



NAHMMA
Northwest Chapter
Charter and 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 Northwest Chapter which is chartered to carry forward the mission and goals of NAHMMA in the geographic area including Washington, Oregon, Idaho and Montana. 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)

ARTICLE I — NAME AND CHARTER

The name of the organization shall be the Northwest Chapter of the North American Hazardous Materials Management Association and is an area/local chapter of NAHMMA, and is referred to as “the Chapter” in these by-laws. “NAHMMA” refers to the national organization.

ARTICLE II — PURPOSE AND MISSION

NAHMMA is a professional membership organization dedicated to pollution prevention and reducing 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 shall take no action in conflict with any existing standard, policy, or directive of NAHMMA.

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; and
- 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; and
- Providing professional development opportunities.

The Chapter may establish specific goals and programs to implement locally. Chapter-specific goals must be adopted by a vote of the Chapter membership and Chapter-specific programs need to be approved by the Chapter Executive Committee. All goals or programs must be consistent with NAHMMA policies, 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; and
- Promoting and providing opportunities to achieve and maintain professional certifications

such as the Certified Hazardous Materials Manager (CHMM).

ARTICLE III — COMPLIANCE WITH NAHMMA'S 501(c)(3) STATUS

NAHMMA is a tax-exempt organization under section 501(c)(3) of the Internal Revenue Code(IRC). 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 United States.

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.

The Chapter shall 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.

ARTICLE IV – CHAPTER SPONSORSHIP OF EVENTS

The Chapter will sponsor chapter-wide, regional, and the national NAHMMA conferences and symposia with NAHMMA members, ACHMM chapters, and other professional groups with common interests, when practicable.

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 Northwest Chapter will hold Chapter events and periodically volunteer to host national events.

The NAHMMA national conference or other national events may be co-sponsored by a 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 the 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 V — 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 elected positions;
- Propose changes to the By-Laws, or dissolution of the Chapter;
- Hold an elected or appointed office in the Chapter;
- Receive official Chapter publications;
- Attend and participate in Chapter meetings; and
- Other rights as determined by the Chapter Executive Committee.

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

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

The Chapter shall have a minimum of three elected officers. All Chapter Officers shall be members in good standing with NAHMMA. Chapter Officers shall be responsible for the management of Chapter affairs, implementation of policy, and execution of the Annual Operating Plan.

The Chapter's elected officers include: President-Elect/Vice-President, Secretary, and Treasurer. While an officer, the President is not considered elected, because the Vice-President is the presumptive President.

The Chapter Executive Committee consists of the elected officers, the President, and an elected Member-at-Large. The Immediate Past President may serve on the Chapter Executive Committee in a non-voting capacity. The duties of the officers are listed below.

- **President-Elect/Vice-President:** The President-Elect, is elected to a two-year term; the first as Vice-President, and the President the following year. This officer presides over Chapter meetings in the absence of the President, serves as the representative to the NAHMMA Chapters Committee, and other duties as necessary and assigned by the Executive Committee.
- **President:** The President finishes the second of their two-year term by presiding over Chapter meetings and interfacing with other chapters, National NAHMMA, and other environmental organizations. All committee chairs report to the President, who is responsible for day-to-day Chapter management.
- **Secretary/Treasurer:** The Secretary, is elected to a two-year term and documents Chapter meetings, maintains and updates Chapter records and email mailing lists, documents Chapter-sponsored trainings and events, and manages emailing official

notices to the membership.

- **Treasurer:** The Treasurer is elected to a two-year term and manages the Chapter's financial affairs, working with the National NAHMMA Treasurer and Administrator.
- **Member-at-Large:** The Member-at-Large is elected to a one-year term and generally contributes to the functioning of the Executive Committee and the Chapter as a whole.
- **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. The Immediate Past President shall be responsible for the Nominating Committee for Chapter elections.

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

The Vice-President is the primary representative to the NAHMMA Chapters Committee and has an ex-officio voting membership position. The Chapter Executive Committee may also designate an alternate. There shall be one vote per Chapter 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 NAHMMA Chapters Committee throughout the year and represent the interests of the Chapter at the national level.

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 VII — CHAPTER EXECUTIVE COMMITTEE DUTIES

The Chapter shall be governed by a Chapter Executive Committee as described in Article VI. Each Chapter may choose to elect additional executive committee members from the membership at-large, but must ensure 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 annual Operating Plan. This Plan shall include the following:

- Chapter objectives;
- A yearly calendar of activities;
- An annual budget; and
- 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 up to \$2,500, 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. Unplanned expenditures above \$2,500 should go to the membership for a vote of approval.

The Executive Committee is charged with setting policy for the Chapter. Other responsibilities include maintaining the financial health of the Chapter, overseeing the ongoing operations of the Chapter, reporting to National 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, except the removal of officers referred to in Article VI.

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

ARTICLE VIII — 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 July ~~January~~ 1st to ~~June~~ December 30th 31st.

The Executive Committee (or appointed election committee) shall solicit nominations to develop a slate of officers for presentation to the membership. Ballots shall be e-mailed to all members in good standing. 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~~ or the election committee, ~~if one exists~~ will be responsible for tallying the vote. In the case where the Immediate Past President ~~or Secretary~~ is not available for this task, a ~~current~~ or past

~~NAHMMA Chapter Executive Committee Board~~ member may fill this role. The election results shall be reported by the Immediate Past President, or person filling this role, to the Chapter membership and NAHMMA by ~~July 30th~~ December 31st.

~~Officers and Members of~~ the Executive Committee shall be elected by a majority of the votes cast by those members who return completed ballots by the deadline stipulated. Until such time as elections are completed, the current officers shall hold their posts.

If any officer is unable to maintain their position during their 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.~~

ARTICLE ~~VIII~~ IX — ADMINISTRATION

The Chapter shall be governed by the Chapter Executive Committee. The Officers shall manage the day-to-day affairs of the Chapter. The Chapter Executive Committee shall form committees during the preparation of the annual Operating Plan, or as otherwise needed, to conduct the work of the Chapter.

The Secretary 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 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 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 Treasurer. The Treasurer is responsible for deposit of Chapter funds into the NAHMMA Chapter Account. At each general membership meeting of the Chapter the Treasurer shall make a report on the financial condition of the Chapter.

The work of the Chapter shall be conducted by committees headed by a chairperson expected to serve for at least one year. The President shall appoint committee chairpersons annually upon completion of the annual Operating Plan, and 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 concerning management of hazardous materials. The chairperson ~~is encouraged to~~ shall conduct the chapter committee efforts in concert with National NAHMMA as well as state and local initiatives of interest to the membership. All communication and activities shall be consistent with the requirements outlined in Article XI.
- **Training/Professional Development:** Continuing education is an important part of the

fulfillment of the NAHMMA's mission. This committee will develop educational programs for 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.

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 before or after the general membership meetings, at the national conference when a quorum of members of the Executive Committee are in attendance, or electronically using video/voice technology. The President shall set the time and place of each meeting. ~~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 may be invited to attend Executive Committee meetings, but may not participate in decision-making votes.

General Membership: There shall be at least one general membership meeting per year. This is often done in conjunction with a professional development program or conference where members would normally be expected to attend. Video/voice electronic meetings may also be held. The time and place of each meeting shall be approved by the Executive Committee. All meeting dates will be announced via email to all members at least twenty-one (2021) days before the meeting.

Agenda: The following agenda items are recommended for general membership meetings:

- 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; and
- Announcement of next meeting date and adjournment.

ARTICLE XI — COMMUNICATIONS

The Chapter may distribute official Chapter or NAHMMA communications and publications to all its members to the member's email address on record. The Executive Committee shall

determine the frequency of Chapter sending communications. Their purpose should be to report professional and/or organizational activities to the Chapter. All Chapter publications will be sent to the NAHMMA Administrator when issued to Chapter members. Before 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 that 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 acknowledged through verified correspondence or recorded in finalized meeting minute approved actions.

ARTICLE XII— AMENDMENTS

Amendments to the Chapter By-Laws may be presentedproposed 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. The Chapter shall make provisions 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 Board 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 the NAHMMA Administrator as soon as approved by the membership.

ARTICLE XIII — MODIFICATIONS TO CHAPTER BY-LAWS BY NAHMMA BOARD

The NAHMMA Board in collaboration with the NAHMMA Chapters Committee may implement simultaneous changes to all Chapter By-Laws. 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 XIV — 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

[insert name], Treasurer

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 the NAHMMA 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 NAHMMA’s 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 is dissolved, no part of the funds or property shall be distributed to or among the members. After payment of all Chapter indebtedness, its surplusmonies 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 Chapter’s decision on disbursement of funds shall be forwarded to the NAHMMA Board of Directors for approval.