

Pacific Northwest Society for Coatings Technology

Notification of Proposed Changes to the Constitution and Bylaws

The Bylaws Committee has proposed several revisions to the PNWSCT Constitution, Bylaws, and Standing Rules. The Society Board of Directors approved the proposed revisions on January 13th at their Winter Board Meeting. The membership must approve the proposed revisions prior to their implementation.

These revisions are required to

- Restructure the Board of Directors to lessen the time required for serving on the Board and to accommodate recent changes in the relationship between the Society and the Federation
- Provide autonomy for the Society
- Provide for Local Only membership
- Include in the hard copy amendments previously approved by the membership

A vote by the membership on the proposed revisions will be conducted at the regular monthly meeting in March. A second vote, as required by the Bylaws, will be conducted at the regular monthly meeting in April. Members are strongly encouraged to attend both of these meetings. If approved by the membership, the revisions will become effective at the conclusion of the 2006 PNWSCT Annual Symposium.

All members are invited to review the proposed revisions that are included herein. Members may forward any objections or suggestions for further revisions to the Bylaws Committee for consideration. To do so, please email them to Steve Banta, Bylaws Committee Chairperson, at sbanta1948@yahoo.com

OVERVIEW OF KEY REVISIONS TO THE PNWSCT CONSTITUTION, BYLAWS AND STANDING RULES

1. Deletion of references to the FSCT where they restrict the autonomy of the PNWSCT
2. Change of membership status nomenclature from “Active” to “Full” and inclusion of membership status criteria
3. Allowance for voting privileges for all members in good standing
4. Elimination of requirements to mail hard copy to the membership of special meeting notices and amendments to the Bylaws and Constitution, to allow for alternate methods of notification
5. Elimination of the positions of Society Representative and Alternate Society Representative
6. Creation of the position of Society Liaison
7. Restructuring of the Society Board of Directors to lessen the time commitment for serving on the Board
8. Provision for Local Only membership
9. Clarification of voting privileges of individual members of the Society Board of Directors
10. Increased responsibilities for the Society Board of Directors
11. Increased responsibilities for the President of the Society

**PNWSCT Board of Directors
2005 – 2006**

Darin Shields, Past President (Portland Section)

Steve Banta, Immediate Past President (Puget Sound Section)

Mihaela Coman, President (Vancouver Section)

Kieffer Tarbell, President-Elect (Portland Section)

Glenn Carlson, Secretary (Puget Sound Section)

Michael Kong, Treasurer (Vancouver Section)

Christine Stevens, Member-at-Large (Portland Section)

Jeff Davis, Member-at-Large (Puget Sound Section)

Curt Bailey, Administrative Secretary

John Bartlett, Society Director

2006 – 2007 BOD

Mihaela Coman, Past President (Vancouver Section)

Kieffer Tarbell, President (Portland Section)

Glenn Carlson, President-Elect (Puget Sound Section)

Michael Kong, Secretary (Vancouver Section)

Christine Stevens, Member-at-Large (Portland Section)

Darin Shields, Administrative Treasurer

Bev Spears, Society Liaison

Jeff Davis, non-voting Guest of the Board (Puget Sound Section)

TBA, non-voting Guest of the Board (Vancouver Section)

Eunice Leung, non-voting Guest of the Board (Portland Section)

PACIFIC NORTHWEST SOCIETY FOR COATINGS TECHNOLOGY

MEMBER OF



HANDBOOK 2006

CODE OF ETHICS FOR THE
PACIFIC NORTHWEST SOCIETY FOR COATINGS TECHNOLOGY

Honor, justice and courtesy constitute the cornerstone of the professional ethics which will guide the members of the Federation of Societies for Coatings Technology.
Delete and replace with Pacific Northwest Society for Coatings Technology
Members will unremittingly make these elements of conduct basic to the discharge of their duties in the paint industry to the end that:

1. Members will recognize their responsibilities to the public by serving it with integrity, fidelity and courtesy; by providing the most useful and serviceable products; and by encouraging the dissemination of true, fair and unexaggerated statements of fact.
2. Members will recognize their responsibilities to their employers in giving fair and just opinions to those whom they may serve and to those who may serve them; by striving to improve the quality of the products over which they may have control and the efficiency of their manufacture; by discouraging the manufacture of unprofitable items; by maintaining an inquiring attitude toward new techniques and developments; and by encouraging the introduction of improved methods and materials. They will neither seek nor accept new employment based primarily on the specialized knowledge of their present employers.
3. Members will actively support and take part in the work of their local Societies and the Federation *Delete and replace with "The Pacific Northwest Society"*, exchanging noncompetitive information and seeking fundamental information which will increase the basic knowledge of the coatings industry and will improve its products, equipment and manufacturing methods.

“HISTORICAL HIGHLIGHTS”

Pacific Northwest Society for Coatings Technology
Twenty-third Constituent Member of the Federation

The idea for organizing the Pacific Northwest Paint and Varnish Production Club came jointly from the Portland Paint, Varnish and Lacquer, and the Puget Sound Paint, Varnish and Lacquer Associations.

In 1947 the Portland PVLA created a committee “For the Formation of the Pacific Northwest Paint and Varnish Production Club” with Henry L. Bottemiller, Titanium Pigment Corporation, as chairman. Other members were Robert Norris, Jr., Norris and Walker Chemical Company; Kenneth Duncan, Paul W. Wood Company; and George Gough, McCloskey Varnish Company.

This committee circulated correspondence to all paint companies in the Pacific Northwest laying the groundwork for organization meetings in Seattle, Washington, and Portland, Oregon. The Seattle meeting representing the Northern Section, which included Seattle, Tacoma, Olympia, Spokane, Victoria, B.C., and Vancouver, B.C., was held November 21, 1947, at the Washington Athletic Club with 37 members in attendance. A similar meeting in Portland representing the Southern Section which included Portland, Longview, Salem and St. Helens, was held at the Mallory Hotel on November 25, 1947, with 42 members in attendance.

These meetings resulted in the decision to hold a two-day Technical Symposium in Seattle in the spring of 1948. In addition, a nominating committee was elected by the Section as follows:

Northern Section

Daniel G. Jarvie, Jarvie Paint Manufacturing Co.
Roger D. Freriks, Schorn Paint Manufacturing Co.
Henry L. Bottemiller, Titanium Pigment Corp.
Ken L. Duncan, Paul W. Wood Co.

Southern Section

Bill Sailors, Longview Paint and Varnish Co.
George H. Gough, McCloskey Varnish Co.
Warren Cordano, Zehrunge Chemical Co.
Ted Shaw, Westcraft Paint Co.

Planning meetings during January and March culminated in a very successful Spring Symposium (First Annual Meeting) with an attendance of 88, held at the New Washington Hotel in Seattle on May 21 and 22, 1948.

During the Symposium, the new club's Constitution and By-Laws (presented by George Gough) were adopted, a Technical Committee was appointed under the chairmanship of Angus McIntyre, British America Paint Company, Canada, and the following officers were elected:

President:	Herman Zeissler, Cowman-Campbell Paint Co., Seattle, WA
Vice President:	John Buckinger, Miller Paint Co., Portland, OR
Secretary:	Daniel G. Jarvie, Jarvie Paint Manufacturing Co., Seattle, WA
Treasurer:	T. Shaw, Preservative Paint Co., Portland, OR

Carlton Rose, President; Robert W. Matlack, President-Elect; and V.C. Bidlack, Secretary, respectively, of the Federation, attended the First Annual Meeting and spoke on the roles of the parent organization and the Constituent Societies as they function in the general plan for the industry as a whole.

By 1952 the Club had grown to 69 Class A members and 5 Class B members and made its first appearance in the Federation Year Book. Officers during this year were:

President:	Daniel G. Jarvie, Jarvie Paint Manufacturing Co.
Vice President:	Howard E. McCurdy, W.P. Fuller Co.
Secretary:	Alan M. Park, Rudd Paint Co.
Treasurer:	Angus W. McIntyre, Bapco

By 1955 the concept of three sections had evolved and the annual meetings have since rotated between Vancouver/Victoria, B.C.; Seattle, Washington; and Portland, Oregon.

Today the Pacific Northwest Society consists of 250 plus members, many of whom donate countless hours of work on various committees set up by the Society to benefit and promote our industry.

THE PAST PRESIDENTS OF
THE PACIFIC NORTHWEST SOCIETY

1948	HERMAN ZEISSLER	(PUGET SOUND)
1949	JOHN BUCKINGER	(PORTLAND)
1950	ROBERT WEST	(PUGET SOUND)
1951	HANK L. BOTTEMILLER GEORGE H. GOUGH, JR.	(PORTLAND)
1952	DANIEL G. JARVIE	(PUGET SOUND)
1953	HOWARD G. MC CURDY	(PORTLAND)
1954	ALAN M. PARK	(PUGET SOUND)
1955	ERNEST J. SUTHERLAND	(VANCOUVER, B.C.)
1956	VICTOR H. MARCHI	(PORTLAND)
1957	RICHARD P. ERWON	(PUGET SOUND)
1958	CLIFF B. WALKER	(VANCOUVER, B.C.)
1959	TOM A. SMITH	(PORTLAND)
1960	GEORGE MARTIN	(PUGET SOUND)
1961	GEORGE C. MELVIN	(VANCOUVER, B.C.)
1962	ROBERT CARLSON	(PORTLAND)
1963	JAMES A. LEIDER, JR.	(PUGET SOUND)
1964	LARRY STORY	(VANCOUVER, B.C.)
1965	CARLTON R. HUNTINGTON	(PORTLAND)
1966	LOWERY W. CODY	(PUGET SOUND)
1967	FRANK GILTROW	(VANCOUVER, B.C.)
1968	DONALD REARDEN	(PORTLAND)

1969	ERNEST A. WILLIAMS	(PUGET SOUND)
1970	GEORGE C. HENDERSON	(VANCOUVER, B.C.)
1971	PAUL PAYNE	(PORTLAND)
1972	JOHN A.J. FILCHAK	(PUGET SOUND)
1973	REGINALD GILTROW	(VANCOUVER, B.C.)
1974	JAY MITCHELL	(PORTLAND)
1975	ROBERT RODENBERG	(PUGET SOUND)
1976	DERYK R. PAWSEY	(VANCOUVER, B.C.)
1977	JOHN HATFIELD	(PORTLAND)
1978	WILLIAM SHACKELFORD	(PUGET SOUND)
1979	MICHAEL GRIFFIN	(VANCOUVER, B.C.)
1980	WALTER CLYDE	(PORTLAND)
1981	CURTIS P. BAILEY	(PUGET SOUND)
1982	RICHARD STEWART	(VANCOUVER, B.C.)
1983	STEVEN NORTON	(PORTLAND)
1984	ROBERT HOGG	(PUGET SOUND)
1985	OTTWIN SCHMIDT	(VANCOUVER, B.C.)
1986	GERALD McKNIGHT	(PORTLAND)
1987	DENNIS HATFIELD	(PUGET SOUND)
1988	YVON POITRAS	(VANCOUVER, B.C.)
1989	JOHN DALLER	(PORTLAND)
1990	DENNIS HATFIELD (REPLACED EMIL IRAOLA)	(PUGET SOUND)
1991	JOHN P. BERGHUIS	(VANCOUVER, B.C.)

1992	STEVE REARDEN	(PORTLAND)
1993	JOHN BARTLETT	(PUGET SOUND)
1994	FLORA WONG	(VANCOUVER, B.C.)
1995	JOHN WESTENDORF	(PORTLAND)
1996	RICHARD TOMCZACK	(PUGET SOUND)
1997	ED LINTON	(VANCOUVER, B.C.)
1998	KEN WENZEL	(PORTLAND)
1999	BEVEREY SPEARS	(PUGET SOUND)
2000	KELVIN HUGET	(VANCOUVER, B.C.)
2001	DEB SEVERSON	(PORTLAND)
2002	NARCISO DE LA CRUZ	(PUGET SOUND)
2003	JOHN P. BERGHIUS (* REPLACED PAUL ANDREASSEN)	(VANCOUVER, B.C.)
2004	DARIN SHIELDS	(PORTLAND)
<i>2005</i>	<i>STEVE BANTA</i>	<i>(PUGET SOUND)</i>
<i>2006</i>	<i>MIHAELA COMAN</i>	<i>(VANCOUVER, B.C.)</i>
<i>2007</i>	<i>KIEFFER TARBELL</i>	<i>(PORTLAND)</i>

* Unable to Continue

JAMES A. LEIDER, JR. OUTSTANDING SERVICE AWARD

The Pacific Northwest Society, founded in 1947, has had many outstanding members who worked diligently to promote the Society and its goals. Throughout the years, these 'unsung' efforts resulted in the very effective cooperation of three distinct multi-national groups to promote items of mutual interest.

As we approached our silver anniversary in 1972, then current officers decided that it was time to recognize in a more specific way those individuals who had made significant, unselfish contributions to the Society and its industry. This concept was pursued through

several Board of Directors meetings and resulted in the establishment of an award called the “Totem Award” to be presented at the Annual Meeting beginning in 1973.

Because there were so many outstanding members, it was decided for the first year to select three, one from each section. Thereafter, one from the Society as a whole could be selected each year. The first Totem Awards were presented to William H. Biddle, George H. Gough and Daniel G. Jarvie.

In 1979, the totem Award was renamed the “James A. Leider, Jr. Outstanding Service Award”, in recognition of his superlative and long service to the Society.

- 1973 George H. Gough, Jr, Daniel G. Jarvie and William H. Biddle
- 1974 Carlton R. Huntington
- 1977 Henry L. Bottemiller
- 1978 Win F. Case
- 1979 James A. Leider, Jr.
- 1980 John A. J. Filchak
- 1983 Paul H. Payne
- 1986 Deryk Pawsey
- 1989 Valerie Braund
- 1992 William Shackelford
- 1996 Curtis Bailey
- 1997 Dick Stewart
- 2001 John Daller
- 2002 Yvon Poitras
- 2004 John P. Berghuis
- 2005 John Bartlett

ARTICLE I

NAME

The name of this organization will be the Pacific Northwest Society for Coatings Technology.

ARTICLE II

OBJECTIVES

The society will operate solely and exclusively as a non-profit 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, and other related products, and the raw materials necessary for these products.
- B. To promote educational activities and the interchange of ideas among its members and the public generally.
- C. 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.
- D. To organize and operate as a Constituent Society of the Federation of Societies for Coatings Technology and to coordinate its activities with those of the Federation.
- 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 OF ACTIVITIES

No part of the net earnings of the society will inure to the benefit of, or be distributable to, its members, Directors, Officers, or other private person, except that the Society will 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 above. No substantial part of the activities of the Society will be the dissemination of propaganda, or otherwise attempting to influence legislation, and the Society will not participate in, or intervene in, including the publishing of distribution of statements, any political campaign on behalf of any candidate for public office. Notwithstanding any provision of these articles, the Society will not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under 501 (c)(6) of the Internal Revenue Code, 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 will be fixed and governed by the By-Laws of the Federation.
Delete and replace with "the Society"

ARTICLE V

MANAGEMENT

The activities and affairs of the Society will be managed as provided in the By-Laws of the Society and the By-Laws of the Federation. *Delete*

ARTICLE VI

DISSOLUTION

In the event of the partial or entire liquidation of dissolution of the Society, whether voluntary, involuntary, or by operation of law, the Board of Directors of the Society will, after paying or making provision for the payment of all liabilities of the Society, distribute the assets of the Society to the Educational fund of the Federation if then existent, otherwise to one or more organizations *Delete and replace with "one or more existing coatings educational organizations"* exempt from taxation under section 501 (c)(6) of the United States Internal Revenue Law, as they in their sole discretion will determine. Any of such assets not so distributed will be distributed by the appropriate court of the country in which the principal office of the Society is then located, exclusively to such exempt organization or organizations, as said court will determine.

ARTICLE VII

INCORPORATION

All of the assets of the Society may be transferred to a non-profit corporation in compliance with Article VI of the Constitution of the Society by a vote of three-quarters

of the Active members *Delete and replace with “all members in good standing”* at any regular or special meeting of the Society; provided, however, that said corporation will simultaneously assume all of the liabilities of the Society; and at least sixty days notice of such proposal will have been given before the meeting by direct mailing *Delete* to all members of the Society.

ARTICLE VIII

AMENDMENTS

This constitution may be altered, amended or repealed by a vote of three-quarters of the Active members *Delete and replace with “members in good standing”* present at two successive regular or special meetings of the Society provided, however, that at least twenty days notice of such proposal will have been given before the second such meeting by direct mailing *Delete* to all of the members of the Society. The procedure for originating, processing, and considering amendments to this Constitution will be identical in every respect as prescribed in the By-Laws for amendment to the By-Laws.

BY-LAWS

ARTICLE I

RELATIONSHIP TO THE FEDERATION

A. Definition

The Pacific Northwest Society for Coatings Technology, a constituent Society of the Federation of Societies for Coatings Technology, is a group of individuals formally organized to pursue objectives consistent with those of the Federation in accordance with the By-Laws and Standing Rules of the Federation. *Delete*

B. Management of Internal Affairs

1. Subject to the Constitution, By-Laws and Standing Rules of the Federation, *Delete and replace with “Federation requirements for Constituent Society status,”* the Society will have entire control of its own internal affairs.
2. The Society will operate in accordance with the laws of the jurisdictions within its territorial boundaries and the laws of the State of Washington affecting corporations or nonprofit organizations. Any action taken by the Federation will not be operative if it will cause the Society to be in violation of these laws.

C. Mutual Interest

1. The Society *Addendum: Board of Directors* will not independently take final action upon matters involving the interests of policies of the industry as a whole. Such matters,

with the recommendation of the Society, will be referred to the Federation Board of Directors.

2. All contemplated action by the Society *Addendum: Board of Directors* with regard to specifications having effect outside the territorial boundaries of the Society will be referred to the appropriate committee of the Federation.

Addenda:

3. The Society will facilitate communication with the Federation through representation on the Society Liaison Council.

4. The Society will coordinate mutually beneficial activities with the Federation.

D. Procedural Matters

The matters of delete Society boundaries and election to membership delete are subject to the provisions of the Standing Rules of the Federation and of the Society.

ARTICLE II

MEMBERSHIP

A. Classes of Membership

The classes of membership in the Society will be those specified and described as follows: Active Delete and replace with "Full", Student/Educator, Honorary, and Retired. *Addendum: Membership in the Federation is not a requirement of Society membership. Membership in both the Society and the Federation shall be referred to as Joint membership. Membership in the Society only shall be referred to as Local Only membership. Local Only members will not be eligible for Federation benefits.*

Addenda:

Membership classes are defined as:

Full: Any individual who is employed in the protective or decorative coatings, printing ink, or allied industries, or by those firms that manufacture or sell raw materials, supplies, services or equipment required by those industries

Student/Educator: Any individual who is a full-time student registered in any educational institution of recognized standing in a course of study in chemistry, engineering, physics, or other physical sciences leading to a degree, and any individual who is a college or high school educator.

Honorary: Any individual who meets the requirements for honorary membership set forth in SR IV of the Standing Rules.

Retired: Any individual who is no longer employed in the industry due to age, disability, or other reasons deemed satisfactory by the Society.

B. Termination of Membership

Except as otherwise provided by these By-Laws or Standing Rules of the Society, membership in the Society will terminate automatically for any individual who ceases to be eligible for the appropriate class of membership or whose dues have not been paid in accordance with these By-Laws.

ARTICLE III

ORGANIZATION

A. General Policies and Administration

The establishment and execution of general policies and the administration of the Society will be vested in the Board of Directors and the President.

B. Board of Directors

The Board of Directors will consist of the Officers; two members-at-large, the two most recent eligible Past Presidents, and the Society Representative.
Delete and replace with:

The President, President-Elect, and Secretary as the Officers, and one member-at-large, the immediate Past-President, the Administrative Treasurer, and the Society Liaison.

Addendum: The Board members shall individually have equal voting authority on the Board of Directors.

1. The duties of the Board of Directors will be to:

a. Divided the Society into two more Sections as may be necessary *Delete and replace with "three Sections"* to serve the needs of the Society.

b. Act with the President in establishing and executing the policies and administering the affairs of the Society.

c. Fill vacancies occurring in elective offices and in the Board of Directors, except the Society Representative, which will be filled by election by a majority of the membership after a recommendation by the Nominating Committee. *Delete*

d. Select and appoint an Administration Secretary *Delete and replace with “a Past-President of the Society as Administrative Treasurer”* and any other employees and fix the compensation for such employees. The duties of said employees will be prescribed by the Board if Directors.

e. Authorize the expenditure of all funds in keeping with the provisions of these By-Laws, either by specific direction to the President and Administrative Secretary, *Delete and replace with “Treasurer”* or by the limited allocation of funds to be expended at the discretion of committees duly appointed by the President.

f. Specify the duties and functions of all committees except as otherwise provided for in these By-Laws.

g. Hold a minimum of two *Delete and replace with “three”* meetings each year at times and places to be designated by the President.

h. Handle petitions for proposed changes in Society boundaries.

i. Adopt and amend Standing Rules for the Society, subject to and consistent with the Constitution and these By-Laws and the corresponding documents of the Federation.

Delete

j. Fix dues to be paid by the members of the Society.

k. In the event a President becomes incapacitated or vacates his post, appoint a President pro-tem for as long as the incapacitation exists, or for the balance of the term. Candidates for the President pro-tem will be limited to Past Presidents from the section involved.

Addenda:

l. Elect a Past-President who is a current member in good standing to serve as Society Liaison on the Society Liaison Council

m. Elect two members in good standing to serve as Society representatives on the Western Societies Symposium Committee

2. Quorum

A quorum will consist of at least half of the Board if Directors, with one member from each section in said quorum.

C. Officers

The officers of the Society will consist of a President, President-Elect, Secretary, and Treasurer. *Delete and replace with “and Secretary”*. All officers will at all times be members of the Society in good standing.

1. It will be the duty of the President to:

- a. Serve as chief executive of the Society.
- b. Act as Chairperson of the Board if Directors.
- c. Preside at the Annual Meeting and all regular and special meetings of the Society.

Addenda:

- d. Prepare and present the annual budget*
- e. Represent the Society at the Western Coatings Societies Annual Board Meeting following his or her term of office.*

2. The President-Elect will automatically succeed the President and will act in the stead of the President in his/her absence.

3. The duties of the Secretary will be to discharge the usual duties of his office, including minute taking at all Board of Directors and Society Annual and Special Meetings.

4. The duties of the Treasurer will be to present a financial statement to the membership at the Annual Meeting; to act as auditor of the Administrative Secretary's financial records; to be the Chairperson of the Society's Program Committee. *Delete*

ARTICLE IV

SOCIETY REPRESENTATIVE

A. Election and Term

The Society members will elect a Society Representative every third year at the Annual Meeting who will be an Active member of this Society and, in addition, is a Past President of this Society to serve as its Society representative for a term of three years, beginning at the close of the Annual Meeting of the Federation of the year in which elected. The nomination for the position of Society Representative will alternate successively between the three sections of the Society every three years except with unanimous approval of all Sections whereby the outgoing Society Representative may remain for one additional three-year term.

- B. The Duties of the Society Representative will be to represent the Society at all meetings of the Federation Board if Directors and to perform those duties prescribed for Board Members in Article III – Organization, paragraph B, of the Federation's By-Laws.

Delete and replace with:

Society Liaison

A. Election and Term

The Board of Directors will elect a Society Liaison every third year who is a current member in good standing and, in addition, is a Past-President of this Society to serve on the Society Liaison Council. The position of Society Liaison will alternate successively between the three Sections every three years, except by unanimous approval of the Board of Directors whereby the outgoing Society Liaison may serve an additional three year term.

B. Duties

1. The Society Liaison will take direction from the Board of Directors and represent the Society on the Society Liaison Council pursuant to the Society Liaison Council advising the Federation on issues affecting the Society.

2. The Society Liaison will facilitate dialogue between the Society Board of Directors and the Federation on ways and means the Society and the Federation can cooperate for mutual advantage.

ARTICLE V

ELECTION OF OFFICERS

A. Nomination and Election

1. Officers will be elected from the membership by a majority vote of the eligible membership present and voting at the Annual Meeting of the Society. They may be nominated by the Nominating Committee, or any member, with the second of a member from each Society Section. The name of a member may be placed into nomination from the floor for any office prior to the election at the Annual Meeting.

2. The vote will be by secret ballot in the event more than one nominee is proposed for any single office.

B. Terms of Office

1. The President-Elect will be elected one year in advance of the year in which he is to hold office as President, will become President automatically after one term as President-Elect, and will serve two additional years *Delete and replace with "an additional year"* as a Past President on the Board of Directors unless the person becomes ineligible to serve on the Board.

2. The terms of office of all other officers, except the Society Representative to the Federation Board of Directors, *Delete and replace with "Administrative Treasurer and Society Liaison"* will commence at the conclusion of the banquet ceremonies held during the Annual Meeting and Symposium, and end at conclusion of the following banquet ceremonies held during the Annual Meeting and Symposium.

a. Installation of officers will be at the conclusion of the Annual Meeting.

3. The President –Elect, Secretary and Treasurer *Delete and replace with "and member-at-large"* will be representatives of different firms at the time of their first election as an officer of the Society.

ARTICLE VI

COMMITTEES

A. Nominating Committee

The President will appoint a Nominating Committee consisting of the three *Delete and replace with "two"* most recent eligible Past Presidents. The most recent Past-President will be the Chairperson of said committee.

B. Standing Committees

The President will appoint the following Standing Committees: By-Laws, Educational, Technical, Membership and Program. The President will appoint any other committees which may be required to conduct the business of the Society.

ARTICLE VII

MEETINGS

A. Annual Meeting

The regular meeting of the Society at which all Sections meet together will be the Annual Meeting. It will be held in the first six (6) months of the year.

B. Regular Meetings

Regular meetings of the Society, meeting as Sections, will be held during the months of September through May. The exact time and place shall be determined by the local Chairperson of the Section.

C. Special Meetings

Special meetings may be called by the President, provided that a notice stating the purpose for the meeting will have been mailed *Delete and replace with "sent"* to all members at least ten (10) days prior to the date of the meeting.

D. Eligibility to Vote

All members *Addendum “in good standing”* will be eligible to vote on any questions to be determined by the membership and a free exchange of views and opinions by all members will be encouraged at all times. The presence of twenty-five (25) members including any three officers, at least one officer or other board member, representing each Section, will constitute a quorum at the Annual Meeting and a majority of those present and voting will be sufficient to carry any vote.

E. Resolutions from the Floor

Any member may propose a Resolution from the Floor at the Annual Meeting.

ARTICLE VIII

DUES

A. Dues will be paid by Active *Delete and replace with “Full”*, Student/Educator, and Retired members. It is left to the discretion of the Board of Directors to determine dues, if any, of an educator or student member.

B. The annual dues for Active *Delete and replace with “Full”*, Student/Educator, and Retired members, including the dues for those members paid by the Society to the Federation *Delete*, will be reviewed from time to time by the Board of Directors. If it is deemed necessary to change the amount of the dues, it will be within its jurisdiction to do so. *Addendum: “The Society shall pay the dues of Honorary members”*.

C. *Addendum: “The membership year will commence on July 1 and end on June 30”*. Annual dues will be payable in U.S. funds the first day of September *Delete and replace with July* and must be received by the last day of September *Delete and replace with July* and such dues are payable in full for the fiscal year *Delete and the “the full membership year”* regardless of the date of election to membership.

D. Members who fail to pay dues by the last day of September *Delete and replace with July* will be dropped from membership without formal action by the Secretary.

ARTICLE IX

FISCAL YEAR

A. The fiscal year of the Society will end August 31st. *Delete and replace with “commence of July 1st. and end on June 30th.”*

B. There will be three financial reporting periods:

1. September 1st to Winter Board of Directors Meeting (or Feb. 1st).
2. Winter Board of Directors Meeting (or Feb. 1st) to Annual Meeting.
3. Annual Meeting to August 31st.

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

The Board of Directors will adopt or amend Standing rules, provided that two-thirds (2/3) of all members of the Board will vote in favor of adoption or amendment at any regular or special meeting of the Board.

ARTICLE XI

INSURANCE LIABILITY

The Society will not be responsible for any medical or life insurance for any member while on Society business nor can it be responsible for any claims for illness or bodily injury incurred by any member while on Society business.

ARTICLE XII

AMENDMENTS

A. Origination

1. Proposals to amend these By-Laws may be originated by:
 - a. Any officer of the Society.
 - b. The Board of Directors.
 - c. The record vote of any committee acting on a proposal of any of its members or a proposal of any member referred to it.
 - d. The petition of ten (10) or more members.

B. Processing

All proposals to amend these By-Laws will be submitted to the By-Laws Committee for editing, clarifying and the combining of similar proposals from various sources. The By-Laws Committee must act on all proposals it receives, but may submit recommendations for or against adoption, with reasons for its position. The By-Laws Committee will forward to the Secretary, within sixty (60) days of receipt of such proposals, the enabling resolutions for the edited amendments. The Chairperson of the By-Laws Committee, or in his absence the

local Section Chairperson, will read the report of the By-Laws Committee at the regular or special meeting which next follows the date of the report and again at the regular or special meeting which next follows the first reading. The Secretary will give notice of the proposed amendment(s) by direct mail *Delete* to all members at least thirty (30) days prior to the meeting at which the second vote is to be taken.

C. Consideration by the Members

1. Resolutions to alter, amend or repeal these By-Laws may be considered at any two successive regular or special meetings of sections of the Society. A majority of the members present will be required to make any changes in the text of the proposed amendments, provided that any such changes may not exceed or reduce the purpose or intent of the amendments as previously reported.

2. Resolutions to alter, amend or repeal these By-Laws, having been subject to consideration by the members, and having been approved by the vote of two-thirds (2/3) of the total members present and voting at two successive regular or special meetings of all Sections of the Society will make effective the proposed amendment immediately, or at a time specified in the resolution.

ARTICLE XIII

PARLIAMENTARY PROCEDURE

Except as otherwise provided in these By-Laws, any question of parliamentary procedure arising in the course of the conduct of any meeting, and the meetings of all duly constituted committees of the Society, will be resolved pursuant to the latest, revised edition of "Robert's Rules of Order."

STANDING RULES

ARTICLE SR I

BOUNDARIES

A. Society Boundaries

The territorial boundaries of the Pacific Northwest Society for Coatings Technology shall be as defined on the Official Map maintained in the offices of the Federation of Societies for Coatings Technology and described in the Federation Year Book. *Delete and replace with "Standing Rules"*

ARTICLE SR II

SECTIONS

A. General

1. The society shall be divided into three sections for ease of administration and to better serve the needs of the membership.

B. Geographic Description

1. Northern or Canadian Section *Change to “ Vancouver Section”*

a. The Northern or Canadian *Change to “ Vancouver”* section shall include all territory within the Society boundaries and north of the United States-Canadian border.

2. Central or Puget Sound Section *Change to “Puget Sound Section”*

a. The Central or Delete Puget Sound section shall include all territory within the Society boundaries and south of the United States-Canadian border and north of a line drawn roughly one-half way between Seattle, Washington and Portland, Oregon. The line shall extend from the Pacific Ocean to the eastern boundary of the Society and be parallel to the lines of northern latitude.

3. Southern or Portland Section *Change to “Portland Section”*

a. The Southern or Delete Portland section shall include all other territory within the Society boundaries and not included within the above named section boundaries.

C. Membership Choice

1. Nothing in the above descriptions is to be construed as limiting the individual member from deciding with which section of the Society he might wish to affiliate.

ARTICLE SR III

OFFICERS

A. Rotation of Officers

1. The President and Treasurer *Delete and replace with “member-at-large”* shall be members of the Section of the Society which is to be the Host Section of the Annual Meeting and Symposium of the Society.

2. The President-Elect shall be a member of the Section of the Society which is next to Host the Annual Meeting and Symposium of the Society.

3. The Secretary shall be a member of the Section of the Society which is the third to Host the Annual Meeting and Symposium of the Society.

4. The members at-large to the Board of Directors shall each represent a different Section of the Society, and shall be representative of the Sections which are represented by the President-Elect and the Secretary.

Delete and replace with “Each Section shall delegate one member in good standing as a Board Guest. The Board Guests will be invited to attend and observe Board meetings in consideration of becoming the next member-at-large from their respective Sections.

B. Section Chairman

1. The President shall act as Section Chairman of the Section which is his home Section. The Treasurer *Delete and replace with “member-at-large”* shall act in his stead as Section Chairman in the absence of the President at a regular meeting.

2. The President-Elect shall act as Section Chairman of the Section which is his home Section. The member-at-large to the Board of Directors from the Section *Delete and replace with “Board Guest”* shall act in his stead as Section Chairman in the absence of the President-Elect at a regular meeting.

3. The Secretary shall act as Section Chairmen of the Section which is his home Section. The member-at-large to the Board of Directors *Delete and replace with “Past-President or the Board Guest”* shall act in his stead as Section Chairman in the absence of the Secretary at a regular meeting.

ARTICLE SR IV

MEMBERSHIP

A. General

1. The provisions of Article SR II, membership in Constituent Societies, of the Standing Rules of the Federation, shall apply to this Society except as modified by the following sections of this Standing Rule.

B. Federation Honorary Membership

1. Nominations for Federation 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 shall mail the notice of the proposed vote to all members at least twenty (20) days prior to the regular meeting at which the voting is to

take place. Approval shall require a ninety percent favorable vote of all Active Delete members present and voting by secret ballot. If approved by the Active Delete members, the Secretary shall complete the procedure specified in the Standing Rules of the Federation, thus subjecting the nomination to consideration by the Federation Council. *Delete and replace with " Board of Directors"*.

C. Society Honorary Membership

1. Nominations for Society Honorary Membership shall be subject to the same procedures as those for Federation Honorary Membership. If approved by the Active Delete members, the Secretary shall notify the Federation Executive Secretary Delete that the nominee has been duly elected an Honorary Member of the Society.

ARTICLE SR V

ALTERNATE SOCIETY REPRESENTATIVE

A. Appointment

1. The President may appoint an Active member as the Alternate Society Representative to serve during the term of office of the said President.

2. In case the President does not choose to appoint an Alternate Society Representative to serve during the term of office of the said President, or if this appointee ceases to be an Active member, or for any reason is unable to serve, then the President shall appoint an Active member to serve as Alternate Society Representative during any regular or special meeting of the Federation Council or of the Society Representatives.

B. Accreditation

1. The Executive Secretary of the Federation will certify that the appointee is a duly accredited Alternate Society Representative when these terms are met:

a. The Appointee is an Active member of this Society.

b. The name of the appointee is recorded in the Federation office on a form provided by the Federation and duly executed by the President of the Society, or

c. He had receives written notice, by letter or telegram, of the name of the appointee from the President of the Society, prior to the meeting of the Federation Council or of the Society Representatives at which the appointee is to serve.

DELETE ALL OF ARTICLE SR V

ARTICLE SR VI (*BECOMES SR V*)

COMMITTEES

A. General Provisions

1. Wherever the By-Laws are specific to the composition, duties, or any other matter pertaining to committees, the By-Laws shall be followed, and anything contrary in this Standing Rule shall not apply.

2. The President appoints all Committees, obtaining agreement to serve from prospective appointees during his year as President-Elect.

3. The President and President-Elect, by right of their offices, are members of all committees except the Nominating Committee, and copies of all correspondence should be sent to them. Copies of important correspondence should be sent to the Secretary, Treasurer, *Delete* and Administrative Secretary *Delete and replace with "Treasurer"*.

4. No committee shall commit the Society to the expenditure of funds not previously authorized for that committee by the Board of Directors.

B. Duties of Committees

1. By-Laws

a. The By-Laws committee shall provide whatever assistance is requested by officers or members of the Society in connection with the interpretation of the existing Constitution and By-Laws.

b. The Committee shall report to the Board of Directors any facts or data which have a bearing upon the Society's present or future welfare and interests as affected by the By-Laws. The Committee shall act upon the direction of the Board of Directors or the Society President in preparing for due consideration all proposals to amend the By-Laws.

c. The Committee shall prepare and submit to the Active *Delete* members all proposals to amend the By-Laws and such other reports as may appear desirable at the discretion of the President.

2. Educational

a. This Committee shall instigate, foster, and carry to a successful conclusion such educational projects as it deems to be in the best interests of the Society, Coatings Industry, and the public in general.

b. The Committee shall forward to the Chairman of the Federation Education Committee a resume of all courses of instruction in paint technology *Addendum: ", Symposia and other educational activities* given or sponsored by the Society no later than May 1 for publication in the July issue of the Journal of Paint Technology. *Delete and replace with " for publication in upcoming Federation publications and on the Federation website"*.

c. Report to the Board of Directors and the membership on the status of its work and make recommendations concerning future endeavors.

3. Membership

a. The duties of the Committee shall be to solicit members and pass on all applications for membership.

b. The Committee shall report to the Board of Directors and the membership on the status of its work and make recommendations concerning future endeavors.

4. Program

a. The duties of the Committee shall be to arrange all programs and entertainment for the Society meetings.

b. The Chairman of this Committee shall be the Treasurer of the Society.
Delete and replace with " member-at-large of the Board of Directors".

5. Publicity

a. The duties of this Committee shall be to gather and disseminate to the trade journals news and information about the Society and its members.

b. The Chairman shall forward to the editor of the Journal of Paint Technology minutes of the regular meetings of the Society for publication.*Delete*

6. Safety

a. The duties of this Committee shall be to gather and disseminate to the membership all information in the area of safety and safe practices with regard to the operation of the various facilities of the several manufacturers located within the boundaries of the Society in such a manner as to protect the health and well-being of the various employees of said plants.

b. To gather and disseminate all information available to the industry to enable said plants to protect the facilities from damage and to insure that this information is made available to the Federation. *Delete*

7. Specifications

a. The duties of this Committee shall be to pass on all Specifications presented to it.

b. To comment and pass said comments of the Committee to the Federation Specification Committee on all Federal Specifications proposed or amended.
Delete

c. *becomes b.* The Committee shall report to the Board of Directors and the membership on the status of its work and make recommendations concerning future endeavors.

d. *becomes c.* The Committee shall make available its expertise to any legitimate body, public, industry, or private so requesting aid.

8. Technical

a. The duties of this Committee shall be to investigate and to conduct such technical work and research as it may determine to be in the best interests of the Society, industry, and public in general.

b. The Committee shall report to the Board of Directors and the membership on the status of its work and make recommendations concerning future endeavors.

9. Environmental Control

a. The duties of this Committee shall be to concern itself with the various aspects of pollution control *Delete and replace with "environmental issues"* which may have an affect on the coatings industry.

b. It shall endeavor to maintain liaison with all governmental bodies that are involved with environmental control or legislation pertaining to environmental control.

c. Foster and encourage membership participation in the formulation of environmental control legislation at the local level.

d. The Committee shall report to the Board of Directors and the membership on the status of its work and the status of local legislation in the field of environmental control.

ARTICLE SR VII

ADMINISTRATIVE SECRETARY *Delete and replace with "Treasurer"*

A. Duties

1. The Administrative *Secretary Delete and replace with "Treasurer"* shall send out all bills for dues, be responsible for all monies, and pay all just debts subject to the approval of the President.

2. He shall forward all applications for *Addendum: "Joint"* membership to the Executive Secretary of Delete Federation for action by the Federation.

3. He shall prepare and deliver to the Board of Directors and/or the Executive Secretary of the Federation Delete such reports as directed by the President of the Board of Directors.

4. Addendum: He shall collect dues from and maintain a record of Local Only members.