAHMMA conference, or as soon as possible in the case of a runoff election.

ARTICLE VIII — ADMINISTRATION

The Chapter shall be governed by the Chapter Executive Committee. The Officers shall manage the day-to-day affairs of the Chapter. Committees shall be formed to conduct the work of the Chapter.

The Secretary/Treasurer shall record the minutes of all Chapter Executive Committee meetings and shall at least review the minutes of the previous meeting at the beginning of the following meeting. The Secretary/Treasurer shall also record minutes of the debate and vote on decisions made at any general membership meeting. The Secretary/Treasurer shall be responsible for accounting for all deposits and expenditures of Chapter monies of the Chapter to the Executive Committee and the NAHMMA Administrator. The signature of the Secretary/Treasurer and

Chapter President is required on all requests for disbursement of any Chapter funds over $300. Disbursement requests of $300 or less of Chapter funds only require the signature of the Chapter Secretary/treasurer. The Secretary/ treasurer is responsible for deposit of Chapter funds into the NAHMMA Chapter Account. At each general membership meeting of the Chapter the Secretary/Treasurer shall make a report on the financial condition of the Chapter.

The Chapter shall take no action in conflict with any existing standard, policy, or directive of NAHMMA.

The work of the Chapter shall be conducted by Committees of which the chairperson is expected to serve for a period of at least one year. The President shall appoint committee chairpersons as needed. Examples of possible committees include:

- **Government Affairs:** This committee is the focal point for communication to the Chapter on actions, proposed or otherwise, taken at all levels of government in regard to management of hazardous materials. The chairperson is encouraged to conduct the chapter committee efforts in concert with National NAHMMA as well as state and local initiatives of interest to the membership.

- **Professional Development:** Continuing education is an important part of the fulfillment of the Chapter's Mission. This committee will develop the educational programs for the Chapter meetings, as well as any other programs that can be used to further the exchange of information and ideas.

- **Membership Development:** This committee recruits new members for the Chapter. The committee will develop and execute recruiting plans and campaigns including e-mail, direct mail, telephone, events, and membership incentives.

- **Chapter Conference and Event Planning**: This committee plans and executes periodic conferences or other events that involve participation of the Chapter and affiliated professionals to further the advancement of the profession, train, educate, and perform strategic planning for the benefit of the profession. Conference and Events should be part of the annual operating plan.

The Chapter Executive Committee can appoint and dissolve standing committees, or ad-hoc committees, as may be required to conduct Chapter business.

ARTICLE IX — MEETINGS

Executive Committee: There shall be at least two meetings of the Executive Committee per year. These meetings may be held either before or after the general membership meetings. The time and place of each meeting shall be set by the Committee and may include meetings via phone. A quorum is required for the Executive Committee to conduct Chapter business, a simple majority will comprise a quorum of the Executive Committee. Committee Chairpersons shall be invited to attend Executive Committee meetings. All meeting dates will be preceded by a notice

to all Chapter Executive Committee members and Committee Chairs at least 10 days in advance of the meeting, except for special meetings called by the Executive Committee.

General Membership: There shall be at least one general membership meeting per year. This is often done in conjunction with a professional development program where members would normally be expected to attend and a business portion to inform the Chapter needs to be included in the meeting. . The time and place of each meeting shall be approved by the Executive Committee. All meeting dates will be preceded by a notice to all members at least twenty (20) days before the meeting.

Agenda: The following items are recommended as the minimum general membership meeting agenda.

- Call to order
- Approval of minutes of the last meeting, if applicable
- Reports of Officers and actions taken (treasurer's report and the annual Chapter operating plan would go here)
- Reports of Committees and actions taken
- National NAHMMA events and dates
- Announcement of next meeting date and adjournment

Quorum Defined: A quorum for conducting business at a general membership meeting requires two members of the Executive Committee and four NAHMMA Members (minimum number, six).

ARTICLE X — DISSOLUTION OF THE CHAPTER

NAHMMA Chapters may be voluntarily dissolved by a majority vote of the Chapter members. In the event of a voluntary dissolution of the Chapter, the Chapter President shall forward written notification of this to the NAHMMA Board of Directors. The chapter shall have 30 days to forward all Chapter documentation and records to NAHMMA's administrator.

NAHMMA Chapters may be involuntarily dissolved by a majority vote of the NAHMMA Board of Directors. This action is to be taken in the event that a Chapter does not comply with the NAHMMA Chapter by-laws, including representing NAHMMA in a manner that does not complement the NAHMMA Purpose and Mission, likelihood of unethical behavior by Chapter Officers in their capacity as NAHMMA Chapter Officers, misusing NAHMMA Chapter funds, or failure to comply with the IRS requirements for tax-exempt 501(c)(3) organizations.

If, at any time, the Chapter shall be 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 properties shall be distributed, consistent with the mission of the Chapter to a non-profit organization or to NAHMMA in accordance with the federal, state, and local laws and regulations governing the chapter. The Chapters decision on disbursement of funds shall be forwarded to the NAHMMA Board of Directors for approval

ARTICLE XI — AMENDMENTS

Amendments to the Chapter By-Laws may be presented by any Chapter Member in good standing at any general membership meeting or at any meeting called by the Executive Committee for that specific purpose. A notice of the proposed amendment(s) shall be transmitted to all members, in writing, at least 21 days prior to the meeting at which voting will take place. The agenda at such meeting shall make provision for discussion and debate prior to a vote. Provision shall be made by the Chapter for absentee voting. A two-thirds affirmative vote by the Chapter Membership is necessary to change the By-Laws. The votes counted shall be the sum of the absentee votes and the votes cast at the meeting, without counting multiple votes when cast by the same person at the meeting and by absentee ballot.

Any proposed modification to the Chapter By-Laws shall be forwarded to the NAHMMA for review and consent (given in writing) prior to any final acceptance by the Chapter. Final copies of by-laws modifications shall be provided to NAHMMA as soon as accepted by the membership.

ARTICLE XII — PUBLICATIONS

The Chapter may circulate official Chapter or NAHMMA publications to all its members. The frequency of Chapter publications shall be determined by the Executive Committee. Their purpose should be to report professional and/or organizational activities to the Chapter. All Chapter publications will be sent to the NAHMMA when issued to Chapter members by including the NAHMMA's office address in the mailing list of the Chapter. Before the any individual Chapter publishes or otherwise issues publicly any statement upon a policy matter which purports to represent the opinion of the NAHMMA, it must first obtain the written consent of the NAHMMA Board of Directors. Before any member publishes or otherwise issues publicly any statement upon a policy matter which purports to represent the opinion of the Chapter, the person shall first obtain the written approval of the Chapter Executive Committee. Such approvals may be via signed correspondence or contained in finalized meeting minute approved actions.

ARTICLE XIII — MODIFICATIONS TO CHAPTER BY-LAWS BY CHAPTERS

When the Standard NAHMMA Chapter By-Laws are modified by the Chapter the following section will be completed:

These By-Laws of the Chapter are effective on **[insert effective date]** as approved by the membership of the Chapter and attested to by the current Officers of the Chapter as noted to below by signature:

[insert name], President _____

[insert name], Vice-President _____

[insert name], Secretary/treasurer _____

ARTICLE XIV – MODIFICATIONS TO CHAPTER BY-LAWS BY NAHMMA BOARD

Simultaneous changes to all Chapter By-Laws may be implemented by the NAHMMA Board in collaboration with the NAHMMA Chapters Committee. Proposed Changes may originate from NAHMMA Chapters Committee or from the NAHMMA Board. Any proposed simultaneous changes to all Chapter By-Laws must be approved by the NAHMMA Board for a vote of the NAHMMA membership at the annual conference.

ARTICLE XV — COMPLIANCE WITH NAHMMA'S 501(c)(3) Status

NAHMMA is a tax-exempt organization under section 501(c)(3) of the Internal Revenue Code. NAHMMA is also classified as a public charity under sections 509(a)(1) and 170(b)(1)(A)(vi) of the Internal Revenue Code. NAHMMA is organized and operated exclusively for educational purposes under the tax laws of the US.

To be and remain tax-exempt as an organization described in IRC Section 501(c)(3) of the US Code, an organization must be organized and operated exclusively for one or more of the purposes set forth in IRC Section 501(c)(3) and none of the earnings of the organization may inure to any private shareholder or individual. In addition, it may not attempt to influence legislation as a substantial part of its activities and it may not participate at all in campaign activity for or against political candidates.

NAHMMA Chapters are required to comply with all IRS requirements of 501(c)(3) tax-exempt organizations. The Chapter Executive Committee is responsible for ensuring this requirement is met. Failure to comply with these requirements is cause for dissolution of the Chapter by NAHMMA's Board of Directors.