

Division Leadership Guidelines

Society of Plastics Engineers

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Society of Plastics Engineers
www.4spe.org



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FOREWORD

This document is intended to be a practical guide for the Leadership of SPE's Divisions. As such it contains a wealth of information about the Society's history, procedures and common practices utilized by the majority of its Divisions.

It should not be read as a prescriptive and punitive document that every Division must follow to the letter. Each Division must actively determine how to best serves the broad and diverse needs of its own particular membership. SPE Headquarters stands ready to assist Divisions with this mission.

There are, however, some very basic requirements that every Division must meet. These primarily have to do with mandatory annual reporting such that the Society can keep adequate records and execute good communication. There are also a minimal number of "legal" requirements relative to tax & incorporation filings that are important for Divisions to execute on an annual basis to ensure they retain proper legal standing. Likewise, the guidance provided here and in the Treasurer Manual is designed to promote good fiscal and ethical behaviors with respect to the Society's not-for-profit status, and as such should be closely scrutinized and followed to the extent each Division Board determines is reasonable for its particular circumstances. All these administrative requirements have been designed to ensure the proper execution of a Division's responsibilities with a great sensitivity toward volunteer time constraints.

I strongly encourage anyone on a Division Board who has questions, ideas or proven practices that they feel would add value to this and other documentation SPE Headquarters provides to please contact us directly. SPE Headquarters is always available to you to answer questions and provide additional ideas or guidance.

It is our sincere hope that by working more closely together, SPE as a whole will thrive and prosper to the benefit of its members and the global plastics industry at large.

Susan Oderwald
Executive Director

INTRODUCTION

The Society of Plastics Engineers' *Division Leadership Guidelines* is based on the SPE Bylaws, and Division procedures. This manual will provide you with information regarding Division policies and procedures, Society organization, and basic guidelines to successfully manage your SPE Division.

If you have any questions about this manual or Division operations, please contact:

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Society of Plastics Engineers
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SPE OVERVIEW

History

The Society of Plastics Engineers was chartered by the State of Michigan on August 21, 1942, at which time the Society consisted of 120 members in good standing. The predecessor to SPE was the Society of Plastics Sales Engineers, organized at a meeting in Detroit on December 2, 1941.

SPE has become the recognized medium of communication among scientists and engineers engaged in the development, conversion and applications of plastics.

SPE Objective

As stated in Article 2 of the Society Bylaws, the objective of the Society is "...to promote and provide the scientific and engineering knowledge relating to plastics."

SPE Headquarters

Operations of SPE are carried on by a staff headed by an Executive Director, employed by the Executive Committee, who is the business manager of the Society at SPE Headquarters in Brookfield, Connecticut, USA.

Council

The governing body of the Society is the Council, consisting of officers and Representatives elected by members affiliated with respective Divisions and Divisions.

SPE Executive Committee

When Council is not in session, its powers are vested in the Executive Committee, which consists of the President, President-elect, Senior Vice President, three elected Vice Presidents, six appointed Vice Presidents, the immediate surviving Past President, and as non-voting members, the Executive Director and Prior Past President. Formulation of policies and administration of programs are facilitated by the appointment of standing or special-purpose (ad hoc) Committees reporting to the Executive Committee.

Council Meetings

The Council meets four times annually to establish policy, elect officers, and adopt a program of activities. The Executive Committee meets more frequently to review the program of activities and to direct operations. In addition, the Executive Committee meets at least once prior to each Council meeting to coordinate policy recommendations for submission to Council.

Leadership Services Department

In your leadership role with a Section or Division, you will receive information with remarks such as “Contact Leadership Services.” You might wonder who or what this is.

The Leadership Services Department has the specific purview of providing support for SPE’s components (Sections, Divisions, Student Chapters and Special Interest Groups).

This department:

- Serves as SPE Headquarters liaison to all Society components;
- Assists with general administration through workshops, regional meetings, Board of Directors meeting visits, and staff support at SPE Headquarters;
- Assists with newsletters and programming;
- Assists with the formation of new components;
- Provides training in the how to manage Society component (operations, marketing and communications, program development, member and volunteer recruitment, etc.)

At SPE Headquarters, the following will assist you or direct you to the person who can help you:

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SPE DIVISIONS

Definition

A Division is a constituent part of the Society resulting from the voluntary organization of members having an interest in a particular area of the scientific and engineering knowledge relating to plastics. Each Division has the responsibility and authority to conduct its own affairs within the limitations required to preserve the common objective. The funds available to a Division may be used only for activities directly related to this objective.

The objective of a Division is to develop and carry out the Society's technical program within its scope, at the same time coordinating with all other Society activities.

The scope of a Division must clearly state the limits of the segment of knowledge with which it is concerned. A Division may encompass all geographical regions of the Society where interest within its scope is active.

Functions involving more than one Division are conducted under the direction of the Divisions Committee, a standing committee of the Society.

Division Authority

Each Division has the authority and responsibility to conduct its affairs within the objectives of the Society. Funds contributed or rebated to a Division must be used for activities or programs to promote and provide scientific and engineering knowledge relating to plastics.

A member of the SPE Council, the governing body of the Society, who is elected by Division members, represents each Division.

BYLAWS & OPERATING PROCEDURES

Division Bylaws

Each Division may establish its own bylaws that cover policies and operations of the Division, such as descriptions of standing committees, operational procedures for activities, etc. These bylaws must be in harmony with the bylaws of the Society.

Adoption of Division Bylaws

Division bylaws and any amendments or additions, once approved by the Board of Directors of the Division, must be distributed to all voting members of the Division for a ballot. Adoption requires a two-thirds majority vote of ballots mailed within 30 days of the original mailing, provided at least 20% of the members return the ballots. In addition, all Division bylaws are subject to Council approval.

Copies of Division bylaws, including amendments and additions, will be sent to SPE Headquarters for the Division's permanent files.

Division Rules & Operating Procedures

Division rules and operating procedures are rulings by the Board of Directors as they appear in the minutes. They serve to interpret the bylaws as they apply in certain circumstances or cover situations not contained in the bylaws. They may be adopted by a simple majority vote of those present at a Board meeting, provided a majority of all directors (quorum) is in attendance. A majority of those present may order the submissions of any questions for a ballot of the Board or of the membership of the Division.

BOARD OF DIRECTORS

Purpose

Each Division must have a functioning Board of Directors. The Board of Directors is the governing body of the Division. In order to be effective, the Board should meet at least five times a year, in a face-to-face or teleconference setting. The Board is responsible for the following:

- Establish and amend Division rules and operating procedures
- Adopt the annual budget
- Elect Division officers
- Elect interim Councilor and directors as needed
- Authorize special fundraising activities
- Authorize Topical Conferences
- Approve appointments of committee chairs
- Approve annual audit and financial reports

Recommended Board Composition

Chair
Chair-elect
Secretary
Treasurer
One or more Vice Chairs (optional)
Councilor
Immediate Past Chair
Directors at Large

Recommended Terms of Office

<u>Position</u>	<u>Term</u>	<u>When</u>
Officers	One year	7/01 to 6/30
Councilor	Three years	SPE Annual Business Meeting

Directors Three years 7/01 to 6/30

Board Meetings

The Division Chair will designate meeting locations of the Board of Directors. A meeting will be called upon the request of any five Board members, and at least a seven-day notice must be given prior to each meeting. The notice requirement may be waived if at least three-fourths of the Board agrees. A quorum will exist when the majority of Board members are present.

A written proxy may be accepted from a director on a specific motion proposed in writing prior to a Board meeting. General proxies should not be permitted.

Resignation / Termination of Office

The Board declares a position vacated when resignation is received in writing or at a Board meeting.

The Board may also declare a seat vacant whenever a Board member fails to meet eligibility requirements, fails to perform duties, or for any other cause the Board justifies for removal. Removal for failure to perform requires a two-thirds majority vote of all Board members.

DIVISION OFFICERS

Chair

The Chair is responsible for the administration of Division functions and activities. In addition, the Chair is expected to preside at meetings and ensure that actions mandated by the Society, bylaws and rules are adhered to. Also, the Division Chair ensures that all communications among the Division, Society staff, officers, and the SPE Divisions Committee are carried out expeditiously.

Goals

The Chair should establish both short-term and long-term goals for the Division administration.

Committee Appointments

The Chair will appoint a chair for each standing committee and special-purpose committee established by the Division bylaws or rules. Appointments and the establishment of special committees should be approved by a majority of the members of the Board. The Chair also instructs committees as to their functions and approve plans and timetables formulated by the committees.

Officers

The Chair should ensure that each officer understands the responsibilities of office.

Meetings

The Division Chair can call a meeting of the Executive Committee and Board of Directors as needed. The Division Chair will designate meeting locations. A meeting can be called upon the request of any five Board members. At least a seven-day notice will be given prior to each meeting. However, the notice requirement may be waived if at least three-fourths of the Board agrees. A quorum will exist when the majority of Board members are present.

Facilitation of Executive Committee & Board Meetings

- Agenda - Publish an agenda and keep the meeting on schedule.
- Robert's Rules of Order - Whenever appropriate, conduct the meeting in accordance with Robert's Rules of Order.

Chair-elect

The Chair-elect succeeds the Chair at the conclusion of the term and can preside in absence of the Chair. In addition the Chair-elect can carry out any duties assigned by the Division bylaws, rules and operating procedures and by the Division Chair.

Goals

During the term in office, the Chair-elect should formulate goals and plans for the forthcoming administration in preparation for assuming the office of Chair, and prepare to make the appropriate appointments once in the office of Chair.

Vice Chair

The Vice Chair can preside at any meeting in the absence of both the Chair and Chair-elect.

If both offices of the Chair and Chair-elect are vacated, the Vice Chair can assume the duties of Chair until the Board can elect a new Chair.

In many Divisions the Vice Chair is also chair of the Technical Program Committee, in addition to other duties assigned by the Board. A second Vice Chair may be appointed assigned to oversee important Division Committees such as the Finance, Membership, and Education Committees.

Secretary

The Secretary is responsible for taking minutes at all Board meetings and distributing copies prior to the next meeting. A copy of these minutes must be forwarded to SPE Headquarters. Approval of these minutes must be an order of business at the Board meeting. The Secretary will advise the Chair if unable to attend a Board meeting, and a substitute will be appointed.

Archives

During the term of office the Secretary will retain Division records. A Division's permanent file should include: Division bylaws; meeting minutes; Division operational procedures; financial statements and records; annual reports and Division history; Division meeting announcements and newsletters; and other communications.

If possible, the Secretary should take notes at the Division's annual business meeting and conduct general correspondence.

Treasurer

The Treasurer receives all funds paid or donated to the Division and deposits them in a Division checking/savings account or account authorized by the Division. These funds will be dispersed in accordance with the annual budget or as authorized by the Board of Directors. An invoice or written record should be received and authorized by the committee chair or officer in charge of the activity before any payment is made.

Expenditures not included in the annual budget must be approved by a two-thirds majority of the Board of Directors and invoices for such expenditures approved by the Chair.

All payments should be made by check, requiring signatures of two officers.

Treasurer's Report

The Treasurer will prepare an accurate written account of all Division funds received and paid out on a statement of the current financial status on a monthly basis. A monthly report should be mailed to each director prior to the next Board meeting. Approval of the Treasurer's report will be an order of business at the Board meeting.

At the close of the fiscal year, the Treasurer will prepare an annual financial report. The report, along with supporting documents, will be examined and verified by the Division Audit Committee, and submitted to the Board for approval once audited. The annual financial report should be presented to the Division membership in written form and publication in the Division newsletter is appropriate. A copy of the report must be submitted to SPE Headquarters, to the attention of the Leadership Services, no later than November 15, and sooner if possible.

Federal Tax Returns

All Divisions must submit to the IRS Form 990 and Schedule A by November 15. A copy of these forms must be included in the Division financial records and a second copy sent to SPE Headquarters, attention Leadership Services.

Because of the importance of these filings, the annual dues rebate cannot be remitted to the Division until all reports are filed with SPE Headquarters.

Treasurer's Guidelines

Copies of these guidelines are available from SPE Headquarters, and are mailed to the Division Treasurer each July. They contain details on financial record keeping, forms, IRS and 990 Forms, and instructions. Please contact Leadership Services at SPE Headquarters to request a copy.

Councilor

Purpose

SPE Bylaws state that the management of the Society is vested in a governing body called the Council. Each Division and Division is represented by a Councilor, elected by its members.

Duties

As stated in the bylaws of the Society, Council elects the officers of the Society (the Executive Committee) and establishes standing committees. In addition, Council authorizes the establishment of SPE component groups (Divisions, Divisions, Special Interest Groups and Student Chapters), amends Society bylaws, rules and operating procedures, and approves the Society's annual budget.

An incoming Councilor assumes the duties of office following the adjournment of the first regular Council meeting or immediately after the Annual Business Meeting of the Society at the Annual Technical Conference, whichever is first.

As a member of the management of the Society, the Councilor acts in the best interest of the Society as a whole. Decisions should be based on an objective analysis of the needs and opinions of all members of the Society, not only the members of the Councilor's Division. As Councilor, a member can obtain information for the Division regarding existing policies, make recommendations, introduce new policies, and convey information to the Division.

The Councilor is responsible for reporting to the Division and Division's Board of Directors all significant activities of the Council and Executive Committee. The Division newsletter and Division meetings are usually the best vehicles. When appropriate the Councilor can arrange to have members of the Executive Committee or SPE Headquarters visit the Division and attend Board meetings.

Alternate Council Representative

A Councilor is expected to attend all Council meetings or appoint a proxy to represent the Division. Upon being elected, a Councilor should appoint a qualified permanent Alternate. The Alternate should be prepared to attend Council meetings if the Councilor is unable to do so. A past Councilor or Division officer is suggested.

A written notice of the appointment should be sent to the Executive Director at SPE Headquarters, and then it will not be necessary to give prior notice when the Alternate attends Council meetings.

Proxy

In the event that neither the Councilor nor the Alternate can attend a particular Council meeting, the Councilor should appoint a proxy. For Divisions, the proxy can be any voting member of the Division, excluding those prohibited under the Society bylaws from holding the position of Councilor. The Councilor must inform the Executive Director in writing of the appointment of a proxy, which is effective only for the meeting named in that notice. Proxy forms can be obtained by contacting

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Councilor's Handbook

This handbook summarizes the conduct of a typical Council meeting, and how Society business is handled. This handbook is available from the Executive Director at SPE Headquarters.

ELECTIONS

In the fall the Division Board of Directors will meet to elect officers for the next term of office. Elections will be held for the Board of Directors, consisting of officers, directors, and a Councilor. All officers serve a one-year term, directors and Councilors serve three-year terms, beginning the first of July following their election.

Nominating Committee

The committee will nominate eligible members for each vacancy for the next fiscal year and present its nominations to the Board by December 15. Nominations are required annually for officers and directors, and every third year for Councilor.

Eligibility

All nominees must be members in good standing. Certain members are restricted or have limited eligibility to serve on the Board of Directors.

Eligible to Vote and Hold Division Office:

Members
Senior Members
Fellows
Honored Service Members
Distinguished Members

Limited Eligibility

Can vote and hold office except that of Councilor or Society office
Affiliate Member

Not Eligible to Vote or Hold Office

Student
Student Affiliate
Honorary Member

Election Process

Election of Officers

By December 15 the Division Nominating Committee will nominate at least one but no more than three candidates for the positions of:

Chair-elect
Vice Chair(s)
Secretary
Treasurer
Councilor

Ballot Criteria

- At least one but no more than three candidates for each position.
- A candidate must be a member in good standing.
- Have indicated a willingness and ability to serve.
- All candidates must be members of the Board of Directors at the time of nomination.
- Directors completing their terms in the fiscal year can be nominated.
- Nominations can be made by any director if accepted, seconded, and the nominee gives consent.

NOTE: The Board of Directors will meet in January to elect officers for the next term of office.

Voting Process

If more than one nomination for an office is made, election will be by secret ballot. Election to office is determined by a simple majority vote; no proxy ballots are permitted. If there are more than two candidates, and the first ballot does not produce a majority vote, then the candidate receiving the fewest votes will be dropped from the ballot. The ballot will be repeated until one candidate receives the majority vote.

Officers are elected in the following order:

1. Chair-elect
2. First Vice Chair
3. Second Vice Chair
4. Secretary
5. Treasurer

Election of a Council Representative

By February 1 the Division Nominating Committee should nominate at least two eligible members of the Division for the office of Councilor in the year the current Councilor's three-year term expires or in the event of a vacancy more than one year before the Councilor's term expires.

Nominations will be considered at a meeting of the Board of Directors held on or before February 15. Nominees may be accepted or rejected by majority vote. Nominations may be made from the floor, if seconded and if the nominee gives consent.

The Board will select at least two but no more than three candidates. If more than three candidates are nominated, the Board will be balloted. In the case of more than three candidates, the same process of elimination used in the election of officers will be followed.

A Councilor is allowed to serve only two consecutive terms. Therefore, a Councilor who has served more than 1-1/2 consecutive terms is not eligible for re-election within three years.

Election of Directors

A director who has served more than 1-1/2 consecutive terms should not be eligible for re-election for one year. At the close of each fiscal year, one-third of the total elected directors should retire.

Voting Process

- Step One: Nominations are seconded, and nominee gives consent.
- Step Two: Ballots are sent to all voting members affiliated with the Division.
- Step Three: Ballots are returned and counted, majority vote wins.
- Step Four: In the case of a tie, the candidate receiving the fewest votes is dropped from the ballot and the ballot is resubmitted to the Division's voting members.
- Step Five: If there is a tie again, the ballot is resubmitted to the Division's voting members. Balloting will not continue for more than three ballots.
- Step Six: If there is a tie, the winner is selected by flip of a coin.

Ballots

Between March 1 and March 10, the Division Secretary should send ballots to all voting members affiliated with the Division. Ballots should include the following:

- Name of Division
- Instructions to “vote for no more than [# of vacancies] candidates.” The same number of spaces should be provided for write-in candidates.
- Names of candidates (listed alphabetically)
- Information on candidates (i.e. education, experience, SPE activities, etc.)
- Notice that the polls will close at 12:00 midnight on March 31
- If vote is conducted by mail, envelope to return ballot, to be signed by the voter and returned to Secretary

Counting Ballots

The Secretary verifies that each ballot returned is that of a voting-class member. All valid ballots will be delivered to the Division Election Inspectors Committee by April 7. The Inspectors Committee will count all ballots before April 15.

The candidate receiving the majority vote will be elected. The Committee will notify the Division Secretary, who will notify the winning candidate and **Leadership Services Liaison**, at SPE Headquarters, before April 15. All ballots will be retained by the Inspectors Committee for at least 30 days, and will be delivered to the Board for examination if so ordered.

Interim Elections

When a vacancy occurs, the Board will elect an interim officer, director, or Councilor to complete the fiscal year, or complete the term of office if more than one year remains.

COMMITTEES

Committee Chairs

Members interested in promoting SPE programs are appointed chairs by the Chair. Chairs should attempt to recruit additional members to serve on their committees.

Quorum

Unless otherwise specified in the Division bylaws, rules and operating procedures, a simple majority of any committee constitutes a quorum. An act of the majority of members present at a meeting at which a quorum is established is the act of the committee.

The Division bylaws, rules and operating procedures can establish committees to attain goals or fulfill functions of the Division. The Chair, with the approval of the Board, is responsible for staffing these committees with members of the Division in good standing, including appointing a chair of the committee, unless otherwise stated in the Division bylaws, rules and operating procedures. Terms and appointments to committees coincide with the Chair's term in office.

The Chair may remove any committee member he or she has appointed, with the approval of the Board, whenever it is judged to be in the best interest of the Division.

Committee Meetings

The committee chair designates meetings. The chair should notify all committee members of the meeting agenda at least seven days in advance. In addition, the chair should notify the Division Executive Committee members and invite them to attend as observers.

Long-term committee goals can be stipulated in the Division bylaws. The Chair, with the approval of the Board, can establish additional goals.

Minority Committee Reports

Committee members not in agreement with the action of the majority of their committee have the right to submit a written minority committee report to the Board.

Essential Standing Committees

Education Committee

The Education Committee identifies the needs of Division members for education programs in plastics or related fields. The committee, in cooperation with educational institutions in the area, serves the plastics industry by instituting or improving programs.

The Education Committee achieves these goals by:

- Securing speakers to make presentations to area educational institutions.
- Selecting seminars to provide to the Division membership.
- Selecting candidates for scholarships/awards offered by the Division.
- Acquiring training aids.
- Establishing and maintaining contact with established Student Chapters.

Finance Committee

The Finance Committee prepares the annual budget for consideration by the Board of Directors to be adopted in June. The Finance Committee also makes recommendations to the Board involving the investment of funds and the disposition of surplus funds in the form of grants, awards, or scholarships. The Division Treasurer is a member of the Finance Committee.

House Committee

The House Committee chooses a suitable facility and menu for Division meetings, subject to the approval of Board members.

Membership Committee

The Membership Committee is responsible for recruiting new members and retaining current members. The committee should have a ready supply of membership applications, brochures, and SPE information available at all Division meetings, seminars, technical conferences, and other Division activities. The Committee is also responsible for contacting lapsed members to encourage retention of membership. Lapsed members should be contacted at least once within 60 days of their membership expiration date.

In addition to retaining members, the Membership Committee should contact new members of the Division. Each new member should be welcomed and invited to participate in Division activities. In addition, the Committee is responsible for maintaining the Division's membership list.

Membership Chair Manual - This manual outlines specific SPE programs focusing on membership recruitment and retention programs, including incentive programs established to award Divisions for outstanding performance in retention and recruitment. Contact the Membership Manager at SPE Headquarters, to obtain a copy.

Newsletter Committee

A Division newsletter (either hard copy or online) communicates to your Division's membership all Division and Society activities. A newsletter is a vital tool to maintaining communication with your membership. The newsletter should notify the membership of forthcoming Division activities such as technical meetings, plant tours, social events, outings, in addition to other significant news such as:

- Election results;
- Officer reports to the Division;
- Recognition of accomplishments of members;
- New members;
- Annual financial information;
- Society information;
- And much, much more!

All Division members should receive the newsletter 14 days before the Division meeting. The Secretary, Newsletter Committee, and Membership Committee should cooperate to keep the Division mailing list current and accurate.

Nominating Committee

This committee nominates eligible members for each vacancy for the next fiscal year and presents its nominations to the Board by December 15. Nominations are required annually for officers and directors, and every third year for Councilor.

Program (or Technical Program) Committee

The (Technical) Program Committee is responsible for: securing suitable speakers for Division events; procuring equipment for speakers; providing detailed information on programs to the Newsletter and Public Interest Committees; and planning proper introduction of speakers.

Aid in designing programs information on Division membership is available from the Leadership Services Department at SPE Headquarters.

Desirable Standing Committees

The committees listed below are recommended. In some instances these functions can be assigned to standing committees previously listed.

Executive Committee

A Division Board may authorize an Executive Committee to act on its behalf between meetings and to serve as a steering committee.

Composition

The Executive Committee of the Division will consist of the officers, Past Chair, and Councilor.

Limitation of Powers

The Executive Committee is subject to the Division bylaws, rules and operating procedures - if they exist. Any action taken must be in harmony with the actions of the Board. Only expenditures provided for in the budget and approved by the Board are allowed.

Minutes

Minutes of each Executive Committee meeting will be distributed promptly to all Board members. Upon the request of three or more Board members, any committee action must be submitted to the Board for consideration.

Meetings

The Division Chair will designate meeting locations and times. A meeting can be called upon the request of any three members of the committee and at least a seven-day notice must be given prior to each meeting. However, this notice can be waived provided at least three-fourths of the committee agrees. A quorum will consist of a simple majority. No proxies may be accepted.

Sponsorship Committee

To offset the cost of publishing and mailing the Division newsletter, sponsorship may be included in the newsletter by a vote of the Board. The Sponsorship Committee should solicit sponsors from companies in the plastics industry or related fields. The Board establishes all sponsorship rates, and payments for space should be remitted to the Division Treasurer. The space allotted for sponsors should be limited to a fixed percentage of the number of published pages.

Advisory Committee

The Advisory Committee studies policies and long-range plans and recommends a course of action to the Board. Members of the committee should have extensive experience in Division administration; Past Chairs and Councilors are ideal candidates. The chair of the committee is usually the immediate Past Chair of the Division.

Awards Committee

The Awards Committee obtains and prepares awards to be presented to members in recognition of outstanding service to the Division. Recipients can include: Past Chairs, retiring Officers, Directors, educators, speakers, and industry leaders.

The Board should approve all awards, and the cost of the awards should be governed by the annual Division budget. The following awards are available from SPE Headquarters: Speaker Recognition Certificates, Division Recognition Certificates, and Outstanding Achievement Award.

Bylaws Committee

To determine if the proposal is in conflict with existing Society or Division bylaws, all additions or amendments to bylaws, rules and operating procedures will be referred to the Bylaws Committee for recommendation before any voting is conducted.

Public Interest Committee

The purpose of this committee is to inform the public as well as Division members about issues in the plastics industry. Announcements of Division meetings or conferences should be distributed in advance if non-members will be admitted. Photographs of speakers, award presentations, donations, etc. should be provided to appropriate media outlets.

Social Program Committee

The Social Program Committee makes arrangements for social events to promote fellowship among Division members and their families. Events might include: holiday parties, golf outings, and/or picnics.

Single-Assignment Committees

Throughout the year the need may arise for one of the following committees:

Audit Committee

As soon as possible after the closing of the fiscal year the Audit Committee audits the annual financial report and supporting documents to verify accuracy and completeness. **The result of the audit should be reported to the Board before September 15.** Neither the immediate past nor new Division Treasurers can be a member of the Committee.

Election Inspectors Committee

Before April 15, the Election Inspectors Committee counts all ballots for candidates for Division directors and Councilor that have been validated by the Division Secretary. The committee reports the results to the Division Secretary. The committee retains all ballots for at least 30 days, to be delivered to the Board of Directors for examination upon request. No candidate on the ballots can be a member of the Election Inspectors Committee.

Topical Conference (TopCon), MiniTec or Seminar Committee

This committee studies the technical interests of Division members and the local plastics industry to determine suitable themes for conferences, seminars, and joint conferences with local chapters, Divisions of SPE, and other societies. The committee should obtain current regulations and guidelines from the Event Management Department at SPE Headquarters.

The committee is responsible for submitting a request for sponsoring to the Society's Event Management Department at SPE Headquarters.

Special Committees

The Board approves special committees, the scope and goals of special committees. All appointments to special committees are made in the manner prescribed for standing committees. A special committee is automatically dissolved when its goals are accomplished or by vote of the Board.

INSURANCE COVERAGE

General Liability Insurance

General liability coverage is designed to cover claims brought against the organization by a third party for bodily injury and property damage. An example of a possible claim would be if an attendee falls at a meeting and brings a suit against the sponsoring group alleging the cord for an overhead projector was not taped down properly. SPE holds a general liability policy that covers US-based Divisions and Divisions for regular meetings, conferences, seminars and other “typical” activities.

One notable exception is “sporting events” such as golf tournaments or other events that fall outside the “normal” realm of SPE activities. If these “special events” arise, it is necessary to purchase a separate policy. The cost of these policies depends on the nature of the activity, for example, a golf tournament as compared to hot air balloon rides.

Directors & Officers Liability Insurance (D&O)

D&O insurance is designed to cover claims brought against the organization for acts of mismanagement. The main source of claims in the non-profit world is employment-related, such as wrongful termination. The policies offered to non-profit organizations in most circumstances extend coverage to directors, officers, employees, committee members, volunteers as well as to the entity itself. Cost of insurance coverage varies depending on the activities, scope, employment situation, standard setting activities, etc., of the group.

While SPE does hold a D&O insurance policy, this plan only covers governance activities of the Society that are controlled by SPE Governance. Council, SPE committees, Executive Committee, etc., are all covered. The SPE Foundation board is covered because SPE controls the selection of its officers and board of trustees. Likewise, Special Interest Groups are covered because their activities and boards are under direct scrutiny of SPE. Division and Division boards are not covered for D&O because SPE has no control over those boards’ make-up and activities.

D&O Insurance Cost

D&O insurance can range anywhere from approximately \$900 to \$1,500 per group for a \$1,000,000 limit per group depending on their assets, the scope of activities, size, etc. Given the insurance environment for D&O over the past few years, many insurance companies have ceased to underwrite this type of insurance, and those that do are charging higher rates with more restrictions than in the past. From the insurer’s perspective, they refuse to write an umbrella policy for all SPE groups. Their reasoning is that if there were an umbrella policy with a \$1 million limit, it is entirely conceivable that one group would utilize the entire limit, leaving others exposed.

SPE's insurance agent (a specialist in associations and not-for-profit groups) has explained that most associations no longer provide this insurance to their chapters as it is too costly (the cost to SPE would be in excess of \$100,000 per year). Individual chapters are generally responsible for obtaining their own coverage.

Does Your Group Need Coverage?

If your Division meets any of the criteria below, you are strongly encouraged to contract D&O insurance for your Board:

- Directly employs personnel;
- Engages contracted personnel or firms to carry out activities;
- Partners with non-SPE organizations to produce conferencing or other activities; or
- Conducts a TopCon or major MiniTec event;

To help with your decision-making process, please review the following write-up from Chubb (provided by SPE's insurance agency).

“In today's litigious society, even not-for-profit organizations run the risk of being sued for an extensive list of alleged wrongdoing, such as:

- Discrimination (age, race, sex, employment, membership)
- Harassment
- Wrongful termination of employees
- Inefficient administration or supervision
- Waste of assets
- Misleading reports or other misrepresentations
- Libel and slander
- Failure to deliver services
- Acts beyond granted authority

According to the most recent Wyatt Nonprofit Organization Directors & Officers Liability Survey, the average cost to defend a lawsuit runs between \$35,000 to \$100,000. To limit the liability of volunteer board members, many states have enacted volunteer protection statutes. In certain instances the statutes are deficient, as they typically:

- Do not protect the Organization.
- Only apply to volunteers, leaving other individuals, such as employees, exposed to personal liability.
- Limit damages, but do not reduce defense costs.
- Do not apply to allegations of gross negligence or willful misconduct, a common allegation.
- Do not apply to violations of federal statutes such as discrimination.

Chubb's not-for-profit organization liability policy offers comprehensive coverage, including coverage for damages and defense costs. Chubb has been providing not-for-profit organization liability insurance for more than 15 years and counts more than 50,000 not-for-profit organizations among their customers.”*

*Excerpted from Chubb Group of Insurance Companies promotional literature.

Executive Committee Recommendation

The SPE Executive Committee recommends that:

- Each group should individually assess its needs for D&O and/or other supplemental insurances.
- SPE Headquarters is fully available to answer questions and provide additional information upon request.
- Each Board should review its insurance needs periodically (annually or bi-annually) and the decision to obtain or forgo additional insurance should be clearly documented in the Board's minutes.
- If a group decides that it needs additional insurance, it can request a quote through SPE's agency or request a local quote. D&O specifically through SPE's agency will cost anywhere from \$900 per annum to \$1,500 per annum depending on individual cases.
- If a group requires further insurance, but is unable to afford it, it should work directly with SPE Headquarters and the SPE Finance Committee to obtain assistance.

If you have additional questions, contact the Leadership Services Department for assistance.

APPENDIX I: 2007-08 SECTION/DIVISION LEADERSHIP CHECKLIST

Introduction

This document is intended to serve as a tool to assist with the planning of Section/Division duties, activities and events throughout the year. Tasks have been grouped by function area* instead of position/title to allow for greater flexibility when assigning responsibilities. Recurring tasks are listed in the beginning of the document and should be carried out on a continual basis.

Manuals and other tools are available to help with specific Board responsibilities. Visit the Leadership Services area of the SPE website (www.4spe.org/communities/ld) for these additional resources.

Function Areas

- **ANTEC Preparation**: Technical paper submission process and other information relative to SPE's annual technical conference.
- **Awards**: tasks related to nomination and application process for Society awards and recognition programs.
- **Communication**: sharing news, events, and information with members.
- **Financial**: budgeting, reporting and record keeping responsibilities.
- **Membership**: tasks related to recruiting, retaining and servicing members.
- **Operations**: administrative tasks necessary to ensure SPE compliance.
- **The SPE Foundation**: Grants and Scholarships

Recurring Tasks

Communication

- Thank/acknowledge individual(s) or group(s) who merit special recognition.
Tip: Achievement, recognition and blank certificates are available from your Leadership Services Liaison.
- Share Section/Division news, events, leadership e-news materials with your membership frequently.
Tip: Send a monthly email to your members via SPE's News Brief service. Request this service at www.4spe.org/communities/ld/newsbriefrequest.php.

- Communicate Section/Division news through your group's web page on www.4spe.org. Forward information to your Leadership Services Liaison who will ensure the page is updated.

Membership

- Welcome members who have joined your Section/Division
Tip: New member rosters are sent monthly to Membership Chairs. Include a list of new members in your newsletter; send a welcome letter and/or call to welcome personally.
- Send reminders to individuals coming up for renewal.
- Acknowledge individuals for their continued participation with SPE when their years of membership reach a milestone anniversary.
- Update Board of Directors on membership activities and/or review monthly membership reports (received from SPE Headquarters).
- Communicate updated member contact information to your Leadership Services Liaison.
Tip: If your group maintains a separate membership database, be sure these records reflect changes received from Headquarters.

Operations

- Verify that your Leadership Services Liaison is included in the newsletter distribution list.
- Forward meeting minutes to your Leadership Services Liaison.
- Forward Board of Director changes to your Leadership Services Liaison.
- Attend online Leadership Training courses made available throughout the year.
Check your inbox for Training notifications, or contact your Leadership Services Liaison for details.

July

Financial

- Designate individual(s) who will complete internal financial audit for previous fiscal year. The Board of Directors will review this report in September.
- Designate individual(s) (internal or accounting service) who will complete SPE Annual Financial Report and/or IRS 990 forms that need to be reviewed by Board and submitted to SPE Headquarters by November 15.
These forms will be mailed from SPE Headquarters at the end of the month.

- Submit current fiscal year budget to Board of Directors for approval. Forward copy of approved budget to Leadership Services Liaison.

Operations

- New Officers, Directors and Committee Chairs take office. Forward names of officers and their contact information to your Leadership Services Liaison.
Familiarize yourself with the leadership tools available at www.4spe.org/communities/ld/
- Schedule Board meetings, Section meetings (if applicable) and any other events for the year. Forward calendar of events and activities to your Leadership Services Liaison. Your Liaison will ensure that the Web page for your Section/Division is kept current.

August

Awards

- Determine if your Section or Division will nominate candidate(s) for Honored Service Member (HSM) or Fellow of the Society and verify eligibility. Applications are due October 30.
- Consider nominating a person or product for any of the eight International Awards. Applications are due November 18.

Financial

- Verify receipt of Section/Division IRS 990 Forms and/or SPE Annual Financial Report form. These forms were mailed last month from SPE Headquarters to the Treasurer, or if that position is vacant, the Section President/Division Chair.
- Confirm signatory cards for bank/investment accounts include signatures of correct Officers (those who have access to your accounts).
As people change positions on your board, these cards need to be updated.

Operations

- Ensure that Councilor or proxy reviews Council meeting materials sent from SPE Headquarters and attends Council meeting held September 28-29 in Irvine, California.

The SPE Foundation

- If you are thinking about bringing the National Plastics Center Plastivan to your area or your conference, now is the time to apply for funding from The SPE Foundation Grants Program.

- Matching grants are available from The SPE Foundation to provide thermoforming equipment to schools. If you are aware of schools in your area that could benefit from this program, refer them to The SPE Foundation website.

September

ANTEC Preparation

- Submit abstracts for ANTEC through the technical submission website no later than October 15, 5:00 pm EDT.

Awards

- Begin research and documentation necessary to facilitate the completion of nomination forms for Honored Service Member (HSM) or Fellow of the Society. Applications are due October 20.
- Determine if your Section or Division will participate in the Pinnacle recognition program. Applications are due November 15.
- Review information about STRETCH and Chase Awards with Student Chapters. Deadline to enter is February 6.
- Review information about the Husky – Section Education Award to determine if your Section wants to apply for the \$5,000 award. Deadline to enter is February 6.

Financial

- Submit completed internal financial audit of previous fiscal year to Board of Directors for review.

Operations

- Ensure Section/Division representation at the SPE Council meeting, held September 28-29 in Irvine, California. Communicate name of representative to SPE Headquarters per instructions received from Governance Liaison.

October

ANTEC Preparation

- Verify that abstracts for ANTEC have been submitted. All abstracts must be received through the technical submission Web site no later than October 15, 5:00 PM EDT.

Awards

- Perform final review of completed HSM and Fellow of the Society application forms and submit materials to SPE Headquarters by October 20.
Only applications that have been completed in their entirety will be eligible for consideration.
- Be sure to get your International Awards nominations in by November 18.
- If your Section will participate in the Pinnacle recognition program, verify progress in underway to complete applications.
Applications are due November 15.
- Review information about STRETCH and Chase Awards with Student Chapters.
Deadline to enter is February 6.
- Sections should begin to contact local schools to take part in the International Essay Contest.
Each individual Section decides deadline for submission of essay. Winning essays must be forwarded to your Leadership Service Liaison no later than March 3.

Financial

- Verify that progress is underway for the completion of IRS Form 990 and/or Annual Financial Report. Contact your Leadership Services Liaison with questions.
The US Internal Revenue Service (IRS) must receive Form 990 and any accompanying documentation no later than November 15, or penalty fees will be assessed. NOTE: THIS APPLIES ONLY TO US-BASED SECTIONS AND DIVISIONS.
Forward copies of completed materials to Leadership Services Liaison.

Operations

- Councilor/Proxy should review information presented at the September Council meeting with Board of Directors.

November

ANTEC Preparation

- Submit papers for ANTEC through the technical submission website no later than December 3, 5:00 PM EST.

Awards

- Be sure to get your International Awards nominations in by November 18.

Financial

- Ensure that IRS Form 990 has been submitted to IRS and a copy of the IRS form and Annual Financial Report have been submitted to Leadership Services Liaison by November 15. The US Internal Revenue Service (IRS) must receive Form 990 by deadline to avoid penalty fees. NOTE: THE IRS REQUIREMENT APPLIES TO ONLY US-BASED SECTIONS AND DIVISIONS.

The SPE Foundation

- Promote student participation in The SPE Foundation Scholarship Program. Applications are due to SPE Headquarters by January 15.

December

ANTEC Preparation

- Verify that technical papers for ANTEC have been submitted. All papers must be received through the technical submission website no later than December 3, 5:00 pm EST.

Awards

- Review information about STRETCH and Chase Awards with Student Chapters. Deadline to enter is February 6.

Operations

- Determine vacant board positions for next term and seek volunteers.
- Ensure Section/Division representation at the SPE Council meeting, held January 25-26, 2007, in Savannah, Georgia. Communicate name of representative to SPE Headquarters per instructions received from Governance Liaison.

The SPE Foundation

- Promote student participation in The SPE Foundation Scholarship Program. Applications are due to SPE Headquarters by January 15.

April

Operations

- Ensure Section/Division representation at the SPE Council meeting. Communicate name of representative to Governance Liaison at SPE Headquarters.
SPE Council and Section/Division Committee meeting will be held May 3 – 4, 2007 in Milwaukee, Wisconsin. Detailed agendas and meeting materials are available in advance from SPE Headquarters.

May

Operations

- Develop Section/Division annual goals and budget for the next fiscal year.
Submit copies to your Leadership Services Liaison.

June

ANTEC Preparation

- Divisions should begin organizing technical session(s) for ANTEC.
Online abstract submission website opens on July 1. Visit www.anteq.ws for details.

Operations

- Councilor/Proxy should review information presented at the May Council meeting with Board of Directors.
- Incoming Officers should take this time to sit down with exiting Officers to thoroughly review all requirements of their new position.