

BYLAWS
FOR THE AMERICAS SECTION
of
THE INTERNATIONAL SOCIETY FOR RESPIRATORY PROTECTION

1. Name

- 1.1. The name of the section shall be "The Americas Section of the International Society for Respiratory Protection" or "ISRP (Americas)". Hereafter referred to as "Section". The International Society for Respiratory Protection (ISRP) shall hereafter be referred to as the "Society".

2. Objectives

- 2.1. The objectives of the Section shall be:
- (a) To promote the study, evaluation, research and practice of respiratory protection arising from the use of respiratory protection devices in relation to the health, safety and welfare of those who use such devices.
 - (b) To increase the knowledge of respiratory protection through gathering and disseminating information and to bring together persons interested in all aspects of respiratory protection.
 - (c) To promote the study and exchange of information by encouraging interest within and co-operation among government, industry, labor, education, manufacturers and other groups interested in respiratory protection.
 - (d) To further the purposes of and to promote interest in the Society and to act as a focus for the activities of the Society in the Americas. The designation "Americas" includes, but is not limited to North, Central and South America.

3. Membership

- 3.1. Membership in the Americas Section shall be open to any person or organization, wishing to further the objectives of the Section and Society.
- 3.2. Members of the Section will automatically become members of the Society and be subject to the terms and requirements of the Bylaws of the Society and of the Section.

4. Membership fees

- 4.1. The Section shall collect the fees as set by the Society and may additionally collect fees for the operation of the Section.
- 4.2. An increase in Section fees shall be approved by two thirds of the Executive Committee.
- 4.3. Any increase in fees established by the Society or the Section shall be publicized to the membership by the Section and shall be effective the next calendar year.

5. Officers of the Section

- 5.1. The management and control of the Section shall be vested in an Executive Committee composed of five Officers and a Board of Directors. These shall consist of:
 - (a) The Chair, Vice-Chair, a Secretary, a Treasurer and the Past-Chair. The Treasurer of the Society shall also be designated as the Treasurer of the Section.
 - (b) At least three elected Directors from the Section's general membership, one each from Canada, United States of America and South America (as membership permits).

6. Society Directors from the Section

- 6.1. The Chair and Vice-Chair shall be designated Directors to the Society.
- 6.2. There shall be two Section Directors elected as Directors of the Society

7. Terms of Office

- 7.1. The two Section Directors also serving as Society Directors shall serve four year terms, one Director elected every two years.
- 7.2. The remaining Directors of the Section shall serve a two year term.
- 7.3. The Past Chair shall serve a two year term.
- 7.4. The Chair shall serve for a term of two years and will automatically succeed the Past-Chair upon completion of his or her term as Chair.
- 7.5. The Vice-Chair shall be elected to serve a term of two years and will automatically succeed the Chair upon completion of the Chair's term of office.
- 7.6. The Vice-Chair will serve as Chair upon the death, resignation or inability of the Chair to perform. The assumption of the duties of the chair shall be for the remainder of the chair's unfulfilled term and for the normal term of succession. A special election shall be conducted to fill the position of Vice-Chair should this occur.
- 7.7. The Secretary shall be elected to serve for a term of four years.

- 7.8. Term of office for all Directors of the Section shall coincide with the terms of office for the Society, beginning and ending at General Session at the biennial conference.

8. Qualifications and Nomination of Officers

- 8.1. Nominees for officer or Director of the Section must be in good standing and belong to one of the following membership categories: Member or Corporate Member. For the purposes of these bylaws “good standing” means the individual’s membership dues are paid, and their membership status has not been suspended or revoked in accordance with procedures delineated in the Society bylaws.
- 8.2. Biennial nominations for elective officers shall be made by a nominating committee consisting of at least four members appointed by the Executive Committee. In addition, for a total of five members, the immediate past-Chair shall serve as the Chair of the nominating committee. The nominating Committee will establish a list of nominees no later than ninety days prior to the General Annual Meeting at which the election results will be announced.
- 8.3. The Nominating Committee shall select a minimum of two nominees for each elective office (as membership permits). In addition to nominations made by the Nominating Committee, nominations may be made by petition of a minimum of ten members in good standing.
- 8.4. The names of all petitioned nominees (section 8.3 above) must appear on the ballot with the other nominees.
- 8.5. Each petition must include a letter from the nominee stating willingness to stand for election and ability to attend duly called meetings of the Section (e.g. General Meetings, Executive Committee Meetings, and Special Meetings).
- 8.6. Such petition must be submitted to the Nominating Committee Chair no later than sixty days prior to the date of the election.
- 8.7. The Nominating Committee Chair shall certify to the Executive Committee the validity of the petition(s) and a list of all nominees.
- 8.8. The Nominating Committee Chair shall ensure that the list of nominees is approved by the Executive Committee and then mailed or e-mailed to each member of the Section no later than forty-five days prior to the General Meeting at which the election results will be announced.
- 8.9. Nomination packages will include a brief biography of each nominee to include as a minimum: education; previous offices held in the Society or Section(s), current employer and job duties; interests in respiratory protection; goals for the term of office.

9. Election of Officers

- 9.1. Each member of the Section shall have one vote for each position to be filled by the election.
- 9.2. Election of Officers will be by ballot mailed or e-mailed to each member in good standing, or by secure website.
- 9.3. A notice of election listing candidates and voting instructions shall be e-mailed or mailed to each member in good standing at least thirty days prior to the General Meeting.
- 9.4. Within twenty days of mailing or e-mailing, the ballots are to be completed by the voting member and returned in accordance with instructions accompanying each ballot. Ballots not in compliance will be disregarded.
- 9.5. The e-mail address of the Chair of the Nominating Committee or a designee of the Section Chair shall be included with each ballot.
- 9.6. The persons appointed by the Executive Committee to count the votes, shall file all ballots in a secure file to be counted.
- 9.7. The ballots will be counted and the recorded results delivered to the Section Chair no less than ten days prior to the General Meeting at which the election results will be normally be announced.
- 9.8. Each officer shall be elected by vote of a plurality of the members casting ballots. In cases of a tie vote in any election of an Officer, the tie shall be resolved by a runoff balloting of the membership. Results of the runoff ballot will be mailed or emailed to the membership within thirty days after the General Meeting.
- 9.9. The Section Directors may run for re-election in consecutive terms.

10. Committees, Officials and Representatives

- 10.1. The Executive Committee shall establish such Committees and appoint such Officials and Representatives it considers necessary for the conduct of official business related to the Section's interests. These committees and other representatives shall perform assignments in accordance with the Section Bylaws.

11. Awards and Honors

- 11.1. The Executive Committee, at its discretion, may institute and maintain awards and honors relevant to achieving the objectives of the Section.
- 11.2. Such awards and honors shall be made in the name of the Section.

12. Meetings of the Section

- 12.1. Written notice of the date, time, location and order of business for every Meeting of the Section whether General or Special, shall be sent by e-mail or carrier mail to each member in good standing no later than thirty days prior to the date of such a meeting.
- 12.2. A proposal to call a Special Meeting shall be accepted if petitioned by at least ten (10) members of the Section. The Special Meeting shall be held if the proposal, when circulated to the membership via e-mail or carrier mail, receives the support of more than fifty per cent of the votes cast by the members.
- 12.3. Minutes shall be taken at all meetings of the Section including Executive Committee meetings, General Annual meetings and Special meetings. The minutes shall remain available to any member of the Section wishing to see them.

13. Executive Committee Meeting

- 13.1. Attendance by any three Section Officers and one Director shall constitute a quorum for the purpose of conducting and deciding Section business. Attendance by fewer than three Officers and one Director shall constitute a business meeting but the final decisions of actions must be decided through electronic or carrier mail by the Executive Committee.

14. General Annual Meeting

- 14.1. The Section shall conduct a General Meeting before the end of each calendar year. This meeting may be conducted by telephone, video or internet conference.
- 14.2. A minimum of ten members present (count including Executive Committee Members) shall constitute a quorum
- 14.3. Each member in good standing shall be entitled to vote on all Section matters.
- 14.4. A majority of eligible votes cast shall decide any question unless otherwise specified in these Bylaws.
- 14.5. At the discretion of the Section Officers, a technical conference may be combined with the General Meeting.

15. Amendment of the Bylaws of the Section

15.1. The Section Bylaws shall be amended only when the proposed amendment(s) has/have been:

- (a) Proposed in writing, either by the Executive Committee or by ten or more members in good standing and addressed to the Section Chair.
- (b) Received by the Chair no less than sixty days prior to a Meeting of the Section
- (c) Distributed by the Chair to each member of the Section no later than thirty days prior to the meeting at which it will be discussed and brought up for vote
- (d) Agreed to by a minimum of two-thirds majority of the votes cast by members in good standing. Votes may be cast at a meeting, or by e-mail or carrier mail ballot or by secure website.
- (e) Ratified by the Board of Directors of the Society.

16. Conduct of the affairs of the Americas Section not specified in these Bylaws

- 16.1. Whenever affairs of the Section not clearly specified in these Bylaws are to be addressed, the requirements and terms of the Bylaws of the Society shall be applied.
- 16.2. Should there be a conflict between these bylaws and those of the Society, the Society bylaws are transcendent.
- 16.3. The Executive Committee shall act on all matters not otherwise provided for in these Bylaws of the Society and/or the duly adopted operating rules of the Society.