American Society of Safety Engineers – ASSP Legal Filings Roll-Out for Chapters FAQ

1. Why does my chapter need to change its name?
This past August, ASSE members made the historic decision to change the organization’s name from the American Society of Safety Engineers to the American Society of Safety Professionals. Per the chapter affiliation agreement, chapters are required to utilize the organizational name and logo in accordance with policy and guidelines. ASSE members voted to amend Society bylaws to reflect the new name. As separately incorporated entities, chapters need to hold a separate chapter member vote to change the name in chapter governing documents, as well.

2. What steps are required to change our chapter’s name to American Society of Safety Professionals in our governing documents and legal filings?
Changing your chapter’s name to [Chapter Name] of the American Society of Safety Professionals involves three phases. See the Timelines section at the end of this document for a detailed schedule of each Phase.

Phase I: Member Vote on Name Change
- Amend bylaws to reflect the new name
- Hold member vote to accept bylaws & approve new name in articles of incorporation

Phase II: Agreements with ASSE
- Sign Chapter Charter with new name
- Sign Chapter Affiliate Agreement with new name
- Sign Webhosting Contract with new name

Phase III: Filings
- Submit new name with federal tax filing
- Submit change of name form with incorporation filing
- Update name with financial institutions

3. How will Society help our chapter update our bylaws?
Our new name is an exciting change for ASSE, but there are also a lot of moving parts as we move forward. Society is committed to easing the administrative burden on our volunteer leaders as much as possible.

Staff will assist chapters by providing the following:
- A prepared copy of each chapter’s bylaws amended to reflect the new name.
- Draft language of the motion for members to vote on the amended bylaws.
- Posting notice to members of the proposed amendments on the website of chapters that have a webhosting contract with ASSE.
- Draft language of an email notification to members of the proposed amendments.
- Assistance with an on-line ballot.

4. How will we receive the prepared copy of our chapter’s bylaws with the proposed amendments?
Chapter Services will send an email to the Executive Committee of each chapter. The email will contain a link to view / download the prepared copy of the chapter’s bylaws with the proposed amendments and a reminder of key dates for the next steps in the process.

5. Will Society be changing anything besides the name in our bylaws?
If your chapter has not yet updated your bylaws to reflect a recent change to Areas in your Region, Society staff will make those changes in the amended copy of the bylaws provided to your chapter. Motion language for that change will be provided, as well. Society will not make any other changes to the amended copy of each chapter’s bylaws beyond the name change and the addition of Areas.

6. Can our chapter propose other bylaws changes for our members to vote on at the same time?
Yes, chapters can also use this opportunity to propose other bylaws amendments to chapter members as part of the regular bylaws review process. Additional revisions will need to follow the regular bylaws review process, including review by your Area Director, Regional Vice President, and Chapter Services. These reviews must occur within the timeframe outlined in the Timelines section of this document. If your chapter is planning to propose additional amendments to the chapter bylaws, we strongly recommend you begin discussing what those changes will be as early as possible.

7. What steps do we need to follow to hold the vote on our chapter’s amended bylaws?
According to the model chapter bylaws, chapter members must receive a notification of the proposed amendments to chapter bylaws at least 30 days in advance of when the vote will be held. Society staff will provide draft language for this announcement and post it to the websites of chapters that have a webhosting contract with ASSE.

The model chapter bylaws also stipulate that voting should take place in person at a regular or special meeting of the chapter where quorum, as defined in your chapter’s current bylaws, is met. If quorum is not met at that meeting an online vote may be held; in that case, Chapter Services will help chapters set up an on-line ballot for the vote.

To pass, amendments to chapter bylaws must be approved by a 2/3 majority of members present when quorum has been met.

Chapters should consult their current bylaws to confirm that they are aligned with this process laid out in the model chapter bylaws. If your chapter’s bylaws specifies a different process for amending bylaws, please contact Chapter Services for questions or additional support.

8. What do we do after our members have voted?
After your chapter members vote on the proposed bylaws amendments, send an email to chaptersservices@asse.org with the results of the vote and attach a copy of the meeting minutes in which the vote and its results are recorded.

9. What if the motion to change our Chapter Bylaws & Articles of Incorporation does not pass our member vote?
The Council on Region Affairs and Society staff will work individually with chapters should this scenario occur to work towards the required change in organizational name. The chapter affiliation agreement requires chapters to utilize the organizational name and logo in accordance with policy and
10. **What does my chapter have to do to update our name in the signed agreements with ASSE?**
In the spring, Chapter Services will send you a packet containing a revised Chapter Charter, Chapter Affiliate Agreement, and, if applicable, Chapter Webhosting Agreement. Your chapter leadership will have a month to review the documents and return copies signed by the chapter president to Chapter Services.

11. **Will there be any other changes to the signed agreements besides the name?**
There will be no additional changes to the Chapter Charter or the Chapter Affiliate Agreement documents. The Chapter Webhosting Agreement will contain some minor changes reflecting clarification of the terms of use in line with regulatory standards and the ASSP brand guidelines.

12. **My chapter earns less than $50,000 a year – will we have to do anything special for our federal taxes this year?**
Chapters operating in the United States earning less than $50,000 a year do not need to do anything different this year. Chapter Services will file the taxes for Fiscal Year Ending March 31, 2018 and include the name change documentation with that filing. Chapters operating outside the United States should consult local tax regulations.

13. **My chapter earns more than $50,000 a year – will Society provide us guidance on filing our own federal taxes?**
Yes, Society will provide instructions to include name change documentation for chapters operating in the United States that file their own federal tax returns for Fiscal Year Ending March 31, 2018. This guidance will be available in Spring 2018. Chapters operating outside the United States should consult local tax regulations.

14. **What does my chapter need to do to change our name with our Articles of Incorporation?**
Chapter Services files for incorporation for the most chapters in the United States and these chapters do not need to take any additional steps. Society will file the paperwork and cover the costs of the name change filing fees during the annual renewal process in February and March.

15. **What will my chapter need to update our name with our financial institution(s)?**
Each financial institution requires different documentation to update organizational names. Typically, documentation may include a copy of the Articles of Incorporation, the Chapter Charter, and/or the Chapter Affiliate Agreement. When your chapter is ready to update your information with your financial information, call your bank to ask what document they will require. Contact Chapter Services for copies of any documentation you do not have on hand.

16. **When should my chapter update our name with our financial institution(s)?**
Since financial institutions will require a variety of documentation, this should be the last step in your chapter’s legal filings process. We recommend planning to update your chapter’s name along at the guidelines. Continuing to operate a chapter as ASSE while the society has transitioned to ASSP would be in conflict with the affiliation agreement intent.
same time you change signatories on the account(s) as part of your regular leadership transition in June or July.

17. How do we update our name with PayPal in order to continue processing online payments for our chapter events?
If your chapter uses PayPal to process online payments, you will need to update your organizational name with PayPal once all your other legal filing and bank information has been updated. Chapter Services will provide a guidance document outlining this process to chapters in Spring 2018.

18. My chapter has signed agreements with other organizations – how do we update our name with those organizations?
The requirements for updating the chapter name in signed agreements with external organizations will vary based on the nature of the agreement and the relationship between the chapter and the other organization. Chapters that have questions or have specific needs regarding documentation can contact Chapter Services for support.

19. My chapter has sections / student sections – what do we need to do for them?
Sections and student sections are connected to the parent chapter and are not separately incorporated entities. All updates to the parent chapter bylaws and articles of incorporation apply to sections. Chapter Services will provide an updated copy of section / student section bylaws to chapters and sections / student sections after the chapter member vote is completed.

If for any reason your section leadership requires additional documentation, please contact Chapter Services with the request and we will do our best to accommodate.
## ASSP Legal Filings for Chapters Roll-Out Timelines

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<thead>
<tr>
<th>Region</th>
<th>Society sends draft</th>
<th>Final revisions due</th>
<th>Notice sent to members</th>
<th>Voting period</th>
<th>Documents sent to chapters</th>
<th>Chapter signatures due</th>
<th>New Chapter Charter issued</th>
<th>Federal tax filings</th>
<th>Incorporation filing</th>
<th>Financial Institution Updates</th>
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<tbody>
<tr>
<td>IX</td>
<td>5-Jan</td>
<td>2-Feb</td>
<td>5-Feb</td>
<td>7-Mar to 20-Apr</td>
<td>2-Apr</td>
<td>1-May</td>
<td>8-May</td>
<td>15-Aug</td>
<td>Feb-Mar</td>
<td>Jun-Jul</td>
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