

# AOCS MEMBERSHIP TO CONSIDER CONSTITUTIONAL REVISION

## Governing Board Calls for General Modernization of Aging Document

The AOCS Governing Board, faced with the necessity of preparing several important amendments to the Society's Constitution, decided to have the entire document reviewed and brought up-to-date—a task which has not been undertaken for two decades. Some 18 months have elapsed since this decision was made. The new Constitution (now to be called the Articles of Incorporation in conformance with Louisiana law) and By-Laws have been completed, and approved by the Governing Board. The following presentation has been designed to offer maximum understanding to all interested members. Voting members will soon receive a reprint of these pages, along with a proxy ballot for their use in the event they cannot attend the coming Annual Meeting where this revision will be placed before the membership on April 1, 1968 at 9:00 AM.

The reader will note that the revisions, which affect nearly every article and section to one extent or another, fall into three general categories: 1) minor language adjustment, without alteration of meaning; 2) alteration to comply with the current Louisiana Revised Statutes; and 3) general up-dating to compensate for the growth in size and expansion in scope of the AOCS.

The AOCS staff and attorneys are prepared to answer questions you may wish to ask as you study the following information.

ORIGINAL	REVISED	EXPLANATION
<b>Constitution</b>	<b>Articles of Incorporation</b>	Retitled to comply with Louisiana Revised Statutes.
<b>ARTICLE I</b> <b>Name of Society</b>	<b>ARTICLE I</b> <b>Name of Society</b>	
The name of this Society shall be The American Oil Chemists' Society.	The name of this Society is The American Oil Chemists' Society.	Minor language adjustment only. The meaning has not been altered.
<b>ARTICLE II</b> <b>Purpose of Society</b>	<b>ARTICLE II</b> <b>Definition and Purpose of Society</b>	
It shall be the purpose of the American Oil Chemists' Society to encourage the advancement of the chemistry and technology of oils, fats, waxes, their constituents and compounds, and all allied and associated products; to promote research in these fields; to bring about standardization of analytical equipment, materials, and methods; to improve the qualifications and usefulness of oil chemists and technologists through high standards of professional ethics, education, and attainment, and by its meetings, discussions, analytical methods, and publications to increase and diffuse chemical and technical knowledge. (As amended at Chicago, Ill., October, 1964)	The American Oil Chemists' Society is a non-profit corporation as defined in Louisiana Revised Statutes, 12:101(8). It is an association of chemists, other scientists and technologists. Its purpose is to encourage the advancement of technology and research in oils, other lipids and associated substances; to bring about standardization of analytical methods, equipment and materials; to improve the professional competence of these chemists, other scientists and technologists; to provide professional communication through technical publications and scientific meetings; and to encourage education and training at all levels in these important fields of science and technology.	Rewritten to comply with Louisiana Revised Statutes, and to update the language used. The meaning has not been altered.
<b>ARTICLE III</b> <b>Domicile</b>	<b>ARTICLE III</b> <b>Registered Office</b>	
The domicile of the Society shall be in the City of New Orleans, Parish of Orleans, State of Louisiana.	The registered office is at 1001 Melody Lane, Metairie, La. 70002.	Rewritten to comply with Louisiana Revised Statutes.
<b>ARTICLE IV</b> <b>Citation</b>	<b>ARTICLE IV</b> <b>Registered Agent</b>	
Citation or other legal process shall be served upon the president or in his absence upon the vice president and in his absence, in the manner provided for domestic business corporations.	The registered agents are R. T. O'Connor, 240 Ridgeway Drive, Metairie, La. 70001 and H. L. E. Vix, 1001 Melody Lane, Metairie, La. 70002.	Rewritten to comply with Louisiana Revised Statutes.
<b>ARTICLE V</b> <b>Qualifications of Members</b>	<b>ARTICLE V</b> <b>Qualifications of Members</b>	
<b>SECTION 1.</b> This Society is a non-trading corporation and, in lieu of shares of stock, the right to membership and participation in the Society activities is based on the following qualifications subject to election and payment of dues, as fixed from time to time by the Governing Board. (As adopted at New Orleans, La., April, 1957)	<b>SECTION 1. THE SOCIETY AND ITS MEMBERS.</b> This Society is a non-stock corporation. All members shall be elected in the manner provided in the by-laws and, unless exempt, shall pay such membership dues as are fixed by the Governing Board.	Rewritten to comply with Louisiana Revised Statutes, and to incorporate Section 10 of this Article.
<b>SECTION 2.</b> The Society membership shall be divided into six classes; namely, honorary members, active members, junior mem-	<b>SECTION 2. CLASSES OF MEMBERSHIP.</b> Society membership is divided into six classes; namely, honorary members, active members,	Minor language adjustment only. The meaning has not been altered.

bers, individual associate members, corporation or firm associate members, and members emeritus. (As adopted at New Orleans, La., April, 1957)

SECTION 3. HONORARY MEMBERS. Any person whose achievements in science are such as to entitle him to special recognition or who shall have rendered unusually important service to the Society or to the profession, may be nominated an honorary member upon the petition in writing to the Governing Board of not less than 50 active members. After approval by two-thirds of the Governing Board such nominees may be elected by letter ballot on the vote of two-thirds of the members voting. Honorary members shall be elected for life, shall enjoy all rights and privileges of the Society including the Journal, and shall be exempt from payment of dues.

SECTION 4. ACTIVE MEMBERS. An active member shall be at the time of his election actually engaged in scientific and/or technological work relating to oils, fats, waxes, their constituents or compounds, or allied or associated products, and shall have at least five years' scientific training or its equivalent. For this purpose two years of scientific and/or technological experience shall be considered equivalent to one year of training in a college, university, or similar institution.

SECTION 5. ACTIVE JUNIOR MEMBERS. An active junior member shall at the time of his election and during the term of his membership be a regular matriculated student, graduate or undergraduate, majoring in chemistry, chemical engineering, agricultural chemistry, biochemistry, food technology or related scientific fields, and be registered for at least six credit hours or its equivalent. An active junior member is entitled to all the privileges of the Society, except that he shall not be entitled to vote or hold an executive office in the Society. (As adopted at New Orleans, April, 1957)

SECTION 6. INDIVIDUAL ASSOCIATE MEMBERS. Individual associate members shall be individuals not qualified for active membership who are engaged in the manufacture, distribution, or sale of oils, fats, waxes, their constituents or compounds or allied or associate products or machinery, supplies, instruments or other equipment used by this industry or who may be interested in the development of the chemistry and/or technology of this industry. They shall be elected in the same manner as active members and shall be entitled to all the privileges of the Society except that they shall not be entitled to vote or to hold an executive office in the Society.

SECTION 7. CORPORATION ASSOCIATE MEMBERS. Corporation associate members shall consist of corporations or firms engaged in the manufacture, distribution or sale of oils, fats, waxes, their constituents or compounds or allied or associated products or machinery, supplies, instruments or other equipment used by this industry or interested in the development of the chemistry and/or technology of this industry. They shall be elected in the same manner as active members. Corporations or firms who are elected associate members may designate one employee as an official representative at meetings of the Society. This representative shall have all the privileges of the Society except that he shall not be entitled to vote or to hold executive office in the Society.

SECTION 8. MEMBERS EMERITUS. On retirement from active participation in work in the field of fats and oils, as outlined in Section 4 for active members, a member who has completed 35 years of active member-

active junior members, individual associate members, corporation or firm associate members, and members emeritus.

SECTION 3. HONORARY MEMBERS. Any person whose achievements in science entitle him to special recognition or who has rendered unusually important service to the Society or to the profession, may be nominated an honorary member by petition to the Governing Board signed by 50 or more active members. After approval by two-thirds of the Governing Board such nominee may be elected by letter ballot on the vote of two-thirds of the members voting. Honorary members shall be elected for life, shall enjoy all rights and privileges of membership in the Society, and shall be exempt from dues.

SECTION 4. ACTIVE MEMBERS. An active member at the time of his election shall be actually engaged in scientific or technological work relating to oils, fats, waxes, their constituents or compounds, or allied or associated substances, and shall have at least five years' scientific training or its equivalent. For this purpose two years of scientific or technological experience shall be considered equivalent to one year of training in a college, university, or similar institution. An active member shall enjoy all rights and privileges of membership.

SECTION 5. ACTIVE JUNIOR MEMBERS. An active junior member at the time of his election and during the term of his membership shall be a regularly matriculated student, graduate or undergraduate, majoring in chemistry, chemical engineering, agricultural chemistry, biochemistry, food technology or related scientific fields, and shall be registered for at least six credit hours or its equivalent. An active junior member shall enjoy all rights and privileges of membership, except that he shall not be entitled to vote or hold executive office.

SECTION 6. INDIVIDUAL ASSOCIATE MEMBERS. An individual associate member at the time of his election shall be an individual not qualified for active membership who is engaged in the manufacture, distribution, or sales of oils, fats, waxes, their constituents or compounds or allied or associate substances or machinery, supplies, instruments or other equipment used by these industries or who is interested in the development of the chemistry or technology of these industries. He shall be elected in the same manner as an active member and shall enjoy all rights and privileges of membership except that he shall not be entitled to vote or to hold executive office.

SECTION 7. CORPORATION ASSOCIATE MEMBERS. A corporation associate member shall be a corporation or firm engaged in the manufacture, distribution or sale of oils, fats, waxes, their constituents or compounds or allied or associated substances or machinery supplies, instruments or other equipment used by these industries or interested in the development of the chemistry or technology of these industries. It shall be elected in the same manner as an active member. A corporation or firm which is elected an associate member may designate one employee as its representative. The representative shall have all the rights and privileges of membership, except that he shall not be entitled to vote or to hold executive office.

SECTION 8. EMERITUS MEMBERS. On retirement from the work described in Section 4, an active member who has completed 35 years of membership, upon application, shall become an emeritus member. Upon retire-

Minor language adjustment only. The meaning has not been altered.

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(Continued on page 91A)

ship shall, upon application, become a member emeritus. Upon retirement from active participation in work in the field of fats and oils, past presidents and others with outstanding records of service to the Society may become members emeritus by a two-thirds affirmative vote of the Governing Board. Emeritus members shall retain all the privileges and rights of active members, and shall be exempt from payment of dues for life. (As amended at Chicago, Ill., October, 1964)

SECTION 9. RESIGNATION. Any member not in arrears for dues or other indebtedness to the Society who is not under charges for violation of any part of the charter, by-laws, or rules of the Society may resign his membership therein and withdraw therefrom by advising the secretary in writing, at least 10 days prior to the annual meeting of the year in which his resignation is to take effect.

SECTION 10. Active members, active junior members, individual associate members and corporate associate members shall be elected in the manner provided in the by-laws and shall pay such membership dues as are fixed by the Governing Board. (As adopted at New Orleans, La., April, 1957)

#### ARTICLE VI Governing Board

The Governing Board who shall direct and manage the affairs of this Society for one year, or until their successors are elected and qualified, are the president, vice president, secretary, treasurer, of which the secretary and treasurer may be one and the same person, and three board members at large together with the four most recent living ex-presidents of the Society. The oldest ex-president in point of service shall automatically retire from the Governing Board each year after a new president is elected and takes office and his place is taken by the retiring president. In the event of a vacancy in the membership of the Governing Board through resignation, death, or otherwise, such vacancy shall be filled by appointment by unanimous vote of the remaining members of the Board.

#### ARTICLE VII Officers and Their Election

The officers of this Society shall be a president, a vice president, a secretary, and a treasurer. The secretary and treasurer may be one and the same person. They shall be elected by secret ballot each year by majority vote of the ballots cast and shall serve for a term of one year or until successors are duly elected and qualified. The annual election shall be by letter ballot

ment from active participation in the work described in Section 4, past presidents and others with outstanding records of service to the Society may become emeritus members by two-thirds affirmative vote of the Governing Board. Emeritus members shall retain all rights and privileges of active members, and shall be exempt from payment of dues for life.

SECTION 9. RESIGNATION. A member not in arrears for dues or other indebtedness to the Society (and who is not under charges for violation of the articles of incorporation or by-laws) may resign from membership by written notice to the secretary. The by-laws may provide for resignation by a member in default on current dues.

#### ARTICLE VI Governing Board and Executive Committee

SECTION 1. GOVERNING BOARD. The Governing Board shall consist of the president, vice president, secretary and treasurer (or secretary-treasurer), three board members at large and the four most recent living past presidents. The oldest past president in point of service shall automatically retire from the Governing Board each year after a new president takes office.

The Governing Board shall direct and manage the affairs of the Society for one year or until all of the members of a new board are elected and qualified.

SECTION 2. EXECUTIVE COMMITTEE. The president, vice president, treasurer, immediate past president, and director of publications shall constitute the Executive Committee of the Governing Board. The Executive Committee shall interpret and further the policies of the Society and the Governing Board, when the Governing Board is not in session. The Executive Committee shall work closely with the executive director and inform him of the policies of the Governing Board. The executive director shall consult with the Executive Committee to determine from it the policies of the Society when the Governing Board is not in session. Matters of substantial importance to the Society shall not be decided by the Executive Committee without consulting the Governing Board, except in emergency. The Executive Committee may be called into session at any time by the president or by any three members of the Executive Committee. Action may be taken at any time by informal meetings or by telephone consultations. All action of the Executive Committee shall be reduced to writing and reported to the next meeting of the Governing Board.

#### ARTICLE VII Officers and Their Election

The officers shall be a president, a vice president, a secretary, and a treasurer. One person may be secretary and treasurer. The officers shall be elected by secret ballot each year by majority vote of the ballots cast and shall serve for a term of one year or until successors are duly elected and qualified. The annual election shall be by letter ballot conducted by the Nominating and

Minor language adjustment. Resignation by a member in default on current dues has been provided for, but not specifically set forth. The meaning has not been otherwise altered.

Incorporated in Section 1 of this Article.

Minor language adjustment, including removal of all reference to "ex-presidents." The term "past presidents" has been substituted. Provision for the filling of vacancies among elected board members has been removed from Article VI and added to Article VIII.

This section has been added to provide for an Executive Committee and its duties, necessitated by the growth of the Society and increased demands on the Governing Board.

Minor language adjustment. A provision has been added to restrict the service of an elected officer to two consecutive terms in the same office. The meaning has not been otherwise altered.

conducted by the Nominating and Election Committee in accordance with the by-laws of the Society. In the event of a tie vote for any office, the successful candidate shall be elected by a majority vote of the Governing Board. (As adopted at New Orleans, La., April, 1957)

Election Committee in accordance with the by-laws of the Society. If there is a tie vote for any office, one of the candidates shall be elected by a majority vote of the Governing Board. No elected officer may serve more than two consecutive terms in the same office.

## ARTICLE VIII

**Board Members at Large and Their Election**

Three board members at large shall be elected by secret ballot and shall serve for a term of one year or until successors are duly elected and qualified. Their election shall be at the time of election of officers, by letter ballot conducted by the Nominating and Election Committee in accordance with the by-laws of the Society.

## ARTICLE VIII

**Board Members at Large and Their Election**

Three board members at large shall be elected by secret ballot and shall serve for a term of one year or until successors are duly elected and qualified. Their election shall be at the time of election of officers, by letter ballot conducted by the Nominating and Election Committee in accordance with the by-laws of the Society. If there is a tie for the third board member at large position, one of the tied candidates shall be elected by a majority vote of the Governing Board. No elected board member may serve more than two consecutive terms in office. Vacancies among the elected board members shall be filled by the president with the unanimous consent of the remaining board members.

Language similar to that found in Article VII has been added, providing for election in case of tie vote and for restriction of service to two consecutive terms. Provision for the filling of vacancies among the elected board members has been removed from Article VI and added here without alteration of meaning.

## ARTICLE IX

**Executive Secretary**

At its first meeting during or after the annual meeting of the Society the Governing Board shall appoint an executive secretary to serve as executive officer under the direction of the Governing Board for one year. The executive secretary may sit as an ex-officio member of the Governing Board by its invitation, but without vote. Any vacancy in the office of executive secretary shall be filled by appointment of the Governing Board.

## ARTICLE IX

**Executive Director**

At its first meeting during or after the annual meeting of the Society the Governing Board shall appoint an executive director to serve for one year as executive officer under the direction of the Governing Board. The executive director may sit as an ex-officio member of the Governing Board by its invitation, but without vote. A vacancy in the office of executive director shall be filled by appointment by the Governing Board.

Minor language adjustment. The Executive Secretary's title has been changed to Executive Director in this section and throughout the articles of incorporation and by-laws. The meaning has not been otherwise altered.

## ARTICLE X

**Examination Board**

The Examination Board shall consist of five active members appointed annually by the Governing Board, who shall designate the chairman. This Examination Board shall conduct its duties as provided in the by-laws of the Society. (As adopted at New Orleans, La., April, 1957)

## ARTICLE X

**Examination Board**

The Examination Board shall consist of five active members appointed annually by the Governing Board, who shall designate the chairman. The Examination Board shall conduct its duties as provided in the by-laws.

Minor language adjustment only. The meaning has not been altered.

## ARTICLE XI

**Meeting of the Society**

SECTION 1. Meetings of the members of the Society may be held at any place, within or without the State of Louisiana, to be determined in advance by the Governing Board. The spring meeting of The American Oil Chemists' Society shall constitute the annual meeting of this Society. The officers shall be certified as elected and shall take office as the last order of business of this meeting. The call for the meeting shall be issued at least 30 days prior to the date set for it, by publication in the Journal of The American Oil Chemists' Society or by mail addressed to each member at his last known address appearing on the books of the Society. All by-laws, rules, regulations, and resolutions adopted or promulgated by such annual meetings or by special business meetings called for a specially stated purpose shall govern and control the affairs of this Society insofar as the same are not inconsistent with the constitution and the laws of the State of Louisiana. (As adopted at New Orleans, La., April, 1957)

## ARTICLE XI

**Meetings of the Society**

SECTION 1. TIME AND PLACE OF MEETINGS. Meetings of the members of the Society may be held at any place, within or without the State of Louisiana, to be determined in advance by the Governing Board. There shall be at least one meeting each year, which shall be the annual meeting of the Society.

SECTION 2. ANNUAL MEETINGS. At the annual meetings the officers shall be certified as elected. They shall take office as the last order of business. The call for this meeting shall be issued at least 30 days prior to the date set for it, by publication in the Journal of the American Oil Chemists' Society or by mail addressed to each member at his last known address appearing on the books of the Society. All by-laws, rules, regulations, and resolutions adopted or promulgated by such annual meeting or by special business meetings shall control the affairs of the Society except where inconsistent with the constitution and the laws of the State of Louisiana.

Rewritten to encompass only the first portion of the present Article XI, Section 1. Inference that two meetings are required each year has been eliminated, substituting the specific requirement for "at least one meeting." In addition, this revision allows the annual meeting to be convened in the fall. As Louisiana law requires that the approximate time of the annual meeting be set forth in this document, the By-Laws (Article IX, Section 1) will continue to specify the annual meeting to be held in the spring, consistent with current AOCs policy.

SECTION 2. A special business meeting of the Society may be called at the time of the fall meeting at the discretion of the Governing Board. The call for the meeting shall

SECTION 3. SPECIAL BUSINESS MEETING. A special business meeting of the Society may be called at the discretion of the Governing Board. The call for the meeting shall be

This section comprises the remaining portion of the original Section 1, with minor language adjustment. The meaning has not been altered.

Changed to Section 3. Minor language adjustment only. The meaning has not been altered.

**ORIGINAL****REVISED****EXPLANATION**

be issued at least 30 days prior to the date set for it and shall state the business to be considered. No other business shall be transacted at the meeting. Publication of the call for a special meeting in the official publication of the American Oil Chemists' Society or by mail addressed to each member at his last known address appearing on the books of the Society shall be considered official notice. (As adopted at New Orleans, La., April, 1957)

issued at least 30 days prior to the date set for it and shall state the business to be considered. No other business shall be transacted at the meeting. Publication of the call for a special meeting in the Journal of the American Oil Chemists' Society or by mail addressed to each member at his last known address appearing on the books of the Society shall be considered official notice.

**ARTICLE XII****Quorum**

At any annual or special meeting of the Society any member may cast his vote in person or by written proxy. Fifty members present in person shall constitute a quorum of the Society for the transaction of business. Except as otherwise provided by law or by this charter a majority of votes cast upon any question shall control.

**ARTICLE XII****Quorum**

At any annual or special business meeting any member may cast his vote in person or by written proxy. Fifty members present in person shall constitute a quorum. Except as otherwise provided by law or by these articles a majority of votes cast upon any question shall control.

Minor language adjustment only. The meaning has not been altered.

**ARTICLE XIII****Amendment of the Constitution**

Amendments to the constitution shall be presented in writing to the Governing Board and if approved by a majority of that Board, may be presented at any duly called meeting of the Society. Thirty days' notice prior to the meeting at which the proposed amendment is to be considered shall be given by publication in the Journal of the American Oil Chemists' Society or by mail addressed to each member at his last known address appearing on the books of the Society. The amendment shall be adopted if approved by the affirmative vote of a majority of the members with voting power, present in person or by proxy at the meeting. (As amended at Chicago, Ill., October, 1964)

**ARTICLE XIII****Amendment of the Articles of Incorporation**

Amendments to the articles of incorporation shall be presented in writing to the Governing Board and if approved by a majority of the Board, may be presented at any duly called meeting of the Society. Thirty days' notice prior to the meeting at which the proposed amendment is to be considered shall be given by publication in the Journal of the American Oil Chemists' Society or by mail addressed to each member at his last known address on the books of the Society. The amendment shall be adopted if approved by the affirmative vote of a majority of the members with voting power. Members may vote in person or by proxy at the meeting.

Minor language adjustment only. The meaning has not been altered.

**ARTICLE XIV****Duration of Corporation**

This corporation shall exist for a period of 99 years from January 1, 1964. (As amended at Chicago, Ill., October, 1964)

**ARTICLE XIV****Duration of Corporation**

This corporation shall exist for a period of 99 years from January 1, 1967.

As is allowed by Louisiana Revised Statutes, the life of the Society has been extended to 99 years from the date this Revision is adopted.

**ARTICLE XV****Dissolution**

No part of the net earnings of the Society shall inure to the benefit of any private shareholder or individual. In the event of the dissolution of the Society, its assets shall be applied first to the payment of its obligations. Any assets remaining thereafter shall be transferred by the Governing Board to an organization selected by the Governing Board whose purposes are similar to the purposes of the Society, provided that no part of the net earnings of such organization shall inure to the benefit of any private shareholder or individual. If the Governing Board does not deem such disposition suitable, it shall transfer the assets to such other scientific organization as the Governing Board shall determine, provided that no part of the net earnings of such organization inures to the benefit of any private shareholder or individual.

**ARTICLE XV****Dissolution**

No part of the net earnings of the Society shall inure to the benefit of any private shareholder or individual. In the event of the dissolution of the Society, its assets shall be applied first to the payment of its obligations. Any assets remaining shall be transferred by the Governing Board to an organization selected by the Governing Board whose purposes are similar to the purposes of the Society, provided that no part of the net earnings of such organization shall inure to the benefit of any private shareholder or individual. If the Governing Board does not deem such disposition suitable, it shall transfer the assets to such other scientific organization as the Governing Board shall determine, provided that no part of the net earnings of such organization inures to the benefit of any private shareholder or individual.

Minor language adjustment only. The meaning has not been altered.

**By-Laws****ARTICLE I****Government**

SECTION 1. Every question which shall come before a meeting of the Society, the Governing Board, or a committee shall be decided by a majority of the votes cast unless otherwise provided in the constitution

**By-Laws****ARTICLE I****Government**

SECTION 1. VOTING. Every question which shall come before a meeting of the Society, the Governing Board, or a committee shall be decided by a majority of the votes cast unless otherwise provided by the constitu-

Rewritten to comply with Louisiana Revised Statutes.

and by-laws.

SECTION 2. The rules contained in Roberts' "Rules of Order, Revised" shall govern the Society in all cases to which they are applicable, when not inconsistent with the constitution and by-laws of the Society.

## ARTICLE II Membership

SECTION 1. MEMBERSHIP COMMITTEE. The Membership Committee shall consist of the vice president as chairman, the secretary, ex officio, five additional members, and such associate members as needed. These five members and additional associate members shall be selected by the chairman and must be approved by the president. The members of this committee are responsible for approval of prospective members. Associate members of this committee, while lacking such responsibility, shall receive full credit for their assistance in obtaining new members.

SECTION 2. APPLICATION FOR MEMBERSHIP. An eligible candidate for admission to the Society shall make application and shall sign the Code of Ethics which shall be a part of the application for membership. When the application for membership has been endorsed by two sponsors, who are active members of The American Oil Chemists' Society, and approved by unanimous vote of the Committee on Membership, the candidate shall be elected a member of the Society, after having qualified by paying dues for the fiscal year in which he is elected.

SECTION 3. The name of any member who may have violated the charter of the Society, or whose conduct may have been prejudicial to the good of the Society, or who may have violated the code of ethics of the Society, may be dropped from the roll of membership by a unanimous vote of the Governing Board after proper investigation, and after having been given notice and an opportunity to answer the charges preferred against him. Any member having knowledge of a violation of the code of ethics on the part of any other member may prefer charges for such violation either directly to the Governing Board or through the secretary to the Governing Board. It shall be the duty of the secretary to prefer charges against a member when the facts are presented to him by a member and a formal request made by that member that the charges be preferred.

## ARTICLE III Dues

SECTION 1. ACTIVE MEMBERS. Active members shall pay in advance, each year, on January 1, to the executive secretary of the Society the sum as fixed by the Governing Board as annual dues, which shall include a year's subscription to the Journal of The American Oil Chemists' Society. (As adopted at New Orleans, La., April 1957)

SECTION 2. ACTIVE JUNIOR MEMBERS. Active junior members shall pay in advance, each year, on January 1, to the executive secretary of the Society the sum as fixed by the Governing Board as annual dues, which shall include a year's subscription to

tion and laws of Louisiana, the articles of incorporation or the by-laws.

SECTION 2. PROCEDURE. Roberts' "Rules of Order, Revised" shall govern the Society in all cases to which it is applicable, when not inconsistent with the constitution and laws of Louisiana, the articles of incorporation or the by-laws.

## ARTICLE II Membership

SECTION 1. MEMBERSHIP COMMITTEE. The Membership Committee shall consist of the vice president as chairman, the secretary, ex officio, five other members, and such associate members as needed. The five members and associate members shall be selected by the chairman and shall be approved by the president. The members shall approve prospective members. Associate members, while lacking such responsibility, shall receive due recognition for their assistance in obtaining new members.

SECTION 2. APPLICATION FOR MEMBERSHIP. A prospective member shall make written application and such application shall indicate his acceptance of the Code of Ethics which shall be printed on the application. After the application for membership has been endorsed by two active members of the Society, approved by unanimous vote of the Committee on Membership, and after payment of dues for the fiscal year of his election, the prospective member shall be a member.

SECTION 3. EXPULSION. A member who has violated the articles of the Society, or whose conduct has been prejudicial to the good of the Society, or who has violated the code of ethics of the Society, may be dropped from the roll of membership by a unanimous vote of the Governing Board after proper investigation, and after giving such member notice and an opportunity to answer the charges preferred against him. A member may prefer charges for such violation either directly to the Governing Board or through the secretary to the Governing Board. It shall be the duty of the secretary to prefer charges against a member when facts in support of such violation are presented to him by a member and a formal request is made by a member that the charges be preferred.

SECTION 4. RESIGNATION. Any member in good standing may resign from the Society in accordance with the provisions of Article V, Section 9 of the articles of incorporation by written notice to the secretary. If such notice is received in January of any year, dues for that year shall not be changed.

## ARTICLE III Dues

SECTION 1. TIME FOR PAYMENT. All members required to pay annual dues shall pay such dues to the executive director in advance, on or before January 1 of each year. Dues shall include one year's subscription to the Journal of the American Oil Chemists' Society. An active junior member may become an active member upon meeting the qualifications for such membership and upon payment of such additional dues as the Governing Board shall fix.

Rewritten to comply with Louisiana Revised Statutes.

Minor language adjustment only. The meaning has not been altered.

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Minor language adjustment only. The meaning has not been altered.

This section has been added to specifically provide for resignation of members.

Rewritten to incorporate Sections 2-6. In addition it is provided that dues are payable on or before January 1 instead of on January 1. The meaning has not been otherwise altered.

Incorporated into Section 1.

the Journal of The American Oil Chemists' Society. A junior member may become a full member when qualifications for full membership are met and with the payment of the further sum as fixed by the Governing Board as dues. (As adopted at New Orleans, La., April 1957)

SECTION 3. INDIVIDUAL ASSOCIATE MEMBERS. Individual associate members shall pay in advance, each year, on January 1, to the executive secretary of the Society the sum as fixed by the Governing Board as annual dues, which shall include a year's subscription to the Journal of The American Oil Chemists' Society. (As adopted at New Orleans, La., April 1957)

SECTION 4. CORPORATION OR FIRM ASSOCIATE MEMBERS. Corporation or firm associate members shall pay in advance, each year, on January 1, to the executive secretary of the Society the sum as fixed by the Governing Board as annual dues, which shall include a year's subscription to the Journal of The American Oil Chemists' Society. (As adopted at New Orleans, La., April 1957)

SECTION 5. MEMBERS EMERITUS. Members emeritus shall not be required to pay annual membership dues, but will be given annually a year's subscription to the Journal of the American Oil Chemists' Society. (As adopted at New Orleans, La., May 1951)

SECTION 6. APPLICANTS FOR CERTIFICATION. Applicants for certification as referee chemists must pay, in addition to the annual dues, a fee as fixed by the Governing Board to cover costs for the certificate of the Examination Board. This fee must accompany the application, and should the application be denied, the fee will be refunded. (As adopted at New Orleans, La., April 1957)

SECTION 7. ARREARS FOR DUES. Any member who is in arrears for dues on April 1 shall cease to be a member of the Society. A member who has been dropped from the rolls for non-payment of dues may be reinstated within one year upon payment of all past and current dues and upon a majority vote of the Governing Board.

SECTION 8. FISCAL YEAR. The fiscal year of the Society shall begin on January 1 and end on December 31 of each year. In case a member is elected after November 1 of any year, the dues paid at the time of election will continue him in good standing and prepay his subscription to the Journal until December 31 of the following year.

#### ARTICLE IV Election of Officers

SECTION 1. NOMINATING AND ELECTION COMMITTEE. The president of the Society shall appoint a Nominating and Election Committee of five (5) members within 60 days after his election to office, the committee to function for one year or until a successor committee has been appointed.

SECTION 2. NOMINATION SUGGESTIONS. The executive secretary, under the direction of the Nominating and Election Committee, at least 20 weeks prior to the annual meeting of the Society, shall send each member of the Society in good standing a nomination suggestion blank upon which the member may make suggestions for officers and Governing Board members at large to be elected at the coming annual election. Each member shall suggest only one candidate to fill each vacancy. The suggestion blank shall not be

Incorporated into Section 1.

Incorporated into Section 1.

Incorporated into Section 1.

Incorporated into Section 1.

SECTION 2. ARREARS IN DUES. Any member whose annual dues remain unpaid on April 1 ceases to be a member of the Society. A member who has been dropped from the rolls for non-payment of dues may be reinstated upon tender of all past and current dues before April 1 of the year following, and upon a majority vote of the Governing Board.

SECTION 3. FISCAL YEAR. The fiscal year of the Society shall begin on January 1 and end on December 31 of each year. If a member is elected after November 1, the dues paid at the time of election will continue him in good standing and prepay his subscription to the Journal until December 31 of the following year.

#### ARTICLE IV Election of Officers

SECTION 1. NOMINATING AND ELECTION COMMITTEE. The president of the Society, with the consent of a majority of the Governing Board, shall appoint a Nominating and Election Committee of five (5) members within 60 days after his election to office. One member of this committee shall be the immediate past president who is to serve as committee chairman. The committee shall function for one year or until a successor committee has been appointed.

SECTION 2. NOMINATION SUGGESTIONS. The executive director, under the direction of the Nominating and Election Committee, at least 20 weeks prior to the annual meeting of the Society at which the election is to be held, shall publish in the Journal of the American Oil Chemists' Society a nomination suggestion blank upon which each member may make suggestions for officers and Governing Board members at large to be elected at the coming annual election. Each member in good standing may suggest only one

Changed to Section 2. Minor language adjustment only. The meaning has not been altered.

Changed to Section 3. Minor language adjustment only. The meaning has not been altered.

Rewritten to provide for the immediate past-president to be appointed chairman of the nominating and election committee, and for Governing Board approval of the committee appointments. The meaning has not been otherwise altered.

Rewritten to provide for publication of the nomination suggestion blank in the Journal, as opposed to the present method of individual distribution. Also, Section 3 of the present By-Laws has been incorporated into Section 2.

signed nor otherwise identified by the member. The blank shall be enclosed and sealed in a special envelope provided for that purpose and mailed to the executive secretary in a second sealed outer envelope on which the member's signature shall appear.

SECTION 3. Nomination suggestions to be considered shall be returned to the executive secretary to be received by him not later than 12 weeks prior to the annual election.

SECTION 4. ELECTION BALLOT. A. The Nominating and Election Committee shall prepare an election ballot, taking into consideration the suggestions of the membership as well as the qualifications and contributions to the Society of the prospective candidates. This ballot shall be published at once in the Journal and also shall be mailed by the executive secretary at least eight weeks prior to the annual meeting of the Society to each member of the Society in good standing.

B. The vice president, if eligible, shall be proposed without opposition for the office of president. In case the vice president shall become unavailable to be a candidate for office, the Nominating and Election Committee shall offer two nominations for the office of president.

C. The Nominating and Election Committee shall submit to the membership for voting two nominations for the office of vice president and not more than two nominations for each of the offices of secretary and treasurer. Upon recommendation of the Nominating and Election Committee and with a two-thirds majority approval of the Governing Board the offices of secretary and treasurer may be combined and held by one person, in which case two nominations for the combined offices shall be submitted to the membership for voting. Each member may vote for one candidate to fill each office.

D. The Nominating and Election Committee shall submit to the membership for voting six nominations for the position of Governing Board members at large. Each member shall be entitled to vote for three nominees only. The three nominees who shall receive the largest number of votes shall be certified as elected Governing Board members at large.

E. After preparing the election ballot, the chairman of the Nominating and Election Committee shall forward the names of the candidates for the several offices so chosen to the executive secretary, with a duplicate copy to the president. The executive secretary shall determine the eligibility of each candidate and, if eligible, shall notify each candidate of his selection and secure from him his acceptance of the nomination to be a candidate for office. In case of ineligibility or in case a candidate should decline the nomination, the Nominating and Election Committee shall substitute an eligible name.

F. The election ballot shall not be signed nor otherwise identified by the member voting. Each ballot shall be enclosed and sealed in a special envelope provided for that purpose and mailed to the executive secretary in a second sealed outer envelope on which the voting member's signature shall appear. Ballots not conforming to this procedure shall be declared invalid and shall be rejected.

SECTION 5. COUNTING THE ELECTION BALLOTS. Election ballots to be considered shall be returned to the executive secretary to be received by him not later than four weeks prior to the first day of the annual meeting.

candidate to fill each vacancy. The suggestion blank shall not be signed or otherwise identified by the member. The blank shall be mailed to the executive director in an envelope upon which the member's signature shall appear.

Nomination suggestions to be considered shall be returned to the executive director and received by him not later than 16 weeks prior to the annual meeting at which the election is to be held.

SECTION 3. ELECTION BALLOT. The Nominating and Election Committee shall nominate candidates for office, taking into consideration the suggestions of the membership and the qualifications and contributions to the Society of the prospective candidates. This ballot shall be published at once in the Journal and also shall be mailed by the executive director at least ten weeks prior to the annual meeting of the Society to each member of the Society in good standing.

The vice president, if eligible, shall be proposed without opposition for the office of president. If the vice president shall not be a candidate for president, the Nominating and Election Committee shall make two nominations for the office of president.

The Nominating and Election Committee shall submit to the membership two nominations for the office of vice president and not more than two nominations for each of the offices of secretary and treasurer. Upon recommendation of the Nominating and Election Committee and with a two-thirds majority approval of the Governing Board the offices of secretary and treasurer may be combined and held by one person, in which case two nominations for the combined offices shall be submitted to the membership for voting. Each member may vote for one candidate to fill each office.

The Nominating and Election Committee shall submit to the membership for voting six nominations for the position of Governing Board members at large. Each member shall be entitled to vote for three nominees only. The three nominees who shall receive the largest number of votes shall be certified as elected Governing Board members at large.

After preparing the election ballot, the chairman of the Nominating and Election Committee shall forward the names of the candidates for the several offices to the executive director and to the president. The executive director shall determine the eligibility of each candidate and shall notify each eligible candidate of his selection and secure from him his acceptance of the nomination. If a candidate is ineligible, or should decline nomination, the Nominating and Election Committee shall substitute an eligible candidate.

The election ballot shall not be signed or otherwise identified by the member voting. Each ballot shall be sealed in a special envelope provided and mailed to the executive director in a sealed outer envelope on which the voting member's signature shall appear. Ballots not conforming to this procedure are invalid.

SECTION 5. COUNTING THE ELECTION BALLOTS. Election ballots to be considered shall be returned to the executive director to be received not later than four weeks prior to the first day of the annual meeting at which

Incorporated into Section 2.

Changed to Section 3. Minor language adjustment and general reorganization to make the section consistent with the remainder of the document. The deadline for distribution of ballots to the membership has been extended from 8 weeks to 10 weeks prior to the annual meeting, due to conflict of the present deadline with JAOCS production schedule.

Minor language adjustments. Provision has been made for the chairman of the committee to notify candidates for election of their success or failure after the ballots are



It shall be the duty of the executive secretary to verify the eligibility of the ballots returned by members and, in the presence of two or more members of the Nominating and Election Committee, remove the sealed envelopes from the outer envelopes and count the ballots. If members of the Committee are unable to be present, they may name, in writing to the chairman, substitutes who must be members of the Society and who must not be candidates for office. The executive secretary, not later than two weeks prior to the annual meeting, shall make a signed statement witnessed by the members of the Nominating and Election Committee or their representatives who were present when the ballots were counted, setting forth the results of the balloting, and shall send a copy of this statement to each member of the Nominating and Election Committee and each member of the Governing Board. The results of the balloting are not to be made public otherwise until the results of the balloting are publicly announced at the annual meeting by the chairman of the Nominating and Election Committee. This report of the chairman of the Nominating Committee shall constitute certification of the elected officers.

the results are to be announced and certified. The executive director shall verify the eligibility of the ballots returned and, in the presence of two or more members of the Nominating and Election Committee, remove the sealed envelopes from the outer envelopes and count the ballots. If members of the Committee are unable to be present, they may by letter to the chairman, name substitutes who are members in good standing. The executive director, not later than two weeks prior to the annual meeting, shall execute a signed statement, witnessed by the members of the Nominating and Election Committee or their substitutes who were present when the ballots were counted, setting forth the results of the balloting, and shall send a copy of such statement to each member of the Nominating and Election Committee and each member of the Governing Board. The Chairman of the Nominating and Election Committee, upon receiving the results of the balloting, shall inform each candidate of his success or failure in the election. The results of the balloting are not to be made public otherwise until the results are publicly announced at the annual meeting by the chairman of the Nominating and Election Committee. The report of the chairman of the Nominating and Election Committee shall constitute certification of the elected officers and board members at large.

counted. The meaning has not been otherwise altered.

#### ARTICLE V Duties of the Officers

SECTION 1. The officers shall perform the duties regularly or customarily pertaining to the offices they hold, excepting as specially provided in the constitution and by-laws.

SECTION 2. The vice president shall substitute for the president in all cases where the president so designates. If, during the president's term of office, he becomes unable to perform his duties, the vice president after notification by the Governing Board will assume these duties. In case both the president and vice president become unavailable for duty, their places may be filled by the Governing Board until the next regular election. Vacancies in other offices shall be filled in the same way. All such appointments shall be published in the Journal of the American Oil Chemists' Society as promptly as they are made.

#### ARTICLE V Duties of the Officers

SECTION 1. The officers shall perform the duties regularly or customarily pertaining to the offices they hold, except as provided otherwise in the articles of incorporation and by-laws.

SECTION 2. The vice president shall substitute for the president when the president so designates. If, during the president's term of office, he becomes unable to perform his duties, the vice president, after notification by the Governing Board, shall assume his duties. If both the president and vice president become unable to perform their duties, their offices may be filled by the Governing Board. Vacancies in other offices shall be filled in the same manner. All such appointments shall be published promptly in the Journal of the American Oil Chemists' Society.

Minor language adjustment only. The meaning has not been altered.

Minor language adjustment only. The meaning has not been altered.

SECTION 3. The Treasurer and Executive Director shall deposit all funds in banks and savings and loan institutions insured by the Federal Deposit Insurance Corporation or the Federal Savings and Loan Insurance Corporation. No deposit shall exceed the current maximum deposit insurance guaranty.

This section consists of a portion of the present Article VI, Section 1, dealing with deposits of Society money, which rightfully belongs in Article V. The provision has been expanded to allow deposit of funds in savings and loan institutions insured by Federal Savings Loan Insurance Corporation, as well as in banks insured by the Federal Deposit Insurance Corporation.

#### ARTICLE VI Governing Board, Committees, and Duties

SECTION 1. GOVERNING BOARD. The Governing Board shall consist of the elected officers of the Society, three members at large, and the four most recent living ex-presidents of the Society. The Governing Board shall be the general executive body of the Society. They shall determine the policies and direct the affairs of the Society in such a manner as to promote the best interest of the Society. They shall direct the manner in which all surplus funds shall be invested, but such investments shall be made only in securities of the Government of the United States of America. They shall direct the treasurer and executive secretary to keep all cash funds of the Society on deposit only in banks that are members of the Federal Deposit Insurance Corporation

#### ARTICLE VI Governing Board, Committees, and Duties

SECTION 1. GOVERNING BOARD. The Governing Board is the general executive body of the Society. It shall determine the policies and direct the affairs of the Society to promote its best interests. It shall direct the manner in which all funds shall be invested, but investments shall be made only in United States securities. It shall set the annual dues of the members and shall set the fee for certification by the Examination Board.

Rewritten to delete that portion dealing with deposits of Society money, designated in this revision as Article V, Section 3. The meaning has not been otherwise altered.

and to see that the total amount on deposit in any single bank at any time shall not exceed the amount of the current maximum deposit insurance guaranty of the said Federal Deposit Insurance Corporation. They shall set the annual dues of the members annually at the spring meeting. They shall set the fee for the certificate of the Examination Board. (As adopted at New Orleans, La., April 1957)

SECTION 2. MEMBERSHIP COMMITTEE. The Membership Committee shall consist of the vice president, the secretary, ex-officio, and five additional members of the Society who are appointed and carry on their duties as provided for in Article II, Sections 1 and 2 of the by-laws.

SECTION 3. COMMITTEE ON UNIFORM METHODS. The Committee on Uniform Methods shall be appointed by the president and consist of nine (9) members familiar with the Official and Tentative Methods of the Society, including the editor of Analytical Methods. This committee shall suggest work to the other committees of the Society which may be needed to improve or confirm these methods. This committee will receive from the president, or any member of the Society, suggestions for the improvement of old methods or the establishment of new methods. The committee may refer these matters to standing committees or request that the president appoint new committees to investigate specific projects. All methods of analysis or changes in methods originated by other committees of the Society shall be referred to this committee and, after approval by a two-thirds vote of the Uniform Methods Committee, shall be submitted to the Governing Board for adoption or rejection. A summary report of the actions taken at each meeting by the committee and Governing Board shall be prepared by the chairman of the committee and published in the Journal. (As adopted at Dallas, Tex., April 1960)

SECTION 4. EXAMINATION BOARD. The Examination Board shall consist of five active members, who shall be appointed annually by the Governing Board. At least one of the members must currently hold a certificate from the Examination Board. The Examination Board shall establish standards for the qualifications of active members as referee chemists. These standards may involve proficiency, educational background, ethical conduct, and any other qualifications that the Examination Board may consider to be pertinent. The Examination Board will receive applications from interested active members and issue certificates to those who qualify. (As adopted at New Orleans, La., April 1957)

SECTION 3. COMMITTEE ON UNIFORM METHODS. The Committee on Uniform Methods shall be appointed by the president and consist of nine members, familiar with the Official and Tentative Methods of the Society, including the editor of Analytical Methods. This committee shall suggest to the other committees of the Society work which may be needed to improve or confirm these methods. This committee shall receive from the president or any member of the Society, suggestions for the improvement of old methods or the establishment of new methods. The committee may refer these matters to standing committees or may request that the president appoint new committees to investigate specific projects. All methods of analysis or changes in existing methods originated by other technical committees of the Society shall be referred to this committee for approval. If approved by a two-thirds vote of the Uniform Methods Committee, they shall be adopted and submitted to the editor of methods for incorporation in the procedures of the Society as set forth in Article VIII, Section 2. A summary report of all actions of the Uniform Methods Committee shall be prepared by the chairman of the committee, submitted to the Governing Board and published in the Journal. Should a serious disagreement on a recommended procedure arise in the Uniform Methods Committee, the chairman of the committee may submit the procedure in detail to the members of the Governing Board for final action. Such a submission should be accompanied by a recommendation to the Governing Board by the chairman together with details of the disagreement.

SECTION 4. EXAMINATION BOARD. The Examination Board shall consist of five active members, who shall be appointed annually by the Governing Board. At least one of the Examination Board Members must currently hold a certificate from the Examination Board. The Examination Board shall establish standards for the qualifications of active members as referee chemists. These standards may involve proficiency, educational background, ethical conduct, and any other qualifications that the Examination Board consider pertinent. Applicants for certification as referee chemists shall pay, in addition to the annual dues for membership, a fee fixed by the Governing Board to cover the costs of certification. This fee is to accompany the application. The Examination Board shall issue certificates to those who qualify, and shall return the fees of those who are denied certification.

SECTION 5. AWARDS ADMINISTRATIVE COMMITTEE. The Awards Administrative Committee shall serve primarily as a coordinating body and as an administrative agent of the Governing Board respecting all awards and honors of the Society that are not governed by the constitution or by-laws. The committee shall review policies, rules and procedures for existing awards; formulate policies, rules and procedures to be followed

No change.

Minor language adjustment. The procedure for review and acceptance of new methods of analysis or changes in existing methods has been changed to limit the necessity of Governing Board review to those cases where serious disagreement arises. The meaning has not been otherwise altered.

Minor language adjustment. Provision for the collection of fees to cover costs of certification has been added. The meaning has not been otherwise altered.

This section has been added to provide for an Awards Administrative Committee and its duties, necessitated by the desire to maintain the highest possible standards for awards connected in any way with the AOCS.

in the establishment of new awards; and report the results of these activities and offer recommendations to the Governing Board for deliberation and such action as the Board deems appropriate.

The committee shall consist of six (6) well-qualified persons who are members of the Society. They shall be appointed by the president with the consent of the Governing Board. The terms of office of two of the Awards Committee Members shall expire each year. Two new members shall be appointed each year whose terms shall begin with the installation of new officers of the Society. The president of the Society shall appoint additional new members to fill vacancies in unexpired terms when they occur. The president shall appoint as chairman of the Awards Committee a member of the committee who is about to enter his third year of continuous service thereon. If no member of the committee meets the foregoing, the president, with the consent of the Governing Board, may appoint as chairman a member in good standing whom he considers to be qualified.

The activities of the Awards Committee shall be governed by the awards manual of the Society, approved by the Governing Board.

SECTION 5. SPECIAL COMMITTEES. The president shall appoint such other special committees not provided for in the constitution or by-laws, as may be necessary for proper conduct of the Society. Only members of the Society may serve on any committee, except where interlocking and cooperative activities with other societies, government or educational institutions may make an exception desirable. Appointment of non-members to standing committees shall be made with the approval of the president and the consent of the Governing Board.

SECTION 6. SPECIAL COMMITTEES. The president shall appoint such other special committees, not provided for in the articles of incorporation or by-laws as may be necessary for proper conduct of the Society. Only members of the Society may serve on a committee, except where cooperative activities with other societies make an exception desirable. Such appointment of non-members shall be made only with the consent of the Governing Board.

Changed to Section 6. Minor language adjustment. The provision permitting appointment of non-members to standing committees has been eliminated. The meaning has not been otherwise altered.

#### ARTICLE VII Publications

SECTION 1. The Society shall publish an official journal which shall be called "The Journal of the American Oil Chemists' Society."

#### ARTICLE VII Publications

SECTION 1. OFFICIAL PUBLICATION. The Society shall publish an official journal called "The Journal of the American Oil Chemists' Society."

Minor language adjustment only. The meaning has not been altered.

SECTION 2. The direction of the Journal shall be by a Journal Committee consisting of nine members and a chairman. The chairman of the Journal Committee shall be appointed each year by the Governing Board. The other members of the Journal Committee including, when desirable, an assistant chairman, shall be appointed by the chairman with the approval of the president. Three new committee members other than the chairman, shall be appointed each year for terms of three years. Members of the Journal Committee, other than the chairman, shall not be eligible for reappointment until after a lapse of one year following the expiration of their three-year terms. The Chairman of the Journal Committee with the approval of the president may take appointments for less than three years to fill any vacancies which may occur on the committee.

SECTION 2. (ADD) ADDITIONAL PUBLICATIONS. The Governing Board may authorize such additional publications as from time to time it shall deem necessary to promote the best interests of the Society.

This section has been added to provide for the authorization of additional publications.

SECTION 3. The chairman of the Journal Committee shall be the editor of the Journal. The Journal Committee, with approval of the Governing Board may, however, name another person as editor if such arrangement is considered desirable.

SECTION 3. PUBLICATIONS COMMITTEE. All publications of the Society, including the Journal of the American Oil Chemists' Society shall be under the direction of a Publications Committee consisting of nine members and a chairman. The chairman of the Publications Committee shall be appointed at each annual meeting of the Society by the Governing Board.

Changed to Section 3. Extensively rewritten to provide for a Publications Committee and its duties. This Publications Committee, which is patterned after the Journal Committee it is scheduled to replace, will direct all publications of the AOCs.

He shall serve as Director of AOCs Publications. The Governing Board shall also annually appoint an editor for each Society publication. The chairman of the Publications Committee may serve as editor of any or all publications of the Society if the Governing Board so designates. The editors of all Society publications shall be members of the Publications Committee. The other members of the Publications Committee, including when desirable an assistant chairman, shall be appointed by the chairman with the approval of the president. Each member of the Publications Committee, other than the chairman and the editor of each Society publication, shall serve a term of three years on the committee, and shall not be eligible for reappointment until after a lapse of one year following the expiration of his term. The chairman of the Publications Committee, with the approval of the president, may make appointments for less

SECTION 4. The Journal Committee, with the ratification of the Governing Board, shall make such arrangements and negotiate such contracts as may appear to be in the best interest of the Society for the publication and continuance of the Journal of The American Oil Chemists' Society.

than three years to fill vacancies on the Committee.

SECTION 4. DUTIES OF THE PUBLICATIONS COMMITTEE. The Publications Committee, with the consent of the Governing Board, shall make such arrangements and negotiate such contracts as appear to be in the best interests of the Society for the preparation and distribution of publications, other than publications supervised by the Uniform Methods Committee.

Publications Committee substituted for the Journal Committee. The meaning has not been altered. Brief statement added to clarify that publications of the Uniform Methods Committee to not come under the direction of the Publications Committee.

SECTION 5. EDITORIAL COMMITTEES. The editor of each Society publication including the Journal of the American Oil Chemists' Society, may appoint such editorial committees, advisory boards, and associate editors as he deems necessary for the proper preparation and distribution of his publication. The Editor of each publication shall serve as chairman of each committee or board he creates, and shall represent it to the Governing Board.

This section has been added to provide for the committees that are necessary to the day-to-day operation of each AOCS publication.

SECTION 6. MANAGING EDITOR. The executive director shall be the managing editor of all publications of the Society unless the Governing Board decides that another arrangement is in the best interests of the Society.

This section has been added to provide for the appointment of a Managing Editor for all AOCS publications.

#### ARTICLE VIII

##### Adoption and Publication of Methods of Analysis

SECTION 1. UNIFORM METHODS OF ANALYSIS. The Society shall investigate, adopt, and publish such methods of analysis in the field of oils, fats, waxes, and constituents and compounds or allied and associated products as may appear to be in the public interest, convenience, or necessity.

#### ARTICLE VIII

##### Adoption and Publication of Methods of Analysis

SECTION 1. OFFICIAL AND TENTATIVE METHODS OF ANALYSIS. The Society shall investigate, adopt, and publish such uniform methods of analysis in the field of oils, fats, waxes, and constituents and compounds or allied and associated substances, as may appear to be in the public interest, convenience, or necessity. This publication shall be called "The Official and Tentative Methods of Analysis of the American Oil Chemists' Society."

Minor language adjustment. The name of the publication is specifically set forth herein, requiring an amendment of the By-Laws in order to change the name. The meaning has not been otherwise altered.

SECTION 2. All methods of analysis originated by other committees of the Society shall be referred to the Uniform Methods Committee for review and approval by a two-thirds vote of this Committee. If approved by the Uniform Methods Committee, the methods shall be submitted to the Governing Board for approval. A majority vote of the Governing Board is required for approval.

SECTION 2. APPROVAL OF METHODS. All methods of analysis originated by other committees of the Society shall be referred to the Uniform Methods Committee for review and approval as tentative methods by a two-thirds vote of this Committee. If approved, a method shall be submitted to the editor of the Official and Tentative Methods of Analysis for publication as a tentative method. A copy of the changes and recommendations shall be submitted by the chairman of the Uniform Methods Committee to the president and all members of the Governing Board in a formal report of the Committee.

The methods of analysis, when adopted by the Uniform Methods Committee, shall remain tentative for a period of not less than one year. Thereafter, the Uniform Methods Committee may recommend its adoption as an official method to the Governing Board. A method shall become official upon declaration by the Governing Board.

All official and tentative methods yearly shall be reviewed editorially and technically, to insure that they remain timely and suitable.

Rewritten to expand the powers of the Uniform Methods Committee consistent with those set forth in Article VI, Section 3 of these By-Laws. Article VIII, Sections 3 and 4 have been incorporated, without alteration of meaning, into this section.

SECTION 3. The methods of analysis when first approved and adopted shall become tentative for a period of not less than one year. After one year they may be adopted as official by a two-thirds vote of the Uniform Methods Committee at a subsequent meeting of the committee and a majority vote of the Governing Board. (As adopted at Dallas, Tex., April 1960)

SECTION 4. All tentative and official methods of the Society are to be reviewed editorially and technically, yearly, in order to be sure that these methods are up to date and suitable for the purpose for which they are intended.

Incorporated into Section 2.

Incorporated into Section 2.

## ORIGINAL

## ARTICLE IX

## Meetings

SECTION 1. MEETINGS. There shall be two general meetings of the Society each year, one meeting in the spring and one in the fall for the presentation of papers and discussions of scientific interest and for the transaction of permissible business.

SECTION 2. TIME AND PLACE OF MEETINGS. The Governing Board shall tentatively decide the approximate time and place of the spring meeting not later than the previous spring meeting and the tentative time and place of the fall meeting not later than the previous fall meeting. The Governing Board shall have the right to change the time and place of a meeting if, in their opinion, the change will serve the best interests of the Society or to cancel the meeting in case of national or other emergency.

SECTION 3. NOTICE OF MEETINGS. At least 30 days' notice of time, place, and purpose of each regular or special meeting shall be given to members of the Society by the secretary through publication in the Journal of The American Oil Chemists' Society or by mail addressed to each member at his last known address appearing on the books of the Society.

SECTION 4. ORGANIZATION OF MEETINGS. The president shall appoint the chairman of a committee for the spring and fall meetings. The committee chairman shall appoint the other committee members with the consent of the president. Committees shall handle all details of meetings not otherwise provided for in the constitution and by-laws, such as place of meetings, exact dates of meetings, program, entertainment, industrial trips, hotel reservations, and convention room arrangements. Any expenses resulting from the meetings of the Society must be approved by the Governing Board before payment by the treasurer and any profits resulting from such meetings may at the discretion of the Governing Board be left with the local committee for use in the subsequent meetings.

SECTION 5. In the event that due to national or other emergency the annual meeting must be postponed, the Governing Board may receive the final report of the chairman of the Nominating and Election Committee in which is announced the results of the balloting and when received it shall constitute certification of the elected officers. If no quorum shall exist at any annual or special meeting of the Society, the Governing Board may submit the matter for which the meeting was called to the members for their vote by letter ballot.

## ARTICLE X

## Amendments to the By-Laws

SECTION 1. Amendments to the by-laws shall be presented in writing to the Governing Board and, if approved by a majority of that Board, shall be published in the Journal of The American Oil Chemists' Society or by mail addressed to each member at his last known address appearing on the books of the Society at least 30 days before the annual meeting of the Society or before a special meeting of the Society called for the purpose of considering by-law revision and shall be presented by one of the members of the Governing Board at the meeting for adoption or rejection.

SECTION 2. The Secretary of the Society shall send to all members, at least 30 days prior to that meeting, proxy statements upon which the member may instruct the casting of his vote for or against the proposed amendments. The proxy must be returned

## REVISED

## ARTICLE IX

## Meetings

SECTION 1. MEETINGS. There shall be two general meetings of the Society each year, one meeting in the spring and one in the fall, each for the presentation of papers and discussions of scientific interest. The spring meeting shall be the annual meeting.

SECTION 2. TIME AND PLACE OF MEETINGS. The Governing Board shall tentatively decide the time and place of the spring meeting not later than the time of the previous spring meeting and the time and place of the fall meeting not later than the time of the previous fall meeting. The Governing Board may change the time and place of a meeting if in its opinion the change will serve the best interests of the Society or may cancel a meeting in case of emergency.

SECTION 3. NOTICE OF MEETINGS. At least 30 days' notice of time, place, and purpose of each regular or special meeting shall be given to members of the Society by the secretary through publication in the Journal of The American Oil Chemists' Society or by mail addressed to each member at his last known address appearing on the books of the Society.

SECTION 4. ORGANIZATION OF MEETINGS. The Governing Board shall select a general chairman for each spring and fall meeting. The general chairman, with the approval of the Governing Board, shall establish such committees as he deems appropriate and appoint their chairmen. Tentative budgets shall be submitted to the Governing Board by each spring and fall meeting committee in ample time to allow revision by the Governing Board. The various committees shall be responsible for arranging the place, dates, program, entertainment, industrial trips, hotel reservations, and meeting room arrangements, and other details, all subject to the approval of the Governing Board.

SECTION 5. POSTPONEMENT OF MEETINGS. If the annual meeting cannot be held for any reason, the Governing Board shall receive the report of the chairman of the Nominating and Election Committee and announce the results of the balloting. Such action shall constitute certification of election. If no quorum exists at an annual or special business meeting of the Society, the Governing Board may submit any matter which was to be submitted at the meeting to the members for their vote by letter ballot.

## ARTICLE X

## Amendments to the By-Laws

Proposed amendments to the by-laws shall be presented in writing to the Governing Board and, if approved by a majority of that Board, shall be published in the Journal of the American Oil Chemists' Society at least thirty days prior to the annual meeting of the Society or prior to a special business meeting of the Society called for the purpose of considering revision of the by-laws. The proposed amendments shall be presented by one of the members of the Governing Board at the meeting for adoption or rejection. Provided a quorum as defined in Article XII of the articles of incorporation is present, and provided the proposed by-law amendment receives a favorable vote of the majority of the members voting at the meeting it shall be approved and shall be effective immediately.

## EXPLANATION

Rewritten to eliminate the language "transaction of permissible business" in order to avoid any possible misunderstanding. The spring meeting is here designated as the annual meeting—language which was removed from Article XI, Section 1 of the Articles of Incorporation.

Minor language adjustment only. The meaning has not been altered.

No change.

Rewritten to provide for Governing Board appointment of general chairmen for each spring and fall meeting; and for Governing Board review of meeting committees, approval of budgets, and approval of facilities and arrangements.

Minor language adjustment only. The meaning has not been altered.

Rewritten to incorporate both Sections 1 and 2 of the present Article X into a single paragraph. The method of amending the By-Laws has been changed, eliminating notice other than by publication in the Journal, and providing for approval by the majority of the members voting at a duly called meeting. This easing of the requirements for amendment of the By-Laws is designed to improve the utility thereof through the expanded application this new flexibility will allow.

to the secretary at least three days prior to the opening of the business meeting to be counted. If the proposed by-law amendment or repeal receives a favorable vote of two-thirds of the members of the Society present at the meeting either in person or by written proxy, it shall be approved and shall become immediately effective.

## ARTICLE XI

## Amendments to the Constitution

SECTION 1. Amendments to the constitution shall be presented in writing to the Governing Board and, if approved by a majority of that Board, 30 days' notice thereof prior to the annual meeting shall be given by publication in the Journal of The American Oil Chemists' Society or by mail addressed to each member at his last known address appearing on the books of the Society, and may be presented by one of the members of the Governing Board at that meeting for adoption or rejection.

SECTION 2. The secretary of the Society shall send to all members at least 30 days prior to that meeting, proxy statements upon which the member may instruct the casting of his vote for or against the proposed amendments. The proxy must be returned to the secretary at least three days prior to the opening of the business meeting to be counted. If the proposed constitutional amendment receives a favorable vote of two-thirds of the members of the Society with voting powers, it shall be approved. The constitutional amendments shall be immediately recorded in the office of the Recorder of Deeds in the City of New Orleans and with the Secretary of State of Louisiana by the secretary of the Society, after which the amendment shall become immediately effective. (See Article XIII, AOCs Constitution)

## ARTICLE XII

## Order of Business

SECTION 1. At the annual meeting of the Society the order of business shall include the following:

1. Presentation of papers and discussions
2. Reading of minutes of previous meeting (and their approval)
3. Report of president
4. Report of treasurer
5. Report of special committees
6. Miscellaneous business
7. Announcements
8. Report of Nominating and Election Committee and certification of officers
9. Adjournment

(As adopted at Dallas, Tex., April 1960)

## ARTICLE XIII

## Code of Ethics

Since the profession of chemistry has for its prime fundamental object the advancement of science and benefit of mankind, he who chooses this profession should be actuated by ideals in harmony with the attainment of these objects. To these ends, The American Oil Chemists' Society expects each member:

1. to familiarize himself with the purpose and objects of the Society as expressed in its constitution: actively to promote those aims; and to strive for self-improvement in the science of the profession to which he has dedicated himself;
2. to conduct himself before the public at all times so as to reflect the dignity of

## ARTICLE XI

## Amendments to the Articles of Incorporation

Proposed amendments to the articles of incorporation shall be presented in writing to the Governing Board. If approved by a majority of the Governing Board, thirty days' notice thereof prior to the annual meeting of the Society or prior to a special business meeting of the Society called for the purpose of considering revision of the articles of incorporation, shall be given by publication in the journal of the American Oil Chemists' Society and by mail addressed to each member at his last known address appearing on the books of the Society. The secretary of the Society shall send to all members at least thirty days prior to the meeting on which the change shall be voted, proxy statements upon which the member may instruct the casting of his vote for or against the proposed amendments. The proxy shall be returned to the secretary at least three days prior to the opening of the business meeting at which they are to be voted. At the business meeting the amendment shall be presented by one of the members of the Governing Board for adoption or rejection. Provided a quorum, as defined in Article XII of the articles of incorporation, is present, and provided the proposed amendment receives a favorable vote of a majority of the members with voting power, it shall be approved.

(Sections 1 and 2 incorporated in rewrite above)

## ARTICLE XII

## Order of Business

At the annual meeting of the Society the order of business shall include the following:

- Call to order
- Reading of minutes of previous meeting (and their approval)
- Report of officers
- Report of special committees
- Miscellaneous business
- Announcements
- Report of the Nominating and Election Committee
- Presentation of papers and discussions
- Installation of officers
- Adjournment

## ARTICLE XIII

## Code of Ethics

Chemistry has for its prime objective the advancement of science and benefit of mankind. Accordingly, the Society expects each member:

1. to familiarize himself with the purpose and objects of the Society as expressed in its articles of incorporation; to promote its aims actively; and to strive for self-improvement in his profession;
2. to conduct himself at all times to reflect dignity upon the profession of chemistry;
3. to use every honorable means to elevate the standards of the profession and extend its sphere of usefulness;

Rewritten to incorporate both Sections 1 and 2 of the present Article XI into a single paragraph. Amendment of the Articles of Incorporation has been made more difficult by requiring both notice by publication in JAOCs and by mail. (The Articles of Incorporation, Article XIII, requires only that one of the two forms of notice be used.)

Minor adjustment of language and sequence only. The meaning has not been altered.

Minor language adjustment only. The meaning has not been altered.

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- the chemical profession;
3. to use every honorable means to exalt the standards of the profession and extend its sphere of usefulness;
  4. to keep inviolate any confidence that may be entrusted to him in his professional duties;
  5. to refuse the use of his name to questionable enterprises and not to engage in any occupation that is contrary to law or the public welfare;
  6. to guard against insinuations that tend to reflect upon the character or integrity of other chemists.

## ARTICLE XIV

### Local Sections

SECTION 1. The Governing Board may authorize the formation of local sections of this Society, on request received in accordance with provisions of Section 2 hereof. The Governing Board after giving due attention to all details of such a request, shall have the full responsibility for fixing the name and the geographical boundaries of a local section, and may change such name and may revise such boundaries in the light of conditions prevailing at any time subsequent to the formation of the section. A local section may be terminated by its own action or, on recommendation of the Governing Board, by the Society at an annual meeting or at any other meeting authorized to consider such an action.

SECTION 2. A request for formation of a local section must be submitted in writing to the president of the Society and referred by him to the Governing Board. Such a request may be submitted either by an already existing group of chemists with aims generally similar to those of this Society or by the representatives of a local group of members of the Society, chosen at a meeting pursuant to notification of all the members of this Society in the area concerned. No group containing fewer than 25 members of the Society shall be eligible for local section status.

SECTION 3. A majority of all the members of each local section must be members of the Society, except that this provision may be waived by the Governing Board for a period not to exceed two years when an existing organization changes its status to that of a local section. Each local section may have also affiliate members who are not members of the Society. Each local section shall have a chairman and a secretary who are members of the Society, and at least half of all the officers of a local section must be members of the Society. Within the geographical limits of a local section, each

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4. to keep inviolate any confidence that may be entrusted to him in his professional capacity;
5. to refuse participation in questionable enterprises and to refuse to engage in any occupation that is contrary to law or the public welfare;
6. to guard against unwarranted insinuations that reflect upon the character or integrity of other chemists.

## ARTICLE XIV

### Local and Specialty Sections

SECTION 1. AUTHORIZATION. The Governing Board may authorize the formation of local sections embracing a prescribed geographical area, or specialty sections embracing designated scientific disciplines within the Society.

SECTION 2. PETITION TO ESTABLISH. Twenty-five or more members in a designated geographical area may submit a petition to the Governing Board for establishment of a local section. The petition shall state the proposed name of the local section, geographical area to be covered, proposed budget for the first year's operation, and proposed by-laws, and any other information which the petitioners believe will assist the Governing Board in passing on the petition. A petition may be submitted by a local independent organization to become a local section provided its purposes are substantially similar to the purposes of the Society, its requirements for membership are substantially similar to the membership requirements of the Society, and a substantial portion of the members are members of the Society.

Twenty-five or more members of the Society interested in a special field of interest may petition to establish a specialty section. The petition shall state the proposed name of the specialty section, special field of interest, budget for the first year's operation, proposed by-laws, and any other information which petitioners believe will assist the Governing Board in passing upon the petition.

A petition may be submitted by an independent organization to become a specialty section provided its purposes are substantially similar to the purpose of the Society, and its requirements for membership are substantially similar to the membership requirements of the Society.

SECTION 3. ACTION BY GOVERNING BOARD. The Governing Board in its discretion may grant or deny a petition for establishment of a local or specialty section, or may grant a petition subject to such conditions as it deems appropriate.

## EXPLANATION

Rewritten to encompass only the first portion of the present Article XIV, Section 1. Language expanded to allow formation of "specialty sections" embracing designated scientific disciplines, as well as local (geographical) sections.

This section comprises the remaining portion of the present Article XIV, Section 1 and all of Section 2. The language bears little resemblance to the original, setting forth a series of well-defined preliminary requirements for both local and specialty sections. While the intended meaning of the original document has not been substantially altered, it has been made more understandable and usable.

The original Section 3 has been eliminated for all practical purposes. The new language (along with that in Sections 4 and 5) places full power in the Governing Board respecting the establishment, control and termination of local and specialty sections. Such authority is essential to prevent a section from taking inadvertent action to the detriment of the Society, such as raising a question as to its tax exempt status, etc.

member of the Society shall have the right, but not be required, to become a member of that section. A member of the Society living outside the geographical limits of a local section shall be eligible to apply for membership in that section. For purposes of this section, members of the Society include honorary, active, active junior, individual associate, and emeritus.

SECTION 4. Each local section shall adopt regulations for the conduct of its affairs, and all such regulations must be consistent with the constitution and by-laws of this Society. Each local section will be wholly responsible for its own financing and may assess dues for this purpose.

SECTION 4. DUTIES OF LOCAL AND SPECIALTY SECTIONS. Every section shall encourage its members to become members of the Society and otherwise to promote the best interests of the Society as a whole, and in particular, to avoid any action which impedes or impairs the work of the Society, such as scheduling local or section meetings in conflict with national meetings.

Each local and specialty section shall file with the Executive Director a copy of its by-laws, and a list of its officers. Every change in by-laws, and every change in officer personnel shall be reported to the executive director and secretary within 10 days after such change is effective.

Each local section and specialty section, shall, on or before March 1 of each year, submit to the executive director a copy of its income and disbursements for the prior calendar year.

A local or specialty section may not join with any other organization for any purpose without the consent of the Governing Board.

A local or specialty section may not establish a journal, engage in a fund raising activity or any other substantial activity without the consent of the Governing Board.

The Society shall not be responsible for the debts of a local or specialty section. Each local and specialty section shall have a president and a secretary and such other officers as it deems necessary. The president and secretary of a section must be members of the Society.

A local or specialty section may have as affiliate members, persons who are not members of the Society. A local section must admit to membership all members of the Society residing or working in its geographical area. A specialty section must admit to membership all persons reasonably qualified in its special field of interest.

Each local section shall adopt by-laws for the conduct of its affairs. Such by-laws shall be consistent with the articles of incorporation and by-laws of this Society. Each local section shall be wholly responsible for its own financing and may assess dues for this purpose.

Whenever the Governing Board deems it appropriate it may suspend the directors, officers or other governing officials of a section and may appoint a trustee for managing the affairs of the section. Upon such suspension and appointment of a trustee all books and records and funds of the section shall be turned over promptly to the trustee. The Governing Board may terminate such trusteeship and may permit the section to resume operations upon such conditions as it deems appropriate or it may terminate the section in accordance with Section 5.

SECTION 5. TERMINATION. A local or specialty section may terminate its activities at any time upon receiving permission from the Governing Board. The Governing Board may at any time terminate the existence of a local or specialty section. Upon termination of a local or specialty section its assets shall be applied first to payment of its obligations and the balance shall be turned over to the treasurer of the Society.

SECTION 5. A local section may hold any meetings consistent with the general aims of the Society, except as follows: a) a local section shall not sponsor, or join in sponsoring, a meeting of national or intersectional scope without approval of the Governing Board; b) no local section meeting shall be in conflict with the dates of any national meeting of the Society.

Rewritten and substantially expanded to include the basic duties of local and specialty sections. The original Section 4 is to be found in the 8th paragraph of the proposed section.

The original Section 5, having been cared for in the first paragraph of the proposed Section 4, is eliminated. The proposed Section 5 provides for the termination of local or specialty sections, giving broad authority to the Governing Board as mentioned in connection with Article XIV, Section 3 above. The provision for disposal of funds upon termination of a section is consistent with Article XV of the Articles of Incorporation, and is included here for the protection of the Society.