



**NACE INTERNATIONAL**

**AREAS**

**OPERATING MANUAL**

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AREAS  
OPERATING MANUAL**

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## **NACE INTERNATIONAL AREAS OPERATING MANUAL**

### **1 SCOPE**

The Area Board of Trustees (hereafter referred to as Area Board) shall ensure that area activities fall within the objectives, goals, and policies of NACE INTERNATIONAL (hereafter referred to as NACE or the Association), including any area and section activities in which the Association is involved by sponsorship, cooperation, or endorsement.

### **2 AREA BOUNDARIES AND MEMBERSHIP**

2.1 The boundaries of each of the eight (8) areas are established by the Area Coordination Committee and ratified by NACE Board of Directors (hereafter referred to as Board).

Headquarters will assign members to the areas listed and section by US zip codes, Canadian postal codes, or country (for NACE sections that are established outside the US or Canada).

The boundaries of the areas are as follows:

2.1.1 **Northern Area:** The Northern Area is composed of all the provinces and territories of Canada, the state of Alaska, and the country Greenland.

2.1.2 **Central Area:** The Central Area is composed of the states of Montana, Wyoming, North Dakota, South Dakota, Nebraska, Minnesota, Iowa, Missouri, Wisconsin, Illinois, counties of Berrien, Cass, and Van Buren in the state of Michigan, counties of La Grange, Steuben, DeKalb, Noble, Elkhart, Kosciusko, Fulton, Cass, White, Pulaski, Marshall, St. Joseph, LaPorte, Clinton, Tippecanoe, Warren, Montgomery, Benton, Vermillion, Jasper, Lake, Starke, Porter, Newton, and Parke in the state of Indiana, Colorado, New Mexico, Texas, Oklahoma, Kansas, Arkansas, and Louisiana.

2.1.3 **Eastern Area:** The Eastern Area is composed of the states of West Virginia, Pennsylvania, Maryland, Delaware, the District of Columbia, New Jersey, New York, Maine, Vermont, New Hampshire, Massachusetts, Connecticut, Rhode Island, Mississippi, Alabama, Georgia, North Carolina, South Carolina, Florida, Puerto Rico, Tennessee, Virginia, Kentucky, Ohio, Michigan except those counties listed in paragraph 2.1.2, and Indiana except those counties listed in paragraph 2.1.2.

2.1.4 **Western Area:** The Western Area is composed of the states of Washington, Oregon, California, Arizona, Nevada, Idaho, Utah, and Hawaii.

2.1.5.1 **European Area** comprises Turkey, Israel, and the countries of Europe including Russia.

2.1.5.2 **Latin American Area** comprises the countries on the continent of South America, Central America, the Caribbean countries, and Mexico

2.1.5.3 **East Asia and Pacific Area** comprise the countries in Eastern Asia, Australia, Japan, New Zealand, the island countries of the Pacific, China, and the countries of South East Asia; and

2.1.5.4 **West Asia and African Area** comprise the countries on the continent of Africa and West Asia.

### **3 MEMBERSHIP OF THE BOARD OF TRUSTEES**

3.1 The governing body of each NACE area shall be a Board of Trustees (hereinafter called Area Board). The Area Board is responsible for the administration and fiscal well-being of the area and its sections.

3.2 The Area Board shall ensure any planned activity that may result in a publication, audio-visual production, award, or certification is approved by the Board, Area Coordination Committee, and appropriate standing committee(s) of the Association. This will ensure that there will be no conflicts with other activities already scheduled such activities must be entered on the NACE master calendar.

3.3 The Area Boards shall be composed of the following voting members:

3.3.1 Director

3.3.2 Chair

3.3.3 Vice Chair

3.3.4 Secretary-Treasurer

3.3.5 One Trustee from each section within that area or a district representative from each district.

3.3.6 Immediate Past Chair willing to serve.

3.3.7 Immediate Past Director willing to serve.

3.4 The foregoing list does not limit the number of members that may be appointed as officers to the Board. (See other suggested officers in Appendix B.) However, appointed officers will be ex officio members without voting privileges.

3.5 The Area Board shall ratify the Area Director's choice of representative to the NACE Nominating Committee. The representative will act on behalf of the Area at the NACE Nominating Committee meetings and carry forward those candidate(s) approved by the Area Board.

3.6 The Board of Directors has the authority to remove any member from a leadership position on any committee, Area or Section that impedes the implementation of a Motion or Directive of the Board.

#### **4 MEETINGS OF THE AREA BOARD OF TRUSTEES**

4.1 The Area Boards shall meet at least twice a year. Additional meetings can be called at the discretion of the Chair. The Chair will approve agendas and minutes for distribution by the secretary.

4.2 An agenda for each meeting shall be sent to all members of the Area Board and the staff liaison at least three weeks in advance of the meeting. Members of the Area Board may submit items for the agenda to the Area Chair. The agenda shall include a call for a report on the area or region's activities since the last meeting, unfinished business, and recommendations for new business (future activities). The agenda shall also call for a written review and critique of section activities by each trustee. The report should include any problems confronting a section.

4.3 At meetings of the Area Board, a quorum to conduct business shall consist of a majority of the voting members.

4.4 A member of the Area Board, if unable to attend a meeting, may send a proxy giving written authority to the bearer who must be a member in good standing of the section to be represented.

4.5 Minutes of the Area Board meetings shall be recorded and sent by the secretary, after approval by the Chair. Minutes shall be distributed within 30 days of the meeting to all members of the Area Board, the Area Coordination Committee Chair, and the Headquarters staff liaison.

4.6 Minutes of the Area Board meetings must be considered for approval at the next Area Board meeting.

## **5 SUBCOMMITTEES OF AREA BOARD OF TRUSTEES**

When necessary, the Area Chair can appoint permanent subcommittees or ad hoc committees made up of NACE members and chaired by an Area Board member.

## **6 FINANCIAL MATTERS**

### **6.1 Fiscal Year and Cash Management**

6.1.1 The fiscal year for NACE areas is July 1 through June 30.

6.1.2 A budget shall be prepared by the treasurer for presentation and approval at the last meeting of the Area Board in a given fiscal year. This budget should include all anticipated income, planned expenditures, and beginning and ending balances.

6.1.3 Funds can be generated by an area through methods approved by the Area Coordination Committee. All funds generated or collected must be on deposit at a bank or similar institution in the name of the Association, with the elected treasurer having primary fiduciary responsibility.

### **6.2 Financial Reporting**

6.2.1 Headquarters will send a Financial Report Form to the Area Treasurer and copied to the Area Director at the beginning of the fiscal year. The Form shall be completed by the Treasurer and returned to Headquarters monthly,

6.2.2 Annually, the Area Director shall appoint an audit committee, made up of two Association members other than the Treasurer. This audit committee shall perform a routine review of the Form over the course of the fiscal year.

6.2.3 Receipt of financial data after a tax return is filed by the Association will result in the offending area being billed for out-of-pocket auditor costs associated with the filing of an amended return. Failure to report financial data by July 31 will result in the immediate revocation of the charter of the offending area. A complete report and installation of a new slate of officers will be required to be reinstated.

### **6.3 Financial Assistance**

The Area Board of any Area may make written application to the Area Coordination Committee requesting funds for use by that area or its sections. The application must include explanation of the use of the funds and a detailed budget. The application must be submitted with statement of the area's current balance in its treasury and the section's treasury (if applicable). The decision can be made during a meeting or by written ballot. The decision of the Area Coordination Committee will be final and will be recorded in the minutes. If approved, the Chair shall submit the request to the NACE Board of Directors.

## **7 FORMATION OF NEW SECTIONS**

7.1 An Area Board may consider forming a new section within its boundaries when a petition is received from 10 or more NACE members. The petition must state the purpose of the proposed section, slate of temporary officers, listing of the current members in the area, suggested title, geographic boundaries, and schedule of planned activities for the section.

7.2 The petition shall be considered at the next meeting of the Area Board. The petition shall be attached to the agenda of the meeting. A representative from the proposed section shall be invited to attend the Area Board meeting when the petition is to be considered.

7.3 The Chair shall advise the temporary officers of the proposed section of the action taken by the Area Board. If the petition is approved, the staff liaison should be advised and requested to send appropriate manuals, brochures to the temporary officers.

7.4 Jurisdictional questions or disagreements about formation of new sections shall be resolved by action of the Area Coordination Committee and results of that action are final.

## **8 DISSOLUTION OF SECTIONS**

8.1 An Area Board, by a majority vote, can dissolve a section if:

8.1.2 No financial accounting forms for the last fiscal year were received by Headquarters.

8.2 The Area Chair shall advise the Area Coordination Committee Chair and the staff liaison when any section is dissolved.

8.3 A complete report and installation of a new slate of officers will be required for the section to be reinstated.

8.4 In the event that a section is dissolved for any reason, funds in the section treasury and section property shall be transferred to the area in which the section resides.

## **9 AREA DIRECTORS AND OFFICERS**

9.1 Responsibilities of Area Director and Officers

9.1.1 Each Area is represented by a director residing within its boundaries. The director is the elected representative to the NACE Board. The director is responsible for the proper governing of the Area. All directors are elected for a three-year term. Terms will commence the day following the last day of annual conference, following the date of the election.

9.1.2 The duties and responsibilities of the Director are given in Appendix A.

9.1.3 The duties and responsibilities of the Area officers are given in Appendix B.

## **10 ELECTION PROCEDURES FOR AREA OFFICERS AND DIRECTOR**

10.1 Qualifications of Area Officers

10.1.1 Reside within the Area.

10.1.2 Member in good standing of NACE.

10.1.3 Commitment to the objectives and activities of the Area.

10.1.4 Ability to attend all meetings of the Area Board.

10.1.5 Candidates for Area Chair must also commit to attend meetings of the Area Coordination Committee.

10.2 Election of Area Chair, Vice Chair, Secretary, Treasurer

10.2.1 The Area nominating committee consists of the Area Director who shall be Chair, the Area Chair, and the most recent past Chair who is not the Area Director.

10.2.2 The slate of nominees selected by the nominating committee for both area officers and for NACE Directors must be ratified by the Area Board.

10.2.3 Area officers, with the exception of the Director, are elected for a one-year term beginning July 1 and ending June 30.

10.2.4 The Membership Chair, Career Development Chairs, and Awards Chairs are appointed for a 3-year term beginning July 1 and ending June 30.

10.2.5 The At-Large Member to the ACC shall be appointed for a three-year term beginning the day following the close of Annual Conference and end the last day of Annual Conference three years hence.

10.2.5 The following procedures and deadlines shall be followed:

10.2.5.1 **Sept. 15 or at the area meeting:** The Area Director chairs the nominating committee meeting at which candidates are selected.

10.2.5.2 **Nov. 15 or at area meeting:** Ratification of slate of nominees by the Board.

10.2.5.3 **Dec. 1:** Area Director shall submit to the staff liaison the slate of nominees for publication in the February issue of *Materials Performance*. Making sure the nominees are aware they need to send to HQ a suitable photograph and a brief biographic sketch. Included in the February issue will be the following statements: "Additional nominations can be submitted by a petition signed by 75 members of the area, accompanied by a letter of acceptance, statement of employer support, a photograph, and a brief biographic sketch. Nominations by petition must be received at Headquarters by April 5."

10.2.6 If additional nominations are received by April 5, a letter ballot must be mailed by Headquarters to all members of the area by April 10 with a closing date of May 15. The letter ballot shall show only those nominees for the offices being contested and shall clearly indicate the candidate supported by the area nominating committee and the candidate(s) nominated by petition. The ballots shall be returned to the staff liaison and audited by the Area Coordination Chair and Vice Chair.

10.2.7 The Area Director shall advise the new elected officers and the staff liaison of the names of the elected candidates by May 20. The names of elected officers shall be published in the July issue of *Materials Performance*.

10.2.8 If an elected office of the Area Board is vacated or the officer does not maintain membership in good standing in the Association (see NACE Bylaws), a replacement will be appointed by the Area Director or, in the Area Director's absence, the Chair and ratified by the Area Board.

### 10.3 Qualifications of Area Director

10.3.1 The section must verify that the candidate for Area Director fulfills the following qualifications as specified in the Nominations Operating Manual.

### 10.4 Election of Area Director

10.4.1 A candidate for Area Director is elected every three years from a roster of past chairs.

10.4.1.1 Each section is requested to submit a nominee for Area Director.

10.4.1.2 Each nomination made by the trustees shall include candidate background information and statement of employer support.

10.4.2 The names and qualifications of candidates for Area Directors shall be submitted to the Association Nominating Committee for verification at least fifteen months before the candidate is to fill the position.

10.4.2.1 In August two and a half years before the Area Director takes office, the Headquarters staff liaison will supply the current Area Director with a list of members in the Area qualified to serve. The Area Director will supply this list to the section trustees at the fall Area Board meeting and request that sections select a candidate. The sections must verify that the candidate fulfills the qualifications.

10.4.2.2 In the spring (usually at annual conference), the Area Nominating Committee will elect an Area Director from the nominees at a regular meeting or by letter ballot. If the election is conducted at a regular meeting, that portion of the meeting will be conducted by the current Area Director. If the election is conducted by letter ballot or e-ballots, then the current Area Director shall be responsible for mailing/emailing and counting of the ballots. The nomination should be submitted to the Association Nominating Committee by June 30.

10.4.2.3 At its fall (usually at area conference) meeting one and half years prior to the nominee taking office, the Nominating Committee will review the Area's candidate.

10.4.2.4 At its spring meeting (usually at annual conference) one year prior to the nominee taking office, the Association's Nominating Committee will confirm the selection.

10.4.2.5 Information should be submitted to the Headquarters staff liaison for publication in *Materials Performance* notifying the membership that the new Area Director will take office following the next annual conference.

10.4.2.6 If the office of Area Director is vacated for any reason, the term shall be filled as follows: The Area Chair shall appoint a nominating committee of at least three NACE members of the area; the nominating committee will submit a nominee from a roster of Past Area Chairs, to the Area Board. The Area Board shall select a candidate to complete the unexpired term. The name of the candidate selected by the Board must be approved by the NACE Board.

## **11 ELECTION OF ASSOCIATION OFFICERS AND DIRECTORS**

11.1 The same nominating committee as outlined in 10.2 (for Area officers) shall be responsible for identifying the appropriate candidate(s).

11.2 Procedure for NACE Areas to Select a Nominee for Vice President

11.2.1 The following procedure is recommended for a Area Board to select a nominee for Vice President. In January of each year, the staff liaison will send a letter to the Area Chair. This letter will include a list of eligible candidates who reside within the Area and will inform the Chair that their nominee should be presented to the Association's Nominating Committee at its meeting during the annual conference. Nominees will take office as Association Vice President two years from that annual conference.

11.2.2 The Area Chair shall have on the agenda for the spring Area Board meeting an item that announces that the selection procedure will commence. Attached to the agenda will be the list of eligible candidates obtained from the staff liaison. The Area Chair shall explain the election procedure and will ask that all nominations be submitted to him or her prior to preparation of the agenda for the next Area Board meeting.

11.2.3 At the fall Area Board meeting six months prior to the presentation of the area's nominee at the Association's Nominating Committee meeting (which meets at the NACE Annual Conference), the Area Board, through open discussion, will rank in order of prefer-



ence, the top two candidates. All eligible candidates should be excused from the meeting during this discussion.

11.2.4 Following this meeting, the Area Chair shall contact the first name on this preference list to determine if that candidate is willing to serve and if corporate support will be given. Should this response be negative, then the second candidate will be contacted.

11.2.5 As soon as the required documentation on the nominee is obtained, the Area Chair shall give that material to the representative on the Association's Nominating Committee.

11.2.6 If, at the Area Board meeting, the two candidates cannot, for some reason, be ranked, and subsequently, should both candidates indicate their willingness to serve, then the balloting procedure described in Appendix D shall be followed.

### 11.3 Qualifications of Association Candidates

The qualifications of candidates for association office are given in the Nominating Committee Operating Manual.

### 11.4 Presentation of Candidates

The policy on presentation of candidates for association office is given in Appendix C.

### 11.5 Nominating Committee Representatives

11.5.1 Each Area Director is responsible for appointing a representative from the area to serve as a member of the Association Nominating Committee. The Area Director cannot be the appointed member. The term of the appointment shall be for three years beginning on the day following the last day of the NACE Annual Conference and terminating at midnight of the last day of the Annual Conference three years hence.

11.5.2 Nominally one third of the Nominating Committee membership shall be appointed each year to ensure reasonable continuity. No individual may be appointed for two consecutive terms and members of the Association's Nominating Committee may not be candidates for the offices considered by the Association's Nominating Committee.

11.5.3 The Area Directors shall report the name of the member representing the Area to the Chief Executive Officer of the Association by December 1 for appointment effective at the close of the next NACE Annual Conference. In the event that a representative is not reported by this date, then the Executive Committee of the Association is responsible for appointing a member from the area lacking representation to serve on the Association's Nominating Committee.

11.5.4 The Area Directors are responsible for appointment of a replacement for the term if the representative is unable to complete the three year term of office. The Area Directors may designate someone to hold a proxy for a representative unable to attend a meeting.

## 12 AWARDS

12.1 Areas may submit nominations for any Association awards, except the A.B. Campbell Award, through action of the Section Governing Board and/or Area Board. June 30 is the deadline for submission of all nominations that will be considered by the Awards Committee for the following year. Nominations must be submitted on the proper NACE forms, available from the Awards Committee staff liaison.

### 12.2 Establishment of Awards

The NACE Bylaws allow only association or area awards to be made in the name of NACE International (Certificates or other expressions of appreciation for an office, field or service

rendered are not considered as awards.) The current policy is to restrict each area to two awards for individuals. In addition, each area may have one award to recognize companies/organizations. These awards must indicate in their title that they are area awards.

12.3 All area awards established in the name of NACE must be authorized by the NACE Board upon recommendation by the Awards Committee. See the NACE Awards Committee Operating Manual for complete details.

### **13 HEADQUARTERS SERVICES**

13.1 NACE Headquarters can provide services to areas and sections. Annually, Headquarters will send notifications to the Areas and post to the website a listing of free and chargeable services and materials available from Headquarters.

13.2 Services such as the supplying of letterhead, meeting notices, programs, flyers, ribbons, plaques, labels, envelopes, etc., will be charged at the current costs for that service. Monthly invoices will be sent to areas and sections that have requested such services from Headquarters and payment shall be due in 30 days.

### **14 ACTIVITIES HANDBOOK**

The Area Coordination Committee provides an electronic Activities Handbook to serve members as a guide for the planning of NACE conferences, section meetings and area and section sponsored education courses.

### **15 NACE JOINT SPONSORSHIP OF ACTIVITIES WITH OTHER ORGANIZATIONS**

15.1 The use of the Association's name as a joint sponsor of any activity with any other organization(s) must have prior approval by the Association's Chief Executive Officer. This stipulation does not apply to regular section meetings co-sponsored with local sections of other societies. The only blanket exception to this policy is participation in regular section meetings where no financial obligation is involved. (Reference: NACE Policies)

15.2 When advertising an approved course from another Association a disclaimer should be published to read: "Information on the following course is offered for informational purposes only. This is not a NACE International developed training course."

### **16 AMENDMENTS AND REVISIONS TO MANUAL**

This manual is to be reviewed by the Area Coordination Committee at least once every five (5) years for revision or reaffirmation.

Revisions/reaffirmation of this manual shall require a two-thirds affirmative vote of the voting members of the committee.

The revised/reaffirmed manual shall be submitted to the Policy Committee for review and endorsement of changes. The Policy Committee will submit the operating manual to the Board for approval.

The latest date of Board approval will be placed on the cover of the manual. The latest manual approved will govern. If minor revisions/reaffirmation only are made to the manual, then the date of the overall approval and the date of the revision/reaffirmation will then be shown on the cover.

This manual is subject to revision directly by the sponsoring/parent committee, or by the Board of Directors of the Association, at its sole discretion.

### **17 NACE POLICIES**

NACE Areas and Sections shall operate within the rules of the NACE Policies which are either included as an attachment or as Section 3 of the NACE INTERNATIONAL Operating Manuals Handbook.

**APPENDIX A – DUTIES OF AREA DIRECTOR**

- I. Terms are as stated in paragraph 9.1.1 and officers are elected as stated in paragraph 10.4.
- II. Term of office: Will commence the day following the close of annual banquet at the NACE Annual Conference, following the date of the election.
- III. Shall be a member of the Area Board and NACE Board.
- IV. Responsibilities
  - A. Represent his or her area on the NACE Board.
  - B. Provides continuity and guidance to the Area Board.
  - C. Chairs and votes on the Area nominating committee.
  - D. Must exercise good judgment in helping area in the selection of nominees for area offices and must be alert for possible candidates for association offices of the Association.
  - E. Appoints representatives to the NACE Nominating Committee.
  - F. Reviews the Activities Handbook for meetings and provide guidance in area meeting plans.
  - G. Shares the visitation of sections with the Chair and Vice Chair.
  - H. Present Distinguished Service and Technical Achievement Awards as necessary.
- V. Duties
  - A. Spring
    - 1. Attend the following meetings at the NACE Annual Conference: (1) NACE Board, and (2) Area Board.
    - 2. Report to the area Chair, area secretary-treasurer, and section trustee all pertinent business from the NACE Annual Conference, especially relevant items from the Board meeting.
    - 3. Notify the staff liaison of additional nominations (by petition) for area offices.

NOTE: If additional nominations for area officers are received at Headquarters by April 5, a letter ballot must be mailed by Headquarters (at the direction of the director) to all members of the area by April 10, with a closing date of May 15. The ballots shall be returned to the staff liaison and audited by the Chair and Vice Chair of the Area Coordination Committee.

- B. May
  - 1. Write to the NACE President and Vice President to invite them or their designate to attend the fall area meeting.
  - 2. One and half years (eighteen months) prior to a new director taking office, appoint a special nominating committee prior to June 1 to begin considering the next candidate for director.
- C. June

1. Appoint an audit committee to complete accounting forms for the area for submittal to Headquarters by September 1.
  2. Attend NACE Board meeting.
- D. July
- Ensure that accounting forms reach Headquarters by September 1.
- E. August
1. Every year, appoint an alternate representative to the NACE Nominating Committee, who nominates a designated person or persons for election as an association officer, when appropriate. The representative shall be ratified by the Area Board prior to the NACE Annual Conference.
  2. Assemble an area nominating committee, and notify the committee of the date, time, and place of the first meeting.
- F. Fall and Winter
1. Attend NACE Board meetings.
  2. During area meeting (1) attend Board meeting, report any important NACE business that has occurred since the last report and (2) preside over area nominating committee meeting.
  3. When required, notify NACE Chief Executive Officer of the area's representative to the NACE Nominating Committee by December 1.

## APPENDIX B – DUTIES OF AREA OFFICERS

### I. Area Chair

- A. Elected by the area members for a one-year term.
- B. Term of office extends from July 1 through June 30.
- C. Accountable to the Area director.
- D. Responsibilities
  - 1. Supervise and coordinate all of the affairs of the area.
  - 2. Serve as executive officer of the area for one year.
  - 3. Preside over Area Board meetings.
  - 4. Review section trustees' semi-annual reports and give guidance where necessary.
  - 5. Serve as a member on the Area Coordination Committee (ACC) and attend all meetings.
  - 6. Shares the visitation of specific sections with the Director and Vice Chair.
- E. Duties
  - 1. July
    - a. Appoints the following committee chairs or assumes responsibilities of the positions: (1) membership, (2) career development, (3) awards, (4) activities, and (5) program.
    - b. Advise staff liaison of the names of appointed committee chairs.
    - c. Advise the Area Board members of the date and location of the next trustees meeting and requests agenda items.
    - d. Make arrangements for Area Board meeting at fall area meeting. Invite guests to attend the area meeting: all directors representing membership who reside within the area and any past association or area officers.
    - e. Send final agenda for Area Board meeting to that board, officers, and staff liaison.
    - f. Ascertain that treasurer has submitted all necessary accounting forms to staff liaison by September 1.
    - g. In the first year of the Area director's term of office, ensure that by June 30 that all materials on the candidate for Area director are submitted to the Nominating Committee.
  - 2. Fall
    - a. Send a letter highlighting the key points of the Area Coordination Committee meeting to section chairs with a copy to the Area Board.

- b. Prepare a written report of Area Conference for Area Coordination Committee meeting.

Carry out the following duties at the area meeting:

- a. Preside at Area Board meeting.
- b. Ensure that any member in the area acting as a treasurer has their name and position published in the minutes of the Area Board meeting. Ensure all treasurers are covered by the Association's blanket fidelity bond.
- c. Attend area nominating committee meeting.
- d. Appoint area meeting audit committee consisting of conference secretary-treasurer, conference Chair, and one member from the section hosting the area meeting, to audit books for the area meeting. The written report of this audit committee shall be appended to the minutes of the Area Board meeting and included in the Chair's report at the next Area Coordination Committee meeting.

3. January

- a. Forward the names of nominees (generated by the Area Board) for the Brannon, Campbell, Speller, Whitney, Hull, Technical Achievement, Distinguished Service, Distinguished Company, and Fellow awards to the NACE Awards Committee staff liaison prior to February 15.
- b. Make arrangements for the Area Board meeting at the NACE Annual Conference.

4. February

- a. Announce next Area Board meeting and call for agenda items.
- b. Prepare and distribute agenda for the Area Board meeting at NACE Annual Conference. Agenda should be mailed to Area Board and staff liaison at least three weeks prior to the meeting.
- c. Invite NACE officers to Area Board meeting.

5. Spring

- a. If no additional nominations by petition are received by April 5, staff liaison will publish in the July issue of *Materials Performance* the names of the elected officers.
- b. Attend the following meetings at the NACE Annual Conference: (1) Area Board and (2) Area Coordination Committee.

6. May

- a. Confirm that Area Secretary has prepared the minutes of the recent Area Board meeting.

- b. Ascertain that Area treasurer is taking necessary steps to complete the accounting forms for submittal to Headquarters by September 1.
- c. Submit to Headquarters by July 1 the names, addresses, and phone numbers of all newly elected area officers for inclusion in the directory of area and section officers.

## II. Vice Chair

- A. Elected by the area members for a one-year term.
- B. Term of office extends from July 1 through June 30.
- C. Accountable to the Area Chair.
- D. Responsibilities
  1. Provide executive support to the Chair.
  2. Perform the duties of the Chair in his absence.
  3. Perform special assignments requested by the Chair.
  4. Implement all policies in paragraph 9.3 of the Section Operating Manual regarding the host section as sponsoring Area Conferences.
  5. Act as liaison between area and conference planning committee.
  6. Attend Area Board meetings.
  7. Coordinates the visitation of specific sections with the Director and Chair.
  8. Serve as a member on the Area Coordination Committee (ACC) and attend all meetings.
- E. Duties
  1. Attend all meetings of the Area Board.
  2. Perform any special functions assigned by the Area Chair.

## III. Secretary-Treasurer

NOTE: This position can be a joint activity or separate officers.

- A. Elected by members of the area for a one-year term.
- B. Term of office: One-year extending from July 1 through June 30.
- C. Accountable to the Area Board.
- D. The treasurer is bonded under a fidelity bond carried by NACE Headquarters.
- E. Responsibilities as Secretary
  1. Keep a record of proceedings of the area and minutes of the Board meetings.
  2. Notify trustees of meetings and distribute agendas and minutes.
  3. Handle balloting as required.
  4. Serve as custodian of area property.



F. Duties as Secretary

1. July
  - a. Request new letterhead from Headquarters, submit names, addresses, and phone numbers of all officers.
2. Fall
  - a. Conduct the following duties at the meeting:
    - (1) Attend Board meeting.
    - (2) Bring a copy of the permanent file.
    - (3) Take minutes at the Area Board meeting.
    - (4) Prepare copies of the minutes of the fall Area Board meeting.
    - (5) Send copies to all members of the Board and the staff liaison; and place a copy of the minutes in the permanent file.
3. November

Submit a list of nominees for area officers with photographs and brief biographies to the staff liaison to be published in the February issue of *Materials Performance*, specifically stating that the closing date for nominations is April 5.
4. Spring
  - a. During NACE Annual Conference, attend Area Board meeting and record minutes.
  - b. Prepare copies of the minutes of Area Board meeting and distribute to all members of Area Board and Headquarters, and place a copy of the minutes in the permanent file. Minutes should be prepared and distributed within 30 days of the meeting.
5. May

Make arrangements for outgoing Chair's plaque and/or gavel from Headquarters.
6. July

Turn over files to new secretary.

G. Responsibilities as Treasurer

1. Serve as custodian of area funds.
2. Receive and deposit monies collected.
3. Make disbursements approved by Board.
4. Keep records of financial transactions.
5. Report the financial status of the area to the Area Board and staff liaison as required.

H. Duties as Treasurer

Monthly

1. Report the financial status of the area to the Area Board and staff liaison as required.
  2. Fall
    - a. Attend Board meeting at Fall Boards.
    - b. Present statement of financial affairs of the area at the Area Board meeting at Fall Boards.
  3. Spring
    - a. Attend Board meeting at Annual Conference.
    - b. Present financial statement of the area at the area Board meeting at Annual Conference.
    - c. Prepare proposed budget for coming year to be approved by area Board.
- IV. At-Large Member to Area Coordination Committee
- A. Appointed by the Area Chair for a term of three years.
  - B. Term of office: Three years beginning the day following the close of Annual Conference and ends the last day of Annual Conference three years hence.
  - C. Accountable to the Area Board.
  - D. Responsibilities
    1. Attend the Area Coordination Committee meetings as defined in the Area Coordination Committee Operating Manual.
- IV. Membership Chair
- A. Appointed by the Area Chair for a term of three-years.
  - B. Term of office: Three-years, each year extending from July 1 through June 30.
  - C. Accountable to the Board.
  - D. Responsibilities
    1. Promote membership in NACE.
    2. Transmit through section membership chairs membership committee activities and policies to the members of the area.
    3. Maintain a membership list of the area.
    4. Utilize all Membership reports received from headquarters.
    5. Use display materials to participate in industry shows and meetings of other technical societies to promote NACE membership.
    6. Ensure all sections are aware of and use the NACE officer training resources and conferences.
    7. Ensure all sections are aware of, and utilize, at all section functions, the NACE briefcase displaying all updated NACE promotional literature that is provided on a quarterly basis by the staff liaison.
    8. Invite guests at area meetings and other functions to join NACE.

9. Participate in NACE Board-approved programs and activities to obtain new members.
  10. Promote membership drives and other activities sponsored by the NACE Headquarters.
  11. Participate in the Officers Workshop held during the NACE Annual Conference.
  12. Arrange and chair a membership workshop during the annual area meeting to help section membership chairs carry out their duties at the section level.
- D. Duties
1. Fall
    - a. Attend Board meeting held during Area Conference and present reports on promotional activities and membership statistics.
    - b. Prepare a membership report for the area membership committee.
  2. Spring and Fall
    - a. Advise the Area Chair of any items that should appear on the agenda for the next Board meeting or Area Coordination Committee meeting.
    - b. Collect a membership report from each section membership Chair or section Chair and report at the Board meeting held at Area Conference.
- V. Career Development Chair
- A. Appointed by Area Chair for a term of three years.
  - B. Term of office: Three years, each year extending from July 1 through June 30.
  - C. Accountable to the Area Board.
  - D. Responsibilities
    1. Establish methods, techniques, and procedures to inform local sections about NACE career development activities and policies and to make recommendations on such activities and policies whenever considered necessary.
    2. Monitor, support, and guide the activities of all section career development chairs.
    3. Report on all career development activities within the area at the Area Board meetings.
    4. Ensure that NACE career development literature is provided and promoted at all meetings.
    5. Supervise area sponsored education courses.
  - E. Duties
    1. Spring  
Attend the Board meetings.

2. July
  - a. Contact all section career development chairs and arrange a workshop at the annual area meeting. Also, discuss and help develop their plans of operations for the coming year.
  - b. Submit a list of proposed education courses to Headquarters Education Division for approval.
3. Fall

Attend the Board meeting.

VI. Awards Chair

- A. Appointed by the Chair for a three-year term of office.
- B. Term of office: Three-years, each year extending through July 1 through June 30.
- C. Accountable to the Board.
- D. Responsibilities

Help NACE Headquarters staff solicit nominations for all Association awards.
- E. Duties
  1. Spring

Review at the spring Board meeting all the association awards and any special awards made by the area, reminding the section trustees to obtain nominations from their sections for consideration at the fall meeting.
  2. Fall
    - a. Ensure that the Board acts on the nominations received from the section.
    - b. Submit to Headquarters those nominations approved by the Board. Deadline is February 15.
    - c. Arrange for outgoing trustee plaques to be presented at last area trustee meeting or banquet before trustee term expires on June 30.

**APPENDIX C – PRESENTATION OF CANDIDATES FOR AREA DIRECTOR AND ASSOCIATION OFFICERS**

Each Area is responsible for selecting –two (2) representatives and one alternate from the Area to serve as a member of the Nominating Committee. Each Area representative and alternate shall serve a three year term and shall not serve consecutive terms. . Each representative shall serve one (1) year as an alternate then two (2) years as the voting representative on a rotating basis. Each Area Director shall report to the Chief Executive Officer the name of the member and alternate selected by December 1 for appointment at the close of the following annual conference.

The names and qualifications of candidates for Association officers shall be submitted to the Committee fifteen (15) months before the candidate is to fill the position. No area may submit more than one candidate for the office of Vice President.

The names and qualifications of candidates for Area Directors and Standing Committee Chairs (Directors) shall be submitted to the Committee for verification at least six (6) months before the candidate is to fill the position. Directors serve three (3)-year terms and the election process for his/her successor begins the first year of his/her term.

(Reference: from NACE INTERNATIONAL Nominating Committee Operating Manual)

## **APPENDIX D – BALLOTING PROCEDURE TO RANK NOMINEES FOR VICE PRESIDENT**

The following procedure is recommended for use if the Area Board cannot, for some reason, rank the two selected candidates and both candidates selected by the procedure in 11.2 indicate their willingness to serve.

### **Balloting Procedure**

1. Area board of trustee's first confirms members eligible to vote. These include the following:
  - Director
  - Chair
  - Vice Chair
  - Secretary Treasurer
  - Trustee of each section
  - Past Chair
  - Past Director
2. Director (unless he or she is a candidate, in which case, the Chair) to be in charge of balloting.
3. Type of ballot two-envelope system in which the outside of the ballot must be signed to validate the ballot, otherwise it will not be opened or counted.
4. Ballot with candidate's resume and instructions to be sent via certified mail to the voting members of the Board (see Paragraph 1 above).
5. Director's (or Chair's, see Paragraph 2 above) ballot to be identified on the outside envelope and will only be opened in the event of a tie.
6. Ballots to be mailed directly by a specified date to a disinterested third party (not a member of the Association) such as a notary public or equivalent who shall inspect ballot envelopes, count ballots, and retain them until after the nomination of the Vice President. Ballots in unsigned envelopes will be kept but not opened. Director's (or Chair's, see Paragraph 2 above) ballot to be kept separate and counted only in the event of a tie.
7. Director (or Chair, see Paragraph 2 above) should be advised only of the winning candidate's name and not the actual count.
8. The winning candidate's name shall be simultaneously announced to the Board and to the candidates and the results of this selection shall be final.
9. The name of the winning candidate is to be entered into the minutes of the next Board meeting as its nomination for Vice President. This name, along with the necessary support information, is to be given to the area's NACE Nominating Committee member. A description of the "Presentation of Candidates" is given in Appendix C.

**Revision and Approval**

<b>Version Number</b>	<b>Date Changed</b>	<b>Change Description</b>	<b>Approved By (Name and Title)</b>	<b>Date Approved</b>
1	3/8/2014	Change "Executive Director" to "Chief Executive Officer" in Sections 11.5.3, 15.1, Appendix A (V.F.3) and Appendix C	Board of Directors	10/26/2014
2	7/10/2019	Modified Section 10 to include mandated statement "This manual is subject to revision directly by the sponsoring/parent committee, or by the Board of Directors of the Association, at its sole discretion."	Board of Directors	3/23/2019
3	8/1/2019	Modified Section 3 to include mandated statement "The Board of Directors has the authority to remove any member from a leadership position on any committee, Area or Section that impedes the implementation of a Motion or Directive of the Board."	Board of Directors	3/23/2019