

**BY-LAWS
OF THE CENTRAL MICHIGAN CHAPTER OF THE
AMERICAN FOUNDRY SOCIETY**

*(Chapter Chartered April 1947)
(By-Laws Revised April 4, 1950)
(By-Laws Revised February 28, 1963)
(By-Laws Revised May 1, 1966)
(By-Laws Revised January 15, 1975)
(By-Laws Revised September 15, 1976)
(By-Laws Revised October 8, 1980)
(By-Laws Revised February 19, 1992)
(By-Laws Revised July 25, 2001)
(By-Laws Revised May 15, 2002)*

**ARTICLE 1
Name and Objectives**

Section 1. This organization shall be known as the Central Michigan Chapter of the American Foundry Society.

Section 2. The objectives of the Chapter shall be those of the American Foundry Society, namely, to advance through continued education of the arts and sciences relating to the manufacture and utilization of metal castings.

**ARTICLE II
Territory**

Section 1. The territory of this Chapter shall be as registered in the offices of the National Society and shall include the following Michigan counties: Barry, Branch, Calhoun, Eaton, Hillsdale, Ingham, Jackson, Kalamazoo, and St. Joseph.

**ARTICLE III
Membership and Dues**

Section 1. American Foundry Society members of all classes shall be eligible for membership with privileges as prescribed in the by-laws of the Society.

Section 2. Annual dues for membership shall be as provided in the by-laws and regulations of the American Foundry Society.

Section 3. All membership dues shall be paid to the order of the American Foundry Society and shall become payable when invoiced in accordance with Society regulations.

**ARTICLE IV
Financing**

Section 1. In addition to the dues refund as provided for in the By-Laws of the Society, the Board of Directors of the Chapter may and shall, when it is deemed necessary, make provision for raising additional funds. They may also receive contributions or bequests, and shall have entire control of all funds thus raised or received either before or after establishment of the Chapter.

Section 2. The Board of Directors of the Chapter shall have authority also to raise and dispense funds for special purposes. It shall be understood, however, that contributions to any special funds shall be voluntary and that failure to contribute shall not deprive any member of Society or Chapter privileges.

Section 3. The fiscal year of the Chapter shall be the same as that of the society, namely, July 1 through June 30, inclusive.

Section 4. The Board of Directors shall approve, as prepared by the Chapter Treasurer at the Board's direction, such budgets, as it may from time to time desire.

Section 5. Once in each 5 years, and when a new Treasurer is elected the Secretary, Treasurer and a qualified accountant shall conduct an audit of the financial records of the Chapter. This financial report shall be filed with the Board of Directors prior to annual meeting as defined in Article IX, Section 2 and a copy forwarded to the National office by July 15.

Section 6. Two of three signatures of the Chapter Chairperson, Treasurer or Secretary shall be required on disbursing checks or drafts.

Section 7. No part of the income or property of this Chapter shall inure to the benefit of any individual and in the event of dissolution of the Chapter, all assets thereof shall become the property of such not-for-profit organization, as the Board of Directors of the Chapter shall determine can best carry out the stated objectives of the Chapter.

**ARTICLE V
Officers and Directors**

Section 1. The officers of the Chapter shall consist of a Chairperson, Vice Chairperson, Second Vice Chairperson, Secretary, and Treasurer, who shall be elected annually from and by the membership. Each officer so elected shall serve for one year or until his successor is elected and qualified.

Section 2. The Board of Directors shall consist of the Chapter officers, at least nine Directors (three elected annually) from and by the membership for terms of three years each,

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and the immediate past Chairperson who shall serve a term of one year as a Director. Directors shall be elected as required to provide at least nine Directors.

Section 3. All officers and Directors shall assume their duties on August 1 of the year elected.

Section 4. Should a vacancy occur in the Board of Directors or in any of the elected offices, except the office of Chairperson and Vice Chairperson, the Board of Directors may select a member of the Chapter to fill the vacancy for the remainder of the term. Should a vacancy occur in the office of Chairperson, the Vice Chairperson shall assume the duties of the Chairperson and the Second Vice Chairperson shall assume the duties of the Vice Chairperson until the next annual election. Should a vacancy occur in the office of Vice Chairperson, the Second Vice Chairperson shall assume the duties of the Vice Chairperson until the next annual election.

ARTICLE VI
Duties of Officers

Section 1. Chairperson – The Chairperson shall preside at all meetings of the Board of Directors and at all regular and special meetings of the Chapter when proceedings are of a business nature.

He/she shall also appoint standing and special committees and their Chairpersons. The Chapter Chairperson shall be an ex-officio member of all such committees.

For the purpose of coordinating Chapter functions he/she shall directly, or through the secretary, keep all officers and board members constantly informed of Chapter policies and activities or changes therein.

He/she shall submit at the Annual Business meeting a report reviewing activities of the Chapter and recommending future activities of the Chapter, together with a report prepared by the Chapter Treasurer showing receipts and disbursements for the year.

Section 2. Vice Chairperson – The Vice Chairperson shall fulfill the duties of the Chairperson when the latter, for any reason, is unable to act in his/her capacity as Chapter Chairperson. Also serve as Program Chairperson and work with Secretary-Treasurer to set up following year's program.

Section 3. Second Vice Chairperson – The Second Vice Chairperson shall fulfill the duties of the Vice Chairperson when the latter, for any reason, is unable to act in the capacity of Vice Chairperson. The Second Vice Chairperson shall also assist the Vice Chairperson as Program Chairperson.

Section 4. Chapter Secretary – The Chapter Secretary shall be custodian of the permanent records of the Chapter, preparing the minutes of all Board meetings as well as

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regular and special meetings of the Chapter. He/she shall be appointed by the Chairperson, and approved by the Board of Directors annually.

Section 5. Treasurer – The Treasurer shall have charge of all funds of the Chapter and shall disburse such funds only when approved by the Board of Directors. He/she shall keep the accounts in books belonging to the Chapter, which at all time shall be open to inspection by the Board of Directors. The Chapter Treasurer shall be bonded. He/she shall also assist the Chairperson in preparing an annual report for presentation at the Annual Business meeting of the Chapter. All of his/her records shall be kept in a record book in accordance with the procedures as outlined by the Society. At the expiration of this appointment he/she shall transfer to his/her successor all records, papers, and other property of the Chapter in his/her possession.

He/she shall receive all moneys from the National Society. He/she shall be responsible for audits and any reports of submissions to governmental agencies.

He/she shall supply the Chairperson of the Chapter with a report of receipts and disbursements for the year, for presentation at the Annual Business meeting.

ARTICLE VII

Nomination and Election of Officers

Section 1. Nominations shall be made by a majority vote at the Board's April meeting. Nominations for the offices of Second Vice Chairperson, Secretary and Treasurer to serve for one year and for election of Directors in accordance with the provisions of Article V. The office of Chairperson is taken by the previous year's Vice Chairperson, the office of Vice Chairperson is taken by the previous year's Second Vice Chairperson and the previous year's Chairperson will become a one year director on the Board.

Section 2. Additional nominations may be made by members in good standing at the Annual May Business meeting of the Chapter.

Section 3. The election of all officers and all three-year directors plus any other directors required to complete the board shall be held at the Annual May Business meeting of the Chapter.

Section 4. Newly elected officers and directors shall assume the duties of their offices on August 1 of the year elected and serve until their successors are chosen and qualified.

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**ARTICLE VIII
Committees**

Section 1. Standing committees shall be appointed by the Chairperson, subject to Board approval, and shall include the following: Membership, Program, Educational, Publicity, and Entertainment.

Section 2. Such other committees as the Board of Directors considers necessary shall be appointed either as standing or special committees.

All committee Chairpersons shall be prepared to present activity reports from time to time as called upon by the Chapter Chairperson.

**ARTICLE IX
Meetings – Chapter, Annual and Directors**

Section 1. Meetings of the Chapter shall be held at a time and place as determined by the Board of Directors.

Section 2. The Annual Board of Directors meeting of the Chapter shall be the last regular Board Meeting scheduled after June 1st and not later than July 31st.

Section 3. The Board of directors shall meet at the call of the Chairperson or any five members of the Board. At least four Board meetings shall be held during the year, at least two of which shall be held at a time other than on the date of regular Chapter meetings. A simple majority of the Board shall constitute a quorum.

**ARTICLE X
Amendments**

Section 1. These By-Laws may be amended only by a majority vote of the membership in good standing present at a regular or special meeting, provided notice of vote on such amendments shall have been given to the membership at a previous regular or special meeting, and the full text of the proposed amendments included in the printed notice thereof.

**ARTICLE XI
Responsibility for Actions**

Section 1. These By-Laws, amendments thereto and official actions of the Chapter shall not conflict with any provisions governing Chapters in the By-Laws of the American Foundry Society.

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Section 2. No action or obligation of the Chapter shall be considered an action or obligation of the American Foundry Society, until approved or accepted by the Society Board of Directors.

**ARTICLE XIII
Trust Fund**

Section 1. A Trust Fund, to be known as the Central Michigan Chapter—American Foundry Society Trust Fund, shall be established and maintained at an amount sufficient to provide from the earnings thereof an adequate program of scholarships and continued education, for the Chapter, and the individual and company members of the Chapter and Society.

Section 2. The Trust Fund may be initially established with moneys from the general funds and the savings accounts of the Chapter, and may be augmented from time to time by funds from the general income of the Chapter or other activities as authorized by the Board of Directors of the Chapter and in such amounts as the Board of Directors may authorize.

Section 3. Administration of Trust Fund.

- a. The Board of Directors shall administer the Trust Fund.
- b. As chief fiscal officer, the Treasurer is responsible for monitoring and reporting the fiscal activity of the Fund.
- c. The Board of Directors is responsible for recommending changes in the Trust Fund repository. Any change in the repository must be approved by a two-thirds majority of the Chapter Board of Directors, including the Chapter Chairperson and a simple majority of the general membership. For this purpose the general membership shall be defined as those personal, personal affiliate, retired affiliate junior, and teaching associate, members. The membership of the individual must be active at time of the approval vote. The canvassing of the active members shall be performed by mail. The motion for general membership approval as heretofore defined, along with a return ballot, will be mailed to each individual prior to a general membership meeting. The current address of the individual member will be taken from the most recent national AFS file, a no-return will be considered to be a vote of approval.
- d. The Chairperson may appoint a committee to recommend possible uses of the interest generated by the Trust Fund.
- e. Signatures of any two of the following officers shall be required for withdrawal from or addition to the Trust Fund: Chapter Chairperson, Vice Chairperson, and Treasurer.

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f. By June 1st of each year, the Treasurer shall submit to the Board of Directors a report of operation of the Trust Fund for the past year ending May 1st.

Chairperson – Judy Hurley

Vice Chairperson – Dave Trahan

Second Vice Chairperson – Keith Teachout

Secretary – Harvey Slager

Treasurer – Michael Chenoweth