

CANADIAN SOCIETY FOR CHEMISTRY

DIVISION OF ORGANIC CHEMISTRY

CONSTITUTION

Article I - Name

The name of this Division of the Canadian Society for Chemistry is "The Division of Organic Chemistry", hereinafter referred to as "the Division".,

Article II - Object

The object of the Division is the advancement of Organic Chemistry in Canada, this object to be carried out within the Canadian Society for Chemistry, hereinafter called "the Society".

Article III - Terms of Reference

It shall be a function of the Division, inter alia, to arrange through its Executive Committee for Meetings and Symposia of the Division at the time of the Annual Conference of the Society and at other times as may be decided. The Division may also undertake other activities that its Executive Committee considers to be consonant with the object of the Division (Article II) subject to the approval of the Board of Director of the Society.

Article IV - Membership

The Membership of the Division shall consist of all members of the Society who have signified their interest in the Division. Membership in another Division of the Society shall not preclude membership in the Division of Organic Chemistry.

BY-LAWS

Article I - Restriction

The Division of Organic Chemistry is constituted under the By-laws of the Canadian Society for Chemistry and no portion of the Constitution or By-laws of the Division may be interpreted or applied in a way contrary to the Charter or By-laws of the Society.

Article II - Officers and Executive Committee

Section I Officers

The Officers of the Division shall be elected from the members of the Division and shall consist of a Chairman, Vice-Chairman, Treasurer-Program Chairman, Secretary, the Past-Chairman and two Members-at-large.

Section IA - Election and Term of Office of Officers

- (a) The Chairman shall be elected for a one-year term at the Annual Business Meeting of the Division and shall normally fill the office of Past-Chairman in the subsequent year.
- (b) The Vice-Chairman shall be elected for a one-year term at the Annual Business Meeting of the Division and shall be expected to stand for election as Chairman at the Annual Business Meeting in the following year.
- (c) The Treasurer- Program Chairman shall be elected for a one-year term at the Annual Business Meeting of the Division and shall be expected to stand for election as Vice-Chairman at the following Annual Business Meeting. In order to facilitate the organization of the Program at the Annual Conference of the Society the Treasurer-Program Chairman shall normally be chosen from the region in which the Annual Conference is to be held in the following year.
- (d) The Secretary shall be elected for a one-year term at the Annual Business Meeting of the Division. In order to provide continuity in the operation of the Division, the Secretary shall be expected to stand for election as Treasurer-Program Chairman at the Annual Meeting in the following year. With this in mind, the Secretary shall normally be chosen from the region in which the Annual Conference of the Society is to be held in two years time (cf. previous paragraph).
- (e) The Past-Chairman shall occupy the position for a one-year term immediately following completion of the Chairmanship (cf. para (a)).
- (f) The Officers shall assume their responsibilities immediately following the Annual Business Meeting at which they are elected.
- (g) The Members-at- Large shall be elected for a term of three years at the Annual Business Meeting of the Division. The terms of the two Members-at-Large shall be staggered to promote continuity.

Section II - Executive Committee

The Division will be represented on the Board of Directors of the Society by a member of the Division elected according to the Bylaws of the Society. The officers of the Division and the representative on the Board of Directors shall constitute the Executive Committee of the Division.

Section IIA - Election and Term of Office of Executive Committee

- (a) The election and terms of office of the Officers are described in Section IA of this Article.
- (b) The election and term of office of the Division's representative on the Board of Directors of the Society shall be as provided by the By-laws of the Society.
- (c) The Contributing Editor to "Canadian Chemical News" for Organic Chemistry shall be the Past-Chairman of the Division. The term of the appointment shall normally be for one year and the approval of the nomination shall be in accord with the policy of the Editorial Board of "Canadian Chemical News" and subject to the approval

of the Board of Directors of the Society.

Section III - Vacancies

(a) Any vacancy occurring in the Executive Committee for any reason may be filled by appointment by the Executive Committee, the appointee to serve until the next Annual Business Meeting.

(b) In the event that the Chairman, for any reason, is unable to complete the term of office, the Vice-Chairman shall normally assume the duties of Acting Chairman. The Acting Chairman shall be eligible for election as Chairman at the next Annual Business Meeting.

(c) In the event that the out-going Chairman is unable to serve, or to complete the term of office as Past-Chairman is unable to serve, or to complete the term of office as Past-Chairman, a predecessor (in reverse chronological order) shall be asked to serve as Past Chairman of the Division.

Article III - Duties and Responsibilities

Section I - Executive Committee

Subject to the Constitution and By-laws of the Division, the Executive Committee shall have the power to manage, operate, and direct the affairs of the Division in the year between the Annual Business Meetings.

Section II - Chairman

The Chairman shall preside at all meetings of the Division and shall act as Chairman of the Executive Committee. The Chairman shall be a member ex-officio of any committee of the Division. The Chairman shall conduct the day-to-day business of the Division, consulting with the other members of the Executive on any matters of substance.

The Chairman shall keep copies of all correspondence engaged in on behalf of the Division.

It shall also be the responsibility of the Chairman to prepare a "Newsletter" which outlines the activities of the Division in the current year, and the proposed activities in subsequent years. This Newsletter shall be distributed prior to the Annual Conference of the Society and it shall include the Agenda of the next Annual Business Meeting and the proposed slate of new officers. It may contain any other information which may be of interest or concern to members of the Division.

Section III - Vice-Chairman

In the absence of the Chairman, the Vice-Chairman shall perform the functions of the Chairman.

Section IV - Past-Chairman

In the absence of both the Chairman and the Vice-Chairman, the Past-Chairman shall assume their duties and responsibilities. Also the Past-Chairman shall be the Contributing Editor to "Canadian Chemical News" for

Organic Chemistry (see Article II, Section IIA (c)).

Section V - Treasurer-Program Chairman

On behalf of the Division this officer shall collect revenues, keep accurate accounts, and pay all bills, subject to the approval of either the Chairman or Vice-Chairman. The Treasurer-Program Chairman shall make a Financial Report at the Annual Business Meeting and shall prepare the Financial Statement and Budget of the Division as required by the By-laws of the Society. Following completion of the financial transactions of the Division in regard to the Annual Conference, the out-going officer shall transfer the existing funds and the up-dated financial ledger to the new officer.

The Treasurer-Program Chairman shall organize the Program of the Division at the Annual Conference of the Society, the outline of which was approved at the previous Annual Business Meeting.

Section VI - Secretary

The Secretary shall keep a record of the proceedings of the Annual Business Meeting of the Division, and of any Meetings of the Executive Committee. The Secretary shall issue the Minutes of the Annual Business Meeting, sending a copy of these to the Head Office of the Society, as required by the By-laws of the Society.

The Secretary shall notify the National office of the Society of the new officers of the Division shortly after their election.

In consultation with the other members of the Executive, the Secretary shall prepare an outline of the Program of the Division at the Annual Conference of the Society in two years time, this outline to be approved by the Annual Business Meeting (See previous Section).

Section VII - Meetings of the Division

As outlined above (Article III, Sections V and VI) and subject to the approval of the Executive Committee and the Annual Business Meeting, the Treasurer-Program Chairman shall organize the program of the Division within the Annual Conference of the Society. The Executive Committee shall consider the advisability of holding or sponsoring other technical meetings. The Division shall normally sponsor a specialized symposium in the area of Organic Chemistry every second (odd-numbered) year. This sponsorship may take the form of seed-money, any such money being returned to the Division after the symposium has paid all its bills. Any excess of revenues over costs for a symposium supported by the Division shall revert to the Division. The sponsorship of meetings and symposia and the allocation of seed money shall be subject to the approval of the Annual Business Meeting. The Executive Committee may also approve the allocation of small grants (\$1000 or less) to support activities organized by members which promote Organic Chemistry in Canada (see Articles II and III of the Constitution).

Section IX - Subcommittees

The Chairman may appoint from the Divisional membership, with the approval of the Executive Committee, any Subcommittee that is deemed desirable. The terms of reference of any such subcommittee shall be specified by the Executive Committee.

Section X - Members-at-Large

The role of the Members-at-Large is to broaden the Executive Committee so that the interests of all Divisional members are better represented. The Members-at-Large shall assist the expansion of the activities and programs of the Division of Organic Chemistry.

Article IV Nominations and Elections

Section I Nominations

The Executive Committee shall prepare a proposed slate of officers for the following year. Having ascertained their willingness to serve, this slate shall be published in the Newsletter and/or the "Canadian Chemical News", together with an invitation for other nominations, prior to the Annual Business Meeting of the Division. Any such further nominations shall be made in writing and shall be in the hands of a member of the Executive Committee not later than 24 hours prior to the Annual Business Meeting. Such nominations shall bear the signature of at least three members of the Division and the written consent of the nominee.

Section II - Elections

If no further nominations are received, the slate shall be presented to the Annual Business Meeting for adoption. If further nominations are received, the vote shall be by secret ballot at the Annual Business Meeting, with two tellers selected from the audience at large.

Article V - Meetings

Section I - Annual Business Meeting

The Annual Business Meeting for the Division shall be held during the Annual Conference of the Society, or, when this shall not be practical, at an appropriate technical meeting of the Division. A quorum of the Executive (cf. Article V, Section II) and ten members of the Division shall constitute a quorum for the transaction of business.

The Agenda, which shall be circulated in advance of the Business Meeting, shall include provisions for the following items:

- (1) Minutes of the preceding Business Meeting and matters arising.
- (2) Report of the Chairman.
- (3) Financial Report by the Treasurer-Program Chairman.
- (4) Report by the Divisional Representative on the Society Board of Directors.
- (5) Proposed Program for the following year, prepared by the Secretary.
- (6) Nominations for and election of the new Officers.
- (7) New Business.

Section II Meetings of the Executive Committee

The Executive Committee shall normally meet prior to the Annual Conference of the Society. The Chairman or Vice-Chairman and three other members of the Executive Committee shall constitute a quorum for the transaction of business. Further meetings may be called at the discretion of the Chairman.

Article VI- Finances

The Division shall operate its own Treasury. The Budget of the Division and a Financial Statement shall be submitted to National Office by the dates specified by the Society. A Financial Report of the Division, prepared by the Treasurer-Program Chairman (Article II, Section V), shall be approved by the Annual Business Meeting.

The operation of the Division shall be financed by:

- (a) Grants from the Society;
- (b) Grants from Government Departments, foundations, industry, or private individuals;
- (c) Excess revenues generated by meetings or symposia sponsored by the Division.

Article VII - Limits of Authority

Notwithstanding the foregoing, all of the activities of the Division shall meet with the approval of the Board of Directors of the Society. The Division shall not amend its Constitution or Bylaws, or make any commitments on behalf of the Society without the consent of the Board of Directors of the Society.

Article VIII - Amendment

Either the Constitution or the By-laws of the Division may be amended at an Annual Business Meeting of the Division by a two-thirds affirmative vote of the members present, provided a quorum is present. Notice of a motion for an amendment must be received by the Secretary at least three months prior to such a meeting so that publication of the motion in the Newsletter and/or "Canadian Chemical News" is possible in the weeks before the Annual Business Meeting. Such publication shall be obligatory. Amendments shall not be effective until approved by the Board of Directors of the Society.

Article IX - Dissolution

In the event of the dissolution of the Division, any funds and property remaining are to be used for the furtherance of Organic Chemistry in Canada. If this is impractical, the remaining assets shall revert to the Society.