

VINYL CHLORIDE SAFETY ASSOCIATION

BY-LAWS

1. NAME: the name of this organization shall be:
the Vinyl Chloride Safety Association.
2. PURPOSE: the primary purpose of this organization shall be to promote and improve safety in the manufacture and use of vinyl chloride by:
 - a. the exchange of information on accidents, hazards, and incidents involving vinyl chloride,
 - b. the preparation and dissemination of safety information on the handling and use of vinyl chloride, and
 - c. the holding of meetings of the members at which the above subjects are discussed.
3. OFFICERS: the officers of the association shall be a chairman, vice-chairman, secretary, treasurer, program chairman and nominating chairman, who together shall comprise an Executive Committee. U.S. and non-U.S. program chairman may be elected as the membership desires.

These officers shall serve for a period of one year, or until successors have been elected. The Nominating Chairman shall present a proposal slate of officers to the members at each annual meeting. Nominations will also be accepted from the members. Election shall be by simple plurality.

The chairman shall preside at meetings of the Executive Committee and at meetings of the Association, and shall appoint such other standing and temporary committees as may be deemed necessary.

The vice-chairman shall preside in the absence of the chairman, and assist the chairman in any other way as needed.

The secretary shall maintain a roster of members in good standing, provide a record of meetings and proceedings, and carry on such correspondence as may be necessary.

The treasurer and the secretary shall have charge of all funds, and make such disbursements as are necessary and authorized. An audit committee, appointed by the chairman, consisting of two non-officers shall prepare an audit report on the books of each outgoing treasurer.

The program chairman or chairmen shall have charge of the arrangements and contents of the agenda of annual meetings.

4. MEMBERSHIP: membership shall be open to any manufacturer or user of vinyl chloride. Any eligible corporation may become a member upon notification to the secretary that it wishes to become a member and agrees to abide by the by-laws of the association, and shall remain a member until notification to the secretary that it wishes to withdraw.

Each member in good standing may designate the permitted number of persons from their manufacturing, technical, engineering, or safety departments to attend each membership meeting.

5. VOTING: each member in good standing shall have one

vote in the affairs of the association except in the selection of a meeting site. A simple majority of members present at a meeting, or of the entire membership if by a mail poll, shall be sufficient, except in the election of officers, where a plurality shall be sufficient as outlined by-law 3 above. In voting for a meeting site, each company attending shall have one vote.

6. DUES AND EXPENSES: each member shall bear equally the actual expenses of the association and all expenses of its own delegates. Dues and/or special assessments may be voted by the association to support its activities as authorized by the membership and these become due upon presentation of a notice by the treasurer. Failure to pay such assessments in a reasonable time is sufficient grounds for removal from the role of members in good standing.

The association shall require payment of only that amount necessary to meet actual expenses plus a small reserve for hotel prepayment requirements and shall operate as a non-profit organization.

7. MEETINGS: meetings shall be held annually, at such time and place as desired by the membership. Meetings shall consists of a business session to transact business of a general nature and a technical session which will fulfill the primary purpose of the association to exchange and develop safety and engineering information.

Attendance at meetings shall be permitted only to members in good standing of the association. The secretary shall notify

each member of the annual meeting at least 6 months prior to the meeting.

8. EMERITUS STATUS: the membership may grant individuals emeritus status. This will allow those individuals who, in the opinion of a majority of the member companies present at the annual meeting, could contribute to future meetings. Emeritus status would run for three years and would be renewed upon the vote of a majority of the member companies present at the annual meeting.

9. AFFILIATION: this association shall be a separate and independent group, and will not affiliate with any other organization or group, although it may cooperate with other organizations in specific projects of limited duration.

10. DISSOLUTION: upon dissolution or disbandment of this association, any funds remaining thereafter shall be either returned to the members on an equal basis or given to another association or organization of like or similar purpose, provided that such group is a non-profit organization as defined by Section 501 (c) (3) of the Internal Revenue Code.

11. AMENDMENTS TO THE BY-LAWS: these by-laws may be amended or repealed in whole or in part by the vote of 2/3 of all members in good standing at any duly constituted general meeting. The notice of such meeting shall be advise of the changes proposed.