



CONSTITUTION

Article I NAME

The name of the organization shall be the Cleveland Coatings Society.

Article II OBJECTIVES

The Society shall operate solely and exclusively as a nonprofit organization with the following objectives:

- A. To develop or provide scientific, engineering and technical data, facts and standards, and to promote research and the application of the sciences to further the development, manufacture and use of paints, varnishes, lacquers, related protective and decorative coatings, printing inks, adhesives and other related products, and the raw materials necessary for these products.
- B. To promote the welfare of its members; to strengthen fraternal and social relations among its members; to remove customs contrary to sound business principles and ethics; and to safeguard the interests of the public. It shall also be an object of this Society to further the interest of its members in this community and promote their welfare in the industry as a whole. The Society shall not be used directly or indirectly to restrict free and lawful competition.
- C. To promote educational activities and the interchange of ideas among its members and the public generally.
- D. To arrange for the collection and dissemination of information pertinent to the industries served by the Society, and for the presentation, discussion and publication of papers and other contributions.
- E. To promote the improvement of products, the elimination of wasteful methods of manufacture, and foster manufacturing procedures and practices that minimize pollution of the environment as a service to the industry and the public as a whole.
- F. To cooperate with other organizations, public and private, to accomplish these objectives.

Article III LIMITATION ON ACTIVITIES

No part of the net earnings of the Society shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Society shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation; and the Society shall not participate in, or intervene in, including the publishing or distribution of statements, political campaign on behalf of any candidate for public office. The Society shall not carry on any activity not permitted to be carried on by an organization exempt from Federal



income tax under 501 (c) (6) of the Internal Revenue Code of 1954, or the corresponding provision of any United States Internal Revenue Law.

Article IV MEMBERSHIP

All conditions, qualifications, requirements, privileges and regulations as to membership in the Society shall be fixed and governed by the Bylaws of the Society.

Article V MANAGEMENT

The activities and affairs of the Society shall be managed as provided in the Bylaws of the Society.

Article VI DISSOLUTION

In the event of the partial or entire liquidation or dissolution of the Society, whether voluntary, involuntary, or by operation of law, the Board of Directors of the Society shall, after paying or making provisions for the payment of all liabilities of the Society, distribute the assets of the Society to one or more organizations exempt from taxation under Section 501 (c) (6) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law as they in their sole discretion shall determine. Any of such assets not so distributed shall be distributed by the appropriate court of Cuyahoga County exclusively to such exempt organization or organizations, as said court shall determine.

Article VII INCORPORATION

All of the assets of the Society may be transferred to a nonprofit corporation in compliance with Article VI of the Constitution of the Society by a vote of three-quarters of the members present at any regular or special meeting of the Society provided, however, that said corporation shall simultaneously assume all of the liabilities of the Society, and at least sixty days' notice of such a proposal shall have been given before the meeting by direct mailing or electronic email to all members of the Society.

Article VIII AMENDMENTS

This constitution may be altered, amended or repealed, using a procedure identical in every respect to that prescribed in the Bylaws for amendments to the Bylaws, except that the final vote shall require a three-fourths majority of members present for adoption.



BYLAWS

Article I

MANAGEMENT OF INTERNAL AFFAIRS

1. The Society shall operate in accordance with the laws of the jurisdictions within its territorial boundaries and the laws of the State of Ohio affecting corporations or nonprofit organizations.

Article II

MEMBERSHIP

A. Classes of Membership

1. **Active Membership** - Any individual engaged in research, engineering, technical development, quality control or supervisory production work for the manufacture, use or improvement of a finished coatings within the scope of Article II of the Constitution, is eligible for Active Membership, provided the requirements of SR II are met. Also, any individual that manufactures or sells raw materials, supplies or equipment or services required by those industries, is eligible for Active Membership.
2. **Educator and Student Membership** - Any individual who is a college or high school educator or who is a full-time student registered in an educational institution of recognized standing in a course of study in Chemistry, Engineering, Physics or related sciences leading to a degree shall be eligible for Educator and Student Membership, but such membership shall terminate three months after the individual ceases to qualify. The rights and privileges of Educator and Student Members shall be the same as those of Active Members, except as limited by Bylaws Article XIII.
3. **Retired Membership** - Any Active, Educator and Student Member shall be eligible for Retired Membership when all employment has been terminated by reason of retirement. His/her election shall be conducted in a manner consistent with SR 11-C 2. The Retired Member shall continue to exercise all the rights and privileges of his/her previous class of membership, except as otherwise prohibited by the Constitution, Bylaws or Standing Rules of this Society.
4. **Society Honorary Membership** - Any Active, Educator and Student or Retired Member who has rendered outstanding service to the Society shall be eligible for Society Honorary Membership. The Society Honorary Member shall continue to exercise all the rights and privileges of his/her previous class of membership, except as otherwise prohibited by the Constitution, Bylaws or Standing Rules of this Society.
5. **Voting Member** - The term "Voting Member" shall be used to describe any member of the Cleveland Coatings Society in good standing, regardless of the particular class of membership to which said member belongs. Voting Members shall have all the rights, privileges, duties and responsibilities of full membership except as further defined, limited or restricted by the



Constitution, Bylaws and Standing Rules of the Cleveland Coatings Society.

B. Change of Membership Status

1. If during the fiscal year, any member changes class of membership, then that member will remain in their current class until his/her membership is renewed.

C. Termination of Membership

1. Except as otherwise provided by these Bylaws or the Standing Rules of the Society, membership in the Society shall terminate automatically for any individual who ceases to be eligible for his/her class of membership, or whose dues have not been paid in accordance with these Bylaws and Standing Rules. Resignations from membership shall be addressed to the Society President and acted upon by the Board of Directors.

2. Any member may be suspended or expelled from the Society for unprofessional conduct in the following manner:

- a) At a regular meeting of the Board of Directors, a motion must be passed that there may be just cause for suspension or expulsion.
- b) Within five days following the passage of this motion, the Secretary/Treasurer shall send to the affected member, by registered mail, return receipt requested, a notice that the said member is to appear at the next regular meeting of the Board of Directors to show cause why he/she should not be suspended or expelled; such notice shall accurately delineate the date, time and exact location such meeting is to be held.
- c) Having complied with this procedure, the Board of Directors, even if the affected member absents himself/herself, may vote on a motion of suspension or expulsion. For a motion of suspension to prevail, two-thirds of the Directors present must vote favorably. For a motion of expulsion, three-fourths of the Directors present must vote favorably. Should neither motion prevail, then the matter shall be considered concluded, and it shall not be in order again to bring the matter before the Board of Directors.

Article III

ORGANIZATION

A. General Policies and Administration

The establishment and execution of general policies and the administration of the Society shall be vested in the Board of Directors, when assembled and meeting as such, and in the President in the interim.

B. Board of Directors

The Board of Directors shall consist of the President, President-Elect, Treasurer, Society Liaison, and the most recent eligible Past President, Educational, Audit/Finance, Membership, Technical, Events/Promotions, Scholarship, and Community Service Committee Chairs. All members of the



Board of Directors shall be members of the Society in good standing. All members of the Board of Directors who will be handling expenses for the Society shall be bonded at the society's expense for an amount to be determined by the Board of Directors.

1. The duties of the Board shall be to:

- a. Act with the President in establishing and executing the policies and administering the affairs of the Society.
- b. Fill vacancies occurring mid-term in elective offices, except President. A vacancy occurring in the office of President shall automatically be filled by advancement of the President-Elect; and the Board shall fill the vacancy thus created in the office of President-Elect. A vacancy in the office of Society Liaison shall be filled by appointment and voting at a meeting of the Society. Prior to such election, the President and President-Elect shall report. A vacancy occurring mid-term in the office of Society Liaison shall be filled by the majority vote of the Board of Directors. No person shall hold two elective offices concurrently.
- c. Select and appoint any contracted personnel, fix the compensation and prescribe his/her duties in the contract.
- d. Authorize the expenditure of all funds in keeping with the provisions of these Bylaws, either by specific direction to the President and Treasurer, or by limited allocation of funds to be expended at the discretion of committees duly appointed by the President. Expenditures of funds clearly within the limits of an approved budget shall be construed as authorized. Expenditures of all other funds require prior Board approval.
- e. Specify the duties and functions of all committees except as otherwise provided for in these Bylaws.
- f. Schedule a minimum of six meetings of the Board of Directors each year at times and places to be designated by the President with the approval of the Board of Directors. One such meeting shall be the Summer Transitional Meeting to be held during the month of July or August. The purposes of this meeting is:
 - 1) To conclude any remaining business from the previous administration.
 - 2) To provide for the training of incoming Directors and other officials.
 - 3) To provide an opportunity for the distribution, reading and discussion of the outgoing President's written Annual Report.
 - 4) To provide for an orderly transition of authority between the outgoing and incoming officials. To this end, the Summer Transitional Meeting shall include a social hour and may include a meal, the expenses of which shall be borne by the Society.

The President shall cause invitations to attend the Summer Transitional Meeting to be issued to incoming and outgoing officials of the following categories: all Directors, all Chairs of the Standing Committees, the Society Liaison, and to any others the President deems appropriate.

- g. Act on proposed changes in Society boundaries.
- h. Adopt and amend Standing Rules for the Society, subject to and consistent with the Constitution and these By Laws.



2. **Quorum** - The Quorum of the Board of Directors shall be a minimum of 4 Directors, not including the President. No financial expenditures shall be approved or binding business conducted, unless a quorum is present.

C. Officers

The officers of the Society shall consist of a President, President-Elect, Treasurer and Immediate Past President.

1. It shall be the duty of the President to:
 - a. Serve as Chief Executive of the Society.
 - b. Act as Chair of the Board of Directors.
 - c. Preside at all regular and special meetings of the Society.
 - d. Appoint all committee chairs. All committee chairs shall be members of the Society in good standing.
2. The President-Elect shall automatically succeed the President and shall act in the stead of the President whenever necessary, or whenever the presidency is declared vacated by the Board of Directors. The President-Elect shall also take the minutes at Board Meetings.
3. It shall be the duty of the Treasurer to:
 - a. Act in the stead of the President-Elect whenever necessary, or whenever the President-Elect is declared vacated by the Board of Directors.
 - b. Be responsible for the keeping of the accounts of the Society. If another person is assigned responsibility for maintaining the Society's accounting records, the Treasurer shall ensure that this person is also bonded at the Society's expense for an amount determined by the Board of Directors. It shall be the Treasurer's duty to oversee the receipt of all revenues, maintain a monthly accounting of all funds, and assure all disbursement, subject to all articles of these Bylaws. No contract shall be entered into, nor disbursements made, without the approval of the Treasurer and/or the President, acting under authorization of the Board of Directors.
 - c. Assure that a mailing of dues notices to the membership lists is performed, as specified in the Standing Rules.
 - d. Perform such other duties incident to his/her office, which may be directed by the President or the Board of Directors.
4. The Immediate Past President shall serve as a supporting member of the Board of Directors, and can be asked to chair any standing or Ad Hoc committees as deemed necessary by the President and the Board of Directors.

Article IV SOCIETY LIAISON

A. Appointment and Term

The President, with the approval of the Board of Directors, shall appoint a Society Liaison, who shall be a liaison to other local and national associations during their tenure.



B. Duties

The duties of the Society Liaison shall be:

1. To represent the Society at other local and national meetings as required by such organizations or the Cleveland Coatings Society.
2. To update the Cleveland Coatings Society on related business that might affect the Society.
3. The Society Liaison may temporarily appoint a substitute representative in their absence to attend meetings as needed.

Article V

ELECTION of BOARD of DIRECTORS AND OFFICERS

A. Nominations

Nominations for election to the Board of Directors shall be as follows:

1. The outgoing President and incoming President shall prepare a slate for all elective offices and announce such slate by sending a direct mailing mail or electronic notification of such slate to all members of the Society prior to the end of the fiscal year.
2. A nomination for elective office may be made by members in good standing of the Society, prior to the end of the fiscal year. The nominee's written or electronic authorization must be presented to the presiding officer at the time of nomination. The Board of Directors shall, within five days, judge the eligibility of the proposed nominee. Upon certification, the nomination shall be included in any list of nominees mailed or electronic notification to the membership.

B. Elections

1. The Society Members shall elect the President-Elect.
2. Election shall require a majority vote of voting members present. If there is only one candidate for a position, then a verbal vote will suffice. In the event, there are more than one candidate nominated for any single office, the vote shall be conducted by written ballot.

C. Terms

1. All elected (or appointed) members of the Board of Directors shall be elected (or appointed) for one- year terms.
2. It is desirable that the President-Elect shall be elected one full year in advance of the year in which they are to hold office. They shall become President automatically after one term as President Elect, and shall serve an additional year as a Past-President on the Board of Directors unless they become ineligible to serve on the Board.
3. The President and President-Elect shall be representatives of different firms at the time of their first election to the Board of Directors.
4. The terms of all Officers, Committee Chairpersons and Committee Members shall begin at the transition meeting, of the year in which they are elected or appointed.



Article VI Committees

A. Standing Committees

The following are the Standing Committees of the Society: Audit/Finance, Membership, Technical, Promotions/Marketing, Events/Publicity, Scholarship, Hospitality, Golf and Community Service.

Article VII Meetings

A. Annual Meeting

The Annual Meeting shall be held in April or May. The program of the Annual Meeting shall include the election of officers and any other business, which is proper to be brought before the Membership of the Society.

B. Regular Meetings

The Society shall schedule a minimum of five monthly meetings, the exact time and place to be determined by the Events/Publicity Committee with the approval of the Board of Directors.

C. Special Meetings

Special meetings may be called by the President, by two Directors or by ten Members, at a time and place determined by the Board of Directors, provided that a notice stating the purpose for the meeting shall have been mailed to all members at least 7 days prior to the date of the special meeting.

D. Resolutions from the Floor

Any member may propose a resolution from the floor at the Annual Meeting.

E. Quorum

The majority of members present and eligible to vote shall constitute a quorum, and a simple majority of those voting shall be sufficient to carry any vote except as otherwise delineated in the Constitution, Bylaws or Standing Rules.

Article VIII DUES

The Board of Directors shall set annual dues for all classes of membership.

Article IX FISCAL YEAR

The fiscal year of the Society shall end on July 31.

Article X STANDING RULES

A. Definition



Standing Rules are written statements of operating procedures and/or details of the organization of the Society.

B. Adoption or Amendment

1. Proposals to adopt or amend Standing Rules may be originated by any member, by submitting same in writing to any Director, who shall cause said proposal to be presented at the next meeting of the Board of Directors.
2. The Board of Directors shall adopt or amend Standing Rules, provided that a simple majority of all members of the Board present shall vote in favor of adoption or amendment at any regular or special meeting of the Board.

**Article XI
AMENDMENTS**

A. Origination

Proposals to amend these Bylaws may be originated by any member by submitting same in writing to any Director who shall cause said proposal to be presented at the next meeting of the Board of Directors.

B. Processing

Proposals to amend these Bylaws shall be referred to the Board of Directors. The Board of Directors may edit such proposals only with the permission of the originator. The Board of Directors shall study the proposal at the next board meeting. The Directors shall then act to accept for membership consideration, table or reject such proposal by a majority vote of those Directors present. If the action is to accept for membership consideration, the Board of Directors shall prepare the enabling resolutions.

C. Consideration by the Members

1. If a change in the By Laws has been accepted for membership consideration, the President shall cause, without undue delay, said changes to be distributed to all members in good standing of the Society.
2. The President shall ensure that notice is given of the proposed amendments by electronic mail to all members at least five days prior to the regular meeting of the Society at which the vote is to be taken.
3. Resolutions to alter, amend or repeal these Bylaws, having been approved by a vote of two-thirds of the Members present at the meeting, shall make effective the proposed amendment immediately.

**Article XII
PARLIAMENTARY PROCEDURE**

Except as otherwise provided in these Bylaws, any question of parliamentary order arising in the course of any meeting, and the meetings of all duly constituted committees of the Society, shall be resolved pursuant to the latest revised edition of Robert's Rules of Order. The Past President of the Board of Directors shall serve as Parliamentarian.



Article XIII
VOTING RIGHTS of STUDENT MEMBERS

- A. Student Members shall be eligible to vote on all issues and to hold all appointive offices or positions with these limitations:
1. They shall not be eligible to hold Board of Director offices.

Article XIV
BUSINESS MEETINGS

All business of the Society or of any of its constituent parts shall be conducted at convened meetings thereof. The meeting notice shall be distributed at least 7 days before the meeting.

Article XV
DISMISSALS and RESIGNATIONS of BOARD MEMBERS

Occupants of appointive positions within the Society may be dismissed from those positions by the appointing authority. Elective officers except the President may be impeached by a vote of the Board of

Directors, provided the motion of impeachment shall carry the affirmative vote of at least seventy percent of the total roster of the Board of Directors. The President may be impeached by a vote of the Board of Directors, provided the motion of impeachment shall carry the affirmative vote of at least eighty percent of the total roster of the Board of Directors.

If an Officer or a Committee Chairperson finds it necessary to resign; the resignation shall be made to the Secretary in writing and shall be acted upon immediately by a vote of Board of Directors at the next meeting. No resignation shall be accepted until all indebtedness to the Society has been paid in full or until restitution has been made to the Society.

Article XVI
GIFTS

No conditional or unsolicited gift shall be received by or in the name of the Society, by any member thereof, without prior approval of the Board of Directors by a majority vote. Should such a procedure not be feasible, then the unanimous approval of the following or such of them as are available shall be obtained: the President, the Treasurer, the Society Liaison, and the Chair of the Audit/Financial Committee. Should fewer than three of these be available, then the unanimous approval of at least three directors shall be obtained.

Article XVII
EMPLOYMENT ASSISTANCE

Voting Members in good standing who are unemployed may advertise their availability without charge on the CCS website or in the monthly meeting notices under a program to be administered by the Executive Secretary of the Society.



Article XVIII
SCROLL OF HONOR

In order to honor distinguished deceased members, the Society shall establish and maintain a Scroll of Honor. Annual nominations may be made by the Board of Directors and voted on by a simple majority of the Board, based on this member's previous outstanding contribution to the association.

Article XIX
ANNUAL SCHOLARSHIP FUND

A scholarship fund is hereby established to be known as the Annual Scholarship Fund.

Article XX
LANGUAGE

It shall be the official policy to use gender-neutral language in all of the Society's documentation, to the extent feasible.



STANDING RULES

Article SR I CODE OF ETHICS

We fully recognize our professional responsibilities, do hereby pledge ourselves to compete always with fairness and honesty, and to refrain from false, derogatory references to competitors or their products.

We pledge to represent our products truthfully in advertising and labeling, avoiding all false and misleading statements about our own products or those of our competitors. Stock-lifting as an inducement to, or agreed consideration for, exclusive dealing is not only unethical, but has been held illegal by the Federal Trade Commission. Therefore, we pledge ourselves not to engage in such activities.

Also, we pledge not to circulate false rumors regarding our competitors' products or their personal or financial reputations, and to strive in all lawful ways to increase the efficiency and service to the public by the industry as a whole. To assist in avoiding antitrust problems at Society meetings, a list of four DONT'S has been prepared. You should read and remember these four basic rules.

BE ALERT AND KEEP INFORMED. Antitrust laws are wide-ranging, complex and subject to changing interpretations. Consult your company's lawyer or a Society Counsel immediately if you have questions about the legality of any proposed Society action.

1. DON'T discuss the prices your company will charge customers.
2. DON'T discuss discounts, terms or conditions of sale, warranty terms, profits or profit margins, shares of the market, bids or the intent to bid, rejection or termination of customers, sales territories or markets.
3. DON'T discuss administrative or disciplinary action by the Society against a particular member, or enforcement of the Society's Code of Ethics, in the absence of specific legal guidance.
4. DON'T propose or discuss any proposal, in the absence of specific legal guidance that the Society sponsor or engage in any activity which may have the effect of producing an adverse economic impact on some competing companies. Active, Retired, or Educator and Student Membership is a privilege which may be offered to an individual who is eligible according to the provisions of Article II, Section A of the Bylaws, and in addition resides or is employed or performs services within the territorial boundaries of the Society.

Article SR II MEMBERSHIP

A. Standard Application Form

A standard application for membership form is available from the Membership Chair. All applications for Active, Educator and Student, and Retired Membership, and for transfer of Active Members from one firm to another within this Society must be made using the standard form.



B. Method of Attaining Membership

1. An applicant for Active Membership, Retired, or Educator and Student class of membership must be approved by the Society Membership Committee, which has verified the eligibility of applicant for the class of membership proposed. The signed application must be accompanied by one year's dues, which will be deposited in the Society's Operating Fund.
2. An application for transfer of an Active Member from one firm to another within this Society shall be proposed in the same manner as an application for Membership. Any applicant for transfer shall be subject to the full procedure as if application were being made for a new membership. If the Board of Directors or Membership Committee decides that this should be done.

C. Society Honorary Membership

Nominations for Society Honorary Membership shall be submitted to the Membership Committee and, if approved, shall be referred to the Board of Directors. If approved by the Board, the Secretary/Treasurer shall mail notice of the proposed vote to all members at least five days prior to the regular meeting at which the voting is to take place. Approval shall require a simple majority favorable vote of all Voting Members present. Voting may be verbal or by secret ballot as determined by the board.

D. Unemployment

Temporary unemployment shall not be a cause for membership termination.

Article SR III COMMITTEES

A. General Provisions

1. Whenever the Bylaws are specific as to the composition, duties or any matter pertaining to committees, then the Bylaws shall be followed and anything in the Standing Rules conflicting with the Bylaws shall not apply.
2. The President appoints all committee chairs in a manner consistent with Article III of the Bylaws, obtaining agreements to serve from appointees during his/her year as President-Elect. The President at his/her discretion, should consider reappointing the same committee chairpersons, unless a chairperson resigns or has not adequately performed his/her duties.
3. The President and President-Elect, by right of their offices, are ex-officio members of all committees, and copies of all correspondence should be sent to them. Copies of important correspondence should be sent to the Administrative Assistant and Treasurer.
4. No committee will commit the Society to the expenditure of funds, or loss or revenue, not previously authorized for that committee by the Board of Directors.
5. Activities of all committees shall be in accord with the policies of the Society, as determined by the President and the Board of Directors.



B. Duties of Committees

1. Auditing/Finance Committee

It shall be the duty of this committee to make a thorough examination of the Treasurer's records prior to the expiration of his/her term of office and to report its findings to the President and the Board of Directors.

The Audit/Finance Committee shall include the Treasurer and the most recent Past President and past Treasurer if available, among its membership. Its duties are:

- a. To give timely advice and counsel to the President and Treasurer in areas relating to Financial matters.
- b. To prescribe the format and frequency of the several financial reports, dues notices and related documentation.
- c. To prepare the annual budget of the Society, presenting same for approval to the Board of Directors at its September meeting.
- d. To act as the procurement agency of the Society for supplies and durable goods.
- e. To prepare governmental financial reports.

2. Events/Promotions Committee

The Events/Promotions Committee shall arrange for all social events and promotions, both local and national, prior to and after each meeting. One of its members shall arrange to take pictures at each session. The committee will also administer the Recognition Award and other such awards as is deemed for the good of the Society by the Board of Directors.

3. Board of Directors

The duties of this Board are defined in Article III, Part B of the Bylaws.

4. Community Service Committee

The Community Service Committee shall direct the activities of the Society related to improving the local community image.

5. Educational Committee

- a. The Educational Committee shall instigate, promote and assist with projects which will benefit technology.
- b. The Committee shall assist local educational institutions to establish and maintain courses of instruction in coatings technology.
- c. The Committee shall be empowered to make single expenditures up to five hundred dollars for advance expenses when related to educational programs administered by the Committee.

6. Membership Committee

The Membership Committee shall invite and select new members and pass on all applications for membership.

7. Technical Committee

The Technical Committee shall organize and direct the technical activities of the Society.

8. The President may appoint such other committees as he/she may deem for the good of the Society.



**Article SR IV
RECOGNITION AWARDS**

The recipient is to be a member or corporation who has rendered uniquely outstanding service to the Cleveland Coatings Society. The Award shall be given to no more than one individual or corporation per year, but annual presentation is not mandatory. The Awards are usually for Appreciation, Merit, and for outstanding service to the Society. The Awards shall be financed from the general fund of the Society.

**Article SR V
DUES**

A. Payment of Dues

Annual dues must be received by the Society administrative assistant no later than one month after a full year has passed; and if dues are not so received, membership is automatically terminated. However, membership may be reinstated by a majority vote of the Membership Committee.

**Article SR VI
HONORARY MEMBERSHIP**

- A. Annually, at the Summer Transitional Meeting of the Board of Directors, the Society President shall request the Directors present to submit nominations for Society Honorary Membership to the Chair of the Membership Committee.
- B. That the Directors may be apprised, in advance, of this action to be taken, a copy of this Standing Rule shall be included with the meeting notice of said Summer Transitional Meeting of the Board of Directors.

**Article SR VII
BANK DRAFTS**

- A. Only the President and Treasurer shall appoint the person authorized to execute bank drafts.
- B. No indebtedness, invoice, bill or estimate shall be paid in whole or in part unless there is received by an elected officer of the Society, or an assigned Society employee, a due and proper written invoice, bill or estimate, properly itemized.

**Article SR VIII
ANNUAL SCHOLARSHIP FUND**

- A. At the Annual Transition Meeting, the Board of Directors will determine how much of the previous year's surplus will be placed into the Annual Scholarship Fund. Fifteen percent (15%) is the minimum amount of the surplus that shall be allocated into the Annual Scholarship Fund. The Board of Directors may also choose to allocate additional funds. Corporate and individual contributions to the fund will also be encouraged and may be solicited by the Awards Committee.
- B. The Society may award one or more scholarships, the total of which shall not exceed the amount funded by the previous year's Scholarship Fund interest, additions from the current fiscal year's



annual budget, and any corporate/private contributions made during the current fiscal year. This award will be deducted from the Scholarship Fund and will not be considered an expenditure of the Society for the purpose of calculating future Fund contributions. Additional scholarships may be granted, at the discretion of the Board of Directors.

- C. The establishment of the criteria for the selection of award recipients shall be the responsibility of the Scholarship Committee, and their selection shall be announced at a General Membership meeting, preferably at the time the other awards are presented. The awardee may attend as a guest of the Society (Dinner only).
- D. Awards may only be made to individuals who are attending, as full-time students, institutions of higher learning. Preference will be given applications where the award will be used for coatings research.
- E. To apply for an award, a written request must be submitted according to the instructions on the application, by the individual applying for the Scholarship and the faculty member directly responsible for the student's activities (i.e., research director, academic advisor, department head, etc.). The application will include a description of the proposed use of the award money; the name, address and phone number of the applicant; and an academic transcript. The Education Committee may interview applicants as a part of the selection process. The President shall issue a call for applications at the January and February membership meetings each year.
- F. Any individual who receives a Scholarship Award will receive a membership in the Society, the dues for the first year of which will be paid for by the Society from the General Fund. The recipient may be asked to give a presentation at a general membership meeting of the Society. If the recipient makes the presentation in person, he/she will be a guest of the Society (Dinner only).
- G. The Scholarship Fund may be invested in any security that is Federally insured and preserves the principal of the investment; no more than twenty-five percent (25%) of the fund can be invested in securities having a maturity greater than five (5) years. All changes in investment shall require prior approval of the Board of Directors. The custody and investment of the Fund shall be the responsibility of the Secretary/Treasurer, but allocations from the Fund shall be made at the direction of the Awards Committee acting under an approved budget.
- H. If the fund is dissolved, its assets shall be transferred to the General Fund.



Article SR XI
Gender-Neutral Language

The official documentation of the Cleveland Society shall be couched in gender-neutral language, to the extent feasible. Such documentation shall include but is not limited to the Constitution, Bylaws, Standing Rules, Operations Manual, Historical Addenda, Meeting Minutes, various reports and official correspondence.