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CONSTITUTION -

and

BY-LAWS

NATIONAL SAFETY COUNCIL, INC.

THIS DOCUMENT CONTAINS THE CONSTITUTION
AND BY-LAWS ADOPTED BY THE MEMBERS OF
THE NATIONAL SAFETY COUNCIL ON OCTOBER 5,
1943, WITH REVISIONS MADE SINCE THAT DATE.

OCTOBER, 1944

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CONSTITUTION

of the
NATIONAL SAFETY COUNCIL

SECTION 1. Name. The name of the corporation shall be the National Safety Council.

SECTION 2. Headquarters. The headquarters shall be in Chicago, Illinois.

SECTION 3. Objects. The objects of the Council shall be:

- a) To educate people in the best means of preventing all kinds of accidents and of protecting health in industry.
- b) To encourage individuals and organizations to take all practical steps for universal safety and industrial health.

SECTION 4. Methods. The Council shall strive to accomplish its objects by:

- a) Gathering information about accidents and their prevention, correlating such information and distributing it through customary publicity media, such as the press, radio and motion pictures, or through its own and other publications.
- b) Organizing and conducting meetings, contests and other activities by which knowledge of accident prevention may be spread, the effectiveness of safety measures compared, and those responsible for safety inspired to greater efforts.
- c) Creating local safety organizations in states, regions and communities, and assisting local safety organizations with advice, guidance and materials for planning, administration and programs.
- d) Cooperating with and developing cooperation among individuals, organizations and agencies, both public and private, interested in preventing accidents or promoting industrial health.
- e) Doing any and all lawful acts and things which may be necessary or desirable for the furtherance of any or all of the foregoing.

SECTION 5. Principles. The Council shall be an independent, non-commercial, non-profit, non-political organization.

SECTION 6. Symbol. The symbol of the Council shall be a white, five-square, Greek cross on a circular, green field, with an annular inscription "Universal Safety," the first word above and the second below the field. This symbol, together with the words "National Safety Council — Corporate Seal," shall form the design of the corporate seal.

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SECTION 7. Membership.

- a) Council membership shall be open to any person or organization wishing to further the objects of the association and agreeing to its principles.
- b) Members shall be divided into four classes: organizational, individual, sustaining and honorary, the latter being chosen by the Executive Board for the honor of lifetime membership without payment of dues because of long-continued, praiseworthy efforts in behalf of the Council.
- c) Each individual and organizational member shall have one vote, and organizational members whose dues are more than \$25 yearly shall be entitled to one additional vote for each additional \$25 of annual dues.; Honorary and sustaining memberships shall not by themselves entitle members in these classes to vote.
- d) Voting by proxy shall be permitted. If proxy forms are sent to members, they shall have a space for the member to state how the proxy shall be voted with respect to any constitutional amendment or other question of policy to be presented at the meeting for which the proxy is executed.
- e) By-laws shall establish services which the Council will furnish members and the annual dues for various classes of members.

SECTION 8. Meetings.

- a) There shall be an Annual Council Meeting to receive reports from the officers, to elect Trustees, members of the Board of Directors, members of the Executive Board, and officers, and to transact other business.
- b) Special Council meetings shall be held upon the call of the President, resolution of the Board of Directors, or petition signed by fifty members. No business other than that specified in the call, resolution or petition shall be transacted at special meetings.
- c) The Board of Directors shall determine the-times and places of Council meetings, and shall notify the members as provided in by-laws.
- d) A quorum shall be a representation of 5 per cent of the total possible votes.

SECTION 9. Board of Directors.

- a) The Board of Directors, chosen by the membership of the Council, shall consist of not less than 20 nor more than 35 members who shall be elected at each Annual Council Meeting to serve until successors are elected at the next Annual Council Meeting. The Board may at any time elect members to the Board to fill vacancies. All members of the Board shall be individual members or representatives of organizational members of the Council.
- b) The Board of Directors shall exercise all the powers of the Council delegated to it by the Constitution and By-Laws during the intervals

between Council meetings. It shall be responsible for finance subject to the Trustees' control over contributed funds, for public relations, and for the general policies of the Council.

- c) The Board of Directors shall meet at least three times yearly. A quorum of the Board shall be one-third the number of members.
- d) Members of the Board of Directors shall choose a Chairman from among their number, who shall be, ex-officio, a member of the Trustees. The Chairman shall preside at meetings of the Board of Directors and shall perform the other duties commonly associated with the position of Chairman.

(Note: Other sections in the Constitution relating to duties and powers of the Board of Directors include Sections 8, 11, 16, 17, and 18. See also the following Sections in the By-Laws: 12, 13, 15, 16, 17, 18, 19, 20, 33, 40, 43, and 44.)

SECTION 10. *Executive Board.*

- a) The Executive Board, chosen by the Council, shall consist of three groups: seven representatives of the Conference of Local Safety Organizations, seven representatives of the Conference of Sections and thirty-six members-at-large, including representation of the Council's committees or membership in the traffic, farm, home, school and other fields. Members of the Board shall be elected at each Annual Council Meeting to serve until successors are elected at the next Annual Council Meeting. At least six of the members-at-large shall, if they are available, be past presidents of the Council. All members of the Board shall be individual members or representatives of organizational members of the Council.
- b) Past presidents of the Council who are not members of the Executive Board shall have the privilege of attendance and of the floor at Board meetings, without vote.
- c) The Executive Board shall exercise all the powers of the Council delegated to it by the Constitution and By-Laws, during the intervals between Council meetings. It shall effectuate the policies of the Council, as determined by the membership and the Board of Directors, shall, direct the Council's accident prevention activities and prepare budgets covering those activities, and shall be responsible for development and research in all methods of accident prevention and health conservation.
- d) The Executive Board shall meet at least six times yearly. A quorum of the Executive Board shall be twelve members.

(Note: Other sections in the Constitution relating to duties and powers of the Executive Board include Sections 13, 14, and 15. See also the following Sections in the By-Laws: 10, 11, 21, 22, 23, 24, 25, 26, 27, 28, 34, 36, 37, 38, 40, 41, and 42.)

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SECTION 11. Officers.

- a) The officers of the Council shall be a President, three or more Vice-Presidents, a Secretary, a Treasurer, and an Executive Vice-President, who shall be the executive head of the staff.
- b) Officers, except the Executive Vice-President, shall be elected annually at the Annual Council Meeting and shall serve while qualified or until the next annual election of officers. The Executive Vice-President shall be elected annually by the Board of Directors at its first meeting following the Annual Council Meeting. Additional officers may be elected by the Board of Directors at any meeting, and any vacancies among officers may be filled through election by the Board of Directors at any meeting.
- c) All officers shall be individual members or representatives of organizational members of the Council.
- d) The President shall be, ex-officio, a member of the Trustees.
- e) The President and all Vice-Presidents shall be members of the Board of Directors and the Executive Board.
- f) The duties of officers shall be as set forth in By-Laws.

SECTION 12. Trustees.

- a) There shall be not fewer than fifteen nor more than thirty-five Trustees. Not more than twelve shall be elected at each Annual Council Meeting to serve until successors are elected at the third subsequent Annual Council Meeting. The Trustees may at any time elect Trustees to fill vacancies.
- b) The Trustees shall choose a chairman from among their number. The Executive Vice-President of the Council shall be secretary of the Trustees. The Trustees shall meet at least twice a year upon call of the chairman. One-third of their total number shall be a quorum.
- c) The Trustees shall have full power and control over the conduct of special solicitations of funds from private or public sources to support the Council's general activities. The Trustees shall give consideration to proposals by the Board of Directors relating to such solicitation.
- d) The Trustees shall have complete authority over the disbursement of all funds thus solicited for the support of general activities, but not of funds received by the Council as dues of organizational and individual members or from the sale of publications or for specific services. The Trustees shall give consideration to proposals by the Board of Directors for the disbursement of such funds for general activities.
- e) The Trustees shall also collaborate with the Board of Directors in plans for all activities of the Council.

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SECTION 13. Elections.

- a) There shall be a General Nominating Committee to name candidates for election to the Trustees, to the Board of Directors, to the Executive Board, and to all offices except the office of Executive Vice-President. It shall consist of five members of the Council, one of whom shall be a past president, appointed by the Chairman of the Board of Directors and confirmed in meeting by the Board of Directors at least six months before the Annual Council Meeting. A member of the committee shall be named as chairman by the Chairman of the Board of Directors and confirmed by the Board of Directors.
- b) There shall be an Executive Board Nominating Committee to recommend candidates for election to the Executive Board. It shall consist of nine Council members chosen at least six months before the Annual Council Meeting; two elected by the Conference of Local Safety Organizations; two elected by the Conference of Sections; three members of the Executive Board who are not officers, and two past presidents, appointed by the President and confirmed in meeting by the Executive Board. A member of the committee shall be named as chairman by the President and confirmed by the Executive Board. The Executive Board Nominating Committee shall, at least 90 days before the Annual Council Meeting, report to the Secretary its recommended nominations for Executive Board members, and he shall transmit them to the General Nominating Committee.
- c) The General Nominating Committee shall, at least 75 days before the Annual Council Meeting, report to the Secretary nominations for election to the Trustees, to the Board of Directors, to the Executive Board, and to all offices except the office of Executive Vice-President.
- d) Fifty or more Council members entitled to vote may, in writing, make additional nominations for election to the Trustees, to the Board of Directors, to the Executive Board, and to all offices except the office of Executive Vice-President. Such nominations shall be filed with the Secretary at least 20 days before the Annual Council Meeting.
- e) Nominations in Council meetings shall be allowed only to fill vacancies on the slate caused by death, resignation, or disqualification of committee nominees, or in case of failure of the General Nominating Committee to function at report.
- f) No person shall be nominated without his consent and if he is a representative of an organizational member, the additional consent of that organization.
- g) The Secretary shall publish the nominations of the General Nominating Committee at least forty-five days before the Annual Council Meeting. If there are additional nominations, the Secretary shall publish them

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with the committee nominations, by mailed notices if necessary, to the members at least ten days before the Annual Council Meeting.

- h)* No person may be elected a Trustee, a member of the Board of Directors, a member of the Executive Board, or an officer other than the Executive Vice-President, who shall not have been regularly nominated as provided herein.
- i)* Trustees, members of the Board of Directors, and members of the Executive Board shall take office immediately upon adjournment of the Annual Council Meeting.

SECTION 14. *Sectional Organization.*

- a)* The Executive Board shall establish sections composed of groups of members interested in common fields of accident prevention for purposes of technical development in those fields, and for representation on the Executive Board. The Executive Board may combine or dissolve sections.
- b)* Each Section shall meet and choose a General Chairman and other officers as provided in by-laws.
- c)* There shall be a Conference of Sections composed of the General Chairmen of all sections together with such other representatives of sections as may be provided in by-laws.

SECTION 15. *Local Safety Organizations.*

- a)* Upon application, the Executive Board shall charter local safety organizations which it deems to have effective programs, sound financing, recognized leadership and able management. Such charters shall be for purposes of organized accident prevention in designated areas. The Executive Board may suspend or withdraw any charter when the affairs of the local organization cease to be conducted in a satisfactory manner.
- b)* There shall be a Conference of Local Safety Organizations composed of the presidents and full- or part-time paid managers of chartered local safety organizations. The Conference shall have such officers and functions as may be specified in by-laws.

SECTION 16. *Finances.*

- a)* Funds for the operation of the Council shall be secured through contributions, membership dues, interest on investments, and the sale of safety publications and services to members and others as provided in by-laws.
- b)* The Council's funds shall be disbursed as directed by the Board of Directors subject to the Trustees' control over contributed funds.

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SECTION 17. *By-Laws.* By-Laws shall be established and may be amended by the Board of Directors. Proposed by-laws or amendments shall be read at a Board of Directors' meeting, and if approved, a copy of the complete text shall be mailed to each Board member within ten days. The proposal shall be put to a vote at the next or some subsequent Board of Directors' meeting and shall be adopted if those voting for it at the meeting plus absent Board members expressing their approval in writing number at least two-thirds of the total number of Directors. By-Laws so adopted shall become effective upon publication to the Council members.

SECTION 18. *Amendments.* This Constitution may be amended by approval of two-thirds of the votes at any Council meeting provided that the intention to amend and the text of the proposed amendment are announced to the members at least sixty days in advance of and in the notices of the meeting, and that no sections other than those proposed shall be amended at the meeting. Amendments may be proposed only by resolution of the Board of Directors or by petition of fifty Council members.

BY-LAWS of the NATIONAL SAFETY COUNCIL

Conformance to Constitution

Sec. 1. Objects and methods. The objects and methods of the Council shall be as stated in the Constitution.

Sec. 2. Principles. The principles of the Council shall be as stated in the Constitution.

Incorporation

Sec. 3. Incorporation. The Council shall be incorporated not for profit in the State of Illinois.

Membership Dues and Services

Sec. 4. Representatives of organizational members. When referring to Board members, officers, committeemen, and others who must obviously be individuals, the term "member" shall mean either an individual member of the Council in good standing, or an authorized representative of an organizational member. Any organizational member

in good standing may authorize in writing as many representatives as it has votes in Council meetings. Each such representative shall have one vote in meetings, except that for Council meetings an organizational member may assign all of its votes to one representative or to any other proxy.

Sec. 5. Dues Of individual members. There shall be two classes of individual members, with annual dues of \$10 and \$4. Past presidents shall not be required to pay dues.

Sec. 6. Dues Of organizational members. Organizational members shall pay yearly dues as follows:

- a) Members primarily interested in the prevention of accidents in which their employees are involved, commonly referred to as industrial members, and casualty insurance companies, shall pay dues as indicated in the following schedule :

Dues Schedule for Industrial and Casualty Insurance Company Members

| ANNUAL DUES | INDUSTRIAL, EXCEPT STEAM RAILROAD | STEAM RAILROAD | CASUALTY INSURANCE |
|----------------|--------------------------------------|-----------------------------------|-----------------------------------------------------------|
| | Number of Employees (See Note 1) | Number of Road, Miles Operated | Thousands of Dollars of Premium Income (See Note 2) |
| \$ 15 | 0— 99 | 0— 99 | 0 - 199 |
| 25 | 100— 199 | 100— 199 | 200— 299 |
| 35 | 200— 299 | 200— 299 | 300— 399 |
| 50 | 300— 399 | 300— 399 | 400— 599 |
| 75 | 400— 599 | 400— 599 | 600— 799 |
| 100 | 600— 799 | 600— 799 | 800— 999 |
| 125 | 800— 1,199 | 800—1,199 | 1,000— 1,199 |
| 150 | 1,200— 1,999 | 1,200—1,999 | 1,200— 1,399 |
| 175 | 2,000— 2,999 | 2,000—2,999 | 1,400— 1,599 |
| 200 | 3,000— 3,999 | 3,000—3,999 | 1,600— 1,999 |
| 250 | 4,000— 5,999 | 4,000 or more | 2,000— 2,499 |
| 300 | 6,000— 8,999 | ..... | 2,500— 2,999 |
| 350 | 9,000—11,999 | ..... | 3,000— 3,499 |
| 400 | 12,000—15,999 |* | 3,500— 3,999 |
| 450 | 16,000—19,999 | ..... | 4,000— 4,999 |
| 500 | 20,000 or more | ..... | 5,000— 5,999 |
| 600 | .....* | ..... | 6,000— 7,999 |
| 700 | ..... | ..... | 8,000— 9,999 |
| 800 | ..... | ..... | 10,000—14,999 |
| 900 | ..... | ..... | 15,000—19,999 |
| 1,000 | ..... | ..... | 20,000 or more |

Note 1. Number of employees shall be the estimated average number of full-time industrial workers for the six months preceding and the six months following the date of application or renewal.

Note 2. Premium income shall be the total of net premiums collected in the preceding calendar year for workmen's compensation; automobile liability, property damage and collision; personal accidents and general liability.

b) Life insurance companies

| DUES | PREMIUM INCOME |
|-------|------------------------|
| \$ 20 | Less than \$ 500,000 |
| 40 | \$ 500,000- 750,000 |
| 60 | 750,000— 1,000,000 |
| 100 | 1,000,000— 2,250,000 |
| 140 | 2,500,000— 5,000,000 |
| 180 | 5,000,000— 10,000,000 |
| 220 | 10,000,000— 20,000,000 |
| 260 | 20,000,000— 30,000,000 |
| 300 | More than \$30,000,000 |

Premium income shall mean the total net premium collected in the preceding calendar year.

c) Schools and colleges: \$10.

d) All other organizations: \$25.

Sec. 7. Dues of Sustaining Members. Sustaining members shall pay yearly toward the general activities of the Council any sum greater than \$10 if individuals or greater than \$25 if organizations.

Sec. 8. Payment of Dues. All dues are payable annually in advance on the anniversary of the membership acceptance date. Failure to pay dues shall terminate membership.

Sec. 9. Official Publication. Each member of the Council shall receive a subscription to a Council magazine which publishes the official notices to members required by the Constitution and these By-Laws.

Sec. 10. Distribution of Council Publications and Services. The Executive Board shall determine the policies under which the Council may make its technical and program publications and other services available to members and non-members as follows:

a) The kinds and quantities which each class and size of member shall receive by virtue of membership.

b) Arrangements for free distribution or sale.

c) Conditions for supplying quantities on a renewable or non-renewable contract basis.

Sec. 11. Services of Staff Specialists. The Executive Board shall determine the conditions under which the Council may give or contract for the professional services of staff specialists to Council members or others in connection with safety activities.

Council Meetings

Sec. 12. Annual Council Meetings.

a) Annual Council Meetings shall be held in September or October on a date and at a place chosen by the Board of Directors at least ninety days in advance.

b) The Secretary, acting for the Board of Directors, shall have notices of Annual Council meetings appear by official publication at least forty-five days in advance. Such notices shall announce nominations for election as Trustees, Directors, Executive Board members, and officers, and shall announce any proposed constitutional amendments.

Sec. 13. Special meetings.

a) Special Council meetings shall be held at Chicago, Illinois, unless some other place is named in the call, resolution or petition and agreed to by the Board of Directors. The date set by the Board of Directors for a special meeting shall be not less than thirty nor more than sixty days after the call or petition.

b) When a special meeting is to be held, the Secretary shall send notices to Council members within fifteen days, either by official publication or by mail. Such notices shall state, in addition to the time and place, the purpose for which the meeting is called.

Sec. 14. Procedures.

a) At Council meetings, all contested elections and, if demanded by a person entitled to vote, any other decision, shall be by secret ballot. When ballots are required, the verification of proxies or other credentials and the counting of votes shall be done by tellers appointed by the Secretary.

b) If a quorum is not present at any Council meeting, a majority of the votes represented may adjourn for not more than seven days without notice other than announcement at the meeting. When reconvening with a quorum after such adjournment, any business may be transacted which might have been

transacted at the meeting originally called.

- c) In all questions of parliamentary procedure, *Robert's Rules* of Order shall prevail.

Board of Directors

Sec. 15. Vacancies on the Board of Directors. Any vacancy on the Board of Directors may be filled until the next Annual Council Meeting by a Council member elected by the Board.

Sec. 16. Regular Meetings of Board of Directors.

- a) The Board of Directors shall hold at least three meetings yearly, upon call of the chairman.
- b) The Secretary shall mail notices of every regular meeting of the Board of Directors, naming the time and place of the meeting, to all Board members at least five days in advance.

Sec. 17. Special Meetings of the Board of Directors.

- a) Special meetings of the Board of Directors shall be called by the Chairman of the Board or upon written demand of at least five Board members. Such call shall state the object of the meeting and the time and place of the meeting.
- b) The Secretary shall notify members of special meetings, by mail or telegraph, stating the time, place, and object of the meeting. No special meeting shall take place less than ten days after notices have been mailed or five days after they have been telegraphed.
- c) No action shall be taken at a special meeting other than that named in the call, nor unless members of the Board of Directors have been properly notified.

Sec. 18. Committees of the Board of Directors.

- a) Each committee of the Board of Directors shall consist of three or more Board members appointed by the Chairman and confirmed by the Board. Unless sooner disqualified, committeemen shall serve during the term of the Chairman who appoints them, until the committee is discharged of its responsi-

bilities by resolution of the Board, or until successors are appointed.

- b) A committee of the Board of Directors shall consider and report to the Board on matters referred to it by the Chairman and may propose action by the Board on matters within its scope.
- c) A majority of any committee of the Board of Directors shall constitute a quorum.

Sec. 19. Standing Committees of the Board of Directors. The Board of Directors shall have a standing committee on Finance and such other standing committees as may be determined by the Board.

Sec. 20. Special Committees of the Board of Directors.

- a) Special committees of the Board of Directors may be created from time to time by resolution of the Board. They shall undertake such activities as may be called for in the resolution and may be discharged and relieved of their duties by resolution of the Board.

Executive Board

Sec. 21. Executive Board Chairman. Members of the Executive Board shall choose a Chairman from among their number who shall :

- a) Preside at meetings of the Executive Board.
- b) Call special meetings of the Executive Board when necessary.
- c) Appoint Committees of the Executive Board, and serve ex-officio as a member of such committees.

Sec. 22. Vacancies on the Executive Board. Any vacancy on the Executive Board may be filled until the next Annual Council Meeting by a Council member elected by the Board members remaining in the Board group in which the vacancy occurs.

Sec. 23. Regular Executive Board meetings.

- a) The Executive Board shall hold regular monthly meetings except as otherwise determined by the Board. Unless otherwise ordered by the Executive Board Chairman and announced in the notice of the meeting, these shall be held in Chicago on the third Monday of the month, if not a legal holiday.

b) The Secretary shall mail notices of every regular Executive Board meeting, naming the time and place of the meeting, to all Board members at least five days in advance; but failure to do so shall not invalidate any action taken at such a meeting.

Sec. 24. Special Executive Board meetings.

a) Special meetings of the Executive Board shall be called by the Executive Board Chairman or upon written demand of at least ten Board members. Such call shall state the object of the meeting, and the time and place.

b) The Secretary shall, as soon as practicable, but in no event more than four days after a special meeting is called, mail or telegraph each Executive Board member a notice naming the time, place, and object of the meeting. No special meeting shall take place less than ten days after notices have been mailed or five days after they have been telegraphed.

c) No action shall be taken at a special meeting other than that named in the call, nor unless Executive Board members have been properly notified.

Sec. 25. Committees of the Executive Board.

a) Each Executive Board committee shall consist of three or more Board members appointed by the Executive Board Chairman and confirmed by the Board. Unless sooner disqualified, committeemen shall serve during the term of the Executive Board Chairman who appoints them, until the committee is discharged of its responsibilities by resolution of the Executive Board, or until successors are appointed.

b) An Executive Board committee shall consider and report to the Board on matters referred to it by the Executive Board Chairman and may propose action by the Board on matters within its scope.

c) A majority of any Executive Board committee shall constitute a quorum.

Sec. 26. Standing Committees of the Executive Board. The standing committees

of the Executive Board, to be continued from year to year, shall include the following, and a vice-president shall be elected as chairman of each:

- a) Membership!
- b) Local Safety Organizations.
- c) Industry.
- d) Traffic and Transportation.
- e) Homes.
- f) Farms.
- g) Schools and Colleges.
- h) Public Information.
- i) Women's Activities.

(Note: The Finance Committee is a standing committee of the Board of Directors. See Section 19.)

Sec. 27. Special Committees of the Executive Board. Special committees of the Executive Board may be created from time to time by resolution of the Board. They shall undertake such activities as may be called for in the resolution and may be discharged and relieved of their duties by resolution of the Board.

Committees of the Council

Sec. 28. Committees of the Council. The Executive Board may create Council committees whose members and chairmen shall be appointed by the Executive Board Chairman and confirmed by the Board. At least one member of each such committee shall be a member of the Executive Board, and the chairman must be a member of the Council, but persons who are not Council members may be invited to serve. Members shall serve on Council committees until a new Executive Board Chairman takes office or until the committee is discharged by the Executive Board. Each such committee shall undertake the activities called for in the resolution creating it.

Officers

Sec. 29. Elections. A slate of officers naming vice-presidents as chairmen of all standing committees of the Board of Directors and Executive Board, and as chairmen of all Conferences, shall be prepared by the General Nominating Committee and presented at the Annual Council Meeting. If the election is contested, voting shall be by secret ballot. Officers shall take office immediately upon election.

Sec. 30. Duties of the President. The President shall:

- a) Preside at meetings of the Council.
- b) Call special meetings of the Council when necessary.
- c) Represent the Council officially in public affairs or designate an appropriate representative to do so.

Sec. 31. Duties of vice-presidents. A vice-president, except the Executive Vice-President, shall:

- a) **Serve** as the chairman of a standing committee or conference.
- b) In the absence of the President and at his request preside at meetings or perform other functions of the President.

Sec. 32. Duties of the Secretary. The Secretary shall:

- a) Keep minutes of meetings of the Board of Directors and the Executive Board, and send the members of these Boards copies of the minutes within 15 days after their meetings.
- b) Keep a record of the number of votes represented at each Council meeting and the members present at each meeting of the Board of Directors and Executive Board.
- c) Supervise the verification of credentials of members and their representatives at Council meetings, determine the validity of votes cast by proxy, when necessary appoint tellers and supervise their work.
- d) Notify members of the Council, of the Board of Directors, and of the Executive Board, of meetings. Receive the reports of the Nominating Committees and other nominations and publish these to the members. Announce proposed changes in the Constitution or By-Laws and publish all changes adopted in the manner required to make them effective.
- e) Maintain official lists of the members of all Council, Board of Directors, and Executive Board committees and receive and file the minutes of all committee meetings.
- f) Record all resolutions of the Council,

Board of Directors, and Executive Board and bring them to the attention of the proper persons or organizations.

Sec. 33. Duties of the Treasurer. The Treasurer shall:

- a) Receive and disburse funds in accordance with the instructions of the Board of Directors.
- b) Report on the receipts and disbursements of the Council and on its assets and liabilities.
- c) Keep the Council's funds in the depository named by the Board of Directors.
- d) Sign checks for authorized disbursements or delegate this duty to some one else approved by the Board of Directors.
- e) Supervise the auditing of the Council's books.

Sec. 34. Duties of the Executive Vice-President. The Executive Vice-President shall:

- a) Employ, organize and direct a staff to carry out the instructions of the Board of Directors and Executive Board, and to assist the officers in performing their duties.
- b) Report on the operations and the accomplishments of the staff at meetings of the Board of Directors, the Executive Board, and the Council.
- c) With the consent of the President, represent the Council or see that it is appropriately represented by staff members in cooperative relationships with other organizations.
- d) Refer to the President any proposed staff activities which might require approval by the Trustees.
- e) Supervise the preparation of budgets and proposals for all supplementary expenditures in the Executive Board, and present these, through the Finance Committee, to the Board of Directors for approval.
- f) Serve as secretary of the Trustees and, as such, connect them to the Board of Directors and the Executive Board by bringing to each from the other matters requiring consideration.

Sections

Sec. 35. Organization of sections.

- a) Sections shall be composed of individual members of the Council and individuals designated by organizational members.
- b) Each section shall meet in connection with the Annual Council Meeting and **at such** other times and places as may be determined by its General Chairman.
- c) At its annual meeting each section shall elect a General Chairman, one or more Vice-Chairmen, a Secretary, and others who, with these officers, shall be the Section Executive Committee for the ensuing year. Each of the section officers and executive committeemen shall be a consenting member of the Council. They shall take office when their election is reported to the Council's Secretary, and hold it while qualified and until new officers and committeemen take office. Vacancies among section officers shall be filled by the Executive Committee of the section.
- d) The General Chairman of any section may form section committees to carry on section activities, provided the memberships of such committees are reported to the Council's Secretary.

Sec. 36. Activities of sections. Sections shall be established primarily to exchange ideas on accident prevention within the field of the common interests of their members. In addition to meetings, sections may publish news letters, recommend policies or activities to the Executive Board, conduct safety contests, and make suggestions for the Council's technical and program publications and services.

Sec. 37. Conference of sections.

- a) In addition to section chairmen, immediate past section general chairmen shall also be members of the Conference. If any immediate past general chairman is not able, qualified, or willing to serve on the Conference of Sections, the General Chairman of the section may appoint, by notice to the Council's Secretary, some other member of the section as a substitute.

- b) There shall be a meeting of the Conference in connection with the Annual Council Meeting and otherwise upon call of the chairman.
- c) In addition to recommending seven Executive Board representatives to the Executive Board Nominating Committee and electing two members of that committee, the Conference shall encourage joint activities of groups of sections, discourage overlapping activities and advise the Executive Board on matters relating to sections.

Sec. 38. Representation of the Conference of Sections.

The Conference of Sections, in meeting, shall, at least six months before the expected date of the Annual Council Meeting elect two of its number to the Executive Board Nominating Committee, and, at least one hundred days before the expected date of the Annual Council Meeting, seven of its number, who are section general chairmen, to be recommended for nomination as Executive Board representatives of the Conference of Sections. In such an election, the representative or representatives of each section shall prepare a ballot containing five names for election to the Executive Board Nominating Committee or ten as candidates for recommendation as representatives on the Board, as the case may be, each section voting only one ballot. Three tellers appointed by the chairman of the meeting shall count the ballots. The two qualified and consenting persons with the highest number of votes for the Executive Board Nominating Committee shall be elected. The seven qualified and consenting persons with the highest number of votes for recommendation as Executive Board candidates shall be recommended. The meeting chairman shall report the selections to the Council's Secretary, who shall transmit them to the Executive Board Nominating Committee.

Local Safety Organizations

Sec. 39. Chartering local safety organizations.

There shall be no charter fee for local safety organizations. Charters shall expire and may be renewed yearly on the anniversary of granting.

Sec. 40. Relationship between the Council and chartered local safety organizations. All chartered local safety organizations shall be organizational members of the Council. The Board of Directors and Executive Board may arrange with chartered local safety organizations for joint solicitation of memberships and collection of dues, for distribution of services to local organizations which are not Council members, and for financial assistance with contributed funds.

Sec. 41. Conference of Local Safety Organizations.

a) The Conference of Local Safety Organizations shall meet in connection with the Annual Council Meeting and otherwise upon the call of the chairman.

b) In addition to recommending seven Executive Board representatives to the Executive Board Nominating Committee and electing two members of that committee, the Conference shall advise the Executive Board on matters relating to local safety organization.

Sec. 42. Representation of Conference of Local Safety Organizations. At least six months before the expected date of the Annual Council Meeting, the Conference of Local Safety Organizations shall elect two

of its number to the Executive Board Nominating Committee, and at, least one hundred days before the expected date of the Annual Council Meeting, shall elect seven of its number to recommend for nomination as its representatives on the Executive Board. The Conference may make these selections in whatever manner it chooses. The chairman shall report the selections to the Council's Secretary who shall transmit them to the Executive Board Nominating Committee.

Administrative Regulations

Sec. 43. Purpose of administrative regulations. To give greater definiteness and permanence to certain administrative policies and practices which are of special importance but not of such interest to members as to warrant publication as by-laws, the Board of Directors may establish Administrative Regulations to guide the officers, committees and staff.

Sec. 44. Adoption of administrative regulations. Administrative regulations shall be adopted in the same manner as By-Laws except that, after presentation and approval at a Board of Directors meeting, a majority vote of Board members present at a subsequent meeting shall suffice for final approval, and such Administrative Regulations shall then become effective without publication.

