

# **SOCIETY FOR INVERTEBRATE PATHOLOGY**

## **CONSTITUTION**

**AS AMENDED AND APPROVED AUGUST, 1999**

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### ARTICLE I. NAME

This association shall be known as the SOCIETY FOR INVERTEBRATE PATHOLOGY, hereinafter referred to as the SOCIETY.

### ARTICLE II. OBJECTIVES

The SOCIETY has been formed and operates exclusively for scientific and educational purposes. The objectives of the SOCIETY shall be the following:

Section 1. The promotion of scientific knowledge of pathology of invertebrate animals and of related subjects through discussions, reports, and publications;

Section 2. The stimulation of scientific investigations and their applications;

Section 3. The planning, organization, and administration of projects for the advancement of scientific knowledge in invertebrate pathology;

Section 4. The improvement of education and of professional qualifications in invertebrate pathology;

Section 5. The promotion of international cooperation in achieving the above objectives.

### ARTICLE III. MEMBERS

Section 1. Classes of Members. The SOCIETY shall consist of Full Members (including Charter Members and Founding Members), Student Members, Emeritus Members, Honorary Members, and Sustaining Members, who shall be nominated and elected as provided in the Bylaws.

Section 2. Full Members. Any person interested in the objectives of the SOCIETY and who holds a bachelor's degree from a recognized college or university, or who has had professional training and experience in invertebrate pathology, shall be eligible to become a Full Member.

A person who was elected as a Full Member and who paid dues for the first year of membership before January 1, 1969, for North American members, and January 1, 1971, for members in other parts of the world, is designated as a Charter Member.

A person who was elected as a Full Member and who paid dues for the first year of membership and contributed twenty-one dollars to the SOCIETY before January 1, 1969, for North American members, and January 1, 1971, for members in other parts of the world, is designated as a Founding Member.

Full Members (including Charter Members and Founding Members) are eligible to vote, to hold elective office, and to serve on committees of the SOCIETY.

Section 3. Student Members. Any student who does not hold a doctoral degree or equivalent, who is matriculated in a recognized college or university and who is interested in the objectives of the SOCIETY shall be eligible for election as a Student Member. Student Members shall have the right to vote and serve on committees of the SOCIETY, but are not eligible to hold elective office.

Section 4. Emeritus Members. A Full Member in good standing for at least 20 consecutive years, if retired from regular and remunerative professional work, shall be eligible to apply for emeritus status. Charter Members and Founding Members in good standing, if retired from regular and remunerative professional work, shall be eligible to apply for emeritus status without regard to length of membership. Emeritus Members shall be exempt from the payment of membership dues and shall have all the rights of Full Members.

Section 5. Honorary Members. A person who has made superior contributions to invertebrate pathology or has served the SOCIETY long and with distinction, shall be eligible for nomination as an Honorary Member. Not more than three Honorary Members may be elected during any one year. Honorary membership is the highest recognition the SOCIETY can confer. Honorary Members shall be exempt from the payment of membership dues and meeting registration fees and shall have all the rights of Full Members.

Section 6. Sustaining Members. Any person, commercial company, or organization interested in supporting the objectives of the SOCIETY through an annual donation, shall be eligible to become a Sustaining Member. Sustaining Members shall have the right to vote, but are not eligible to hold elective office nor to serve on committees of the SOCIETY.

Section 7. Geographical Limits. There shall be no geographical restriction on membership.

#### ARTICLE IV. OFFICERS

Section 1. Elective Officers. The Elective Officers of the SOCIETY shall be a President, Vice President, Secretary, and Treasurer. Each officer shall serve for a term of two years, said term of office to take effect as provided in the Bylaws. With each succeeding term the Vice President's name shall appear on the ballot as the sole nominee for President. Nomination and election of Elective Officers shall be conducted as provided in the Bylaws. No Member may hold a major appointive position while serving a term as an Elective Officer.

Section 2. Duties of Elective Officers. The Elective Officers shall provide the principal leadership and exercise responsible authority within the SOCIETY; they are members of the Council, and of Committees as defined in the Constitution and Bylaws; they report annually to the membership. The general and specific duties of these officers shall be such as outlined in this Section, as prescribed elsewhere by the Constitution and Bylaws of the SOCIETY, and as assigned by the Council.

The President provides primary leadership for the SOCIETY; presides at sessions of the Council and General Membership Meetings; appoints chairpersons of Committees, and interim elective officers; approves members of Committees; calls meetings of the Officers and of the Council; interprets policy and signs contracts and agreements; and makes other interim appointments and decisions as needed for the operation of the SOCIETY.

The Vice President provides secondary leadership for the SOCIETY; substitutes for the President when needed; prepares to serve as President; and develops the organization and activity tables for the ensuing biennium. A major responsibility of the Vice President shall be to examine critically the main activities of the SOCIETY and to recommend their continuance or discontinuance.

The Secretary is responsible for correspondence; prepares the agenda for sessions of the Council and for General Membership Meetings; prepares minutes of said meetings; and administers and coordinates operations of the SOCIETY cooperatively with the Executive Secretary.

The Treasurer supervises all aspects of the SOCIETY's finances; provides leadership and works with elected and executive officers to prepare, review, and implement the annual budget; and approves major fiscal transactions.

Section 3. Vacated Office. In the event the office of the President is vacated between elections, it shall be filled by the Vice President. Vacancies occurring in other elective offices shall be filled as provided in the Bylaws.

Section 4. Executive Officers. The SOCIETY may employ an Executive Secretary and other Executive Officers for the management of the SOCIETY's operations. These officers shall be appointed by the Council and under the conditions as specified in the Bylaws. The Executive Secretary shall be a non-voting member of the Council. The Executive Secretary and other Executive Officers may serve on committees, but without a vote.

## ARTICLE V. COUNCIL

Section 1. Council Members. There shall be a Council composed of the following voting members: (i) the four elective Officers of the SOCIETY, (ii) the immediate Past President, and (iii) four Trustees elected from the membership at large. The term of a Trustee shall be four years, two such Trustees being elected each two years. Trustees shall assume office at the same time as the Elective Officers, as provided in the Bylaws. Vacancies occurring among Council Members other than the President shall be filled as provided in the Bylaws; the vacated office of the President shall be filled by the Vice President (ART. IV, Sec. 3).

The President, Vice President, Secretary, and Treasurer of the SOCIETY shall be the President, Vice President, Secretary, and Treasurer, respectively, of the Council.

The Executive Secretary and Division Chairs shall be ex officio members of the Council, having privileges of the floor but without the right to vote.

Section 2. Duties of the Council. The Council shall uphold the objectives of the SOCIETY (ART. II) and shall authorize policy matters. The Council shall be the legal representative of the SOCIETY and, as such, it shall have, hold, and administer all the property, funds, and affairs of the SOCIETY in trust for its uses, in conformity with the Constitution and Bylaws, and with the Act of Incorporation of the SOCIETY under the Statutes of the State of Maryland.

The Council may appoint Members of the SOCIETY to serve with any committee, council, congress, or convocation when the interests of the SOCIETY demand. It may negotiate agreements with institutions, individuals, or other societies, provided that when such agreements are of exceptional importance, as determined by a majority of the Council they shall be subject to the final decision of the SOCIETY at large.

## ARTICLE VI. ORGANIZATION

Section 1. Purpose. To accomplish its objectives, the SOCIETY shall be organized into the following groups and as further provided in the Bylaws:

Section 2. Divisions shall be professional groups organized by Members with common scientific interest in one of the disciplines of invertebrate pathology. A Division shall elect its own officers and may establish separate bylaws consistent with the Constitution and Bylaws of the SOCIETY and subject to the approval of the Council of the SOCIETY.

Section 3. Committees shall consist of Members appointed to a term of responsibility and delegated to aid in the management and activities of the SOCIETY. There shall be Standing Committees and Special Committees.

Section 4. Representatives shall consist of one or more Members appointed to serve a specified term and delegated to represent the SOCIETY in a special event or to act as liaison between the SOCIETY and another organization.

Section 5. An Archivist shall be appointed to serve as the keeper of the Archives, the records and historical materials relating to the SOCIETY.

#### ARTICLE VII. FINANCES AND TAXES

Section 1. Operations. The SOCIETY shall operate exclusively as a scientific and educational organization. No part of the net income of the SOCIETY shall inure to the benefit of, or be distributed to, its Elective officers or other private persons, except that reasonable compensation may be paid to Executive Officers and other employees for services rendered in the accomplishment of the objectives listed in ARTICLE II of the Constitution.

Section 2. Disposition of Assets. Upon dissolution of the SOCIETY, its assets shall be distributed exclusively to charitable, scientific, literary, or educational organizations which would then qualify under the provisions of United States Internal Revenue laws. Distribution of assets shall be determined by a majority vote of the Council.

Section 3. Taxes. The SOCIETY shall engage only in those activities permitted by a corporation exempt from Federal income tax under United States Internal Revenue laws.

#### ARTICLE VIII. LANGUAGE AND INTERPRETATION

Section 1. Official Language. The official language of the Constitution of the SOCIETY is English, in accordance with the Articles of Incorporation, State of Maryland, United States of America. The SOCIETY encourages translations of the Constitution, subject to approval by the Council.

Section 2. Interpretation. Interpretation of the intent or language of the Constitution shall be decided by a majority vote of the Council.

#### ARTICLE IX. AMENDMENTS

Section 1. Proposal. Any proposal for amendment to the Constitution, not in conflict with the Articles of Incorporation of the SOCIETY, shall first be submitted in writing to the Secretary of the SOCIETY over the signature of at least four members of the Council or at least five percent of the Full Members of the SOCIETY.

Section 2. Review. Such an amendment shall be reviewed by the Council within a year of its proposal. Amendment proposals may be modified by the Council only to clarify obscure language or to facilitate carrying out the intent of the proposed amendment. Once reviewed, the proposed amendment or a modification of the proposed amendment, together with the recommendations of the Council, shall be published and submitted to the Full Members of the SOCIETY for mail vote as provided in the Bylaws. In the event the Council is opposed to the proposed amendment, supporting comments of the group originating the amendment shall also be included.

Section 3. Ratification and Adoption. The amendment shall be declared adopted if it is ratified by two-thirds of the voting Members who return ballots within the prescribed time, and shall become effective when it is declared adopted.

# **SOCIETY FOR INVERTEBRATE PATHOLOGY**

## **BY-LAWS**

**AS AMENDED AND APPROVED, AUGUST, 1999**

ARTICLE I	MEMBERS
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### ARTICLE I. MEMBERS

Section 1. Full Members. A person who qualifies under the Constitution (CONSTIT. ART. III, Sec. 2), who has been certified by the Treasurer of the SOCIETY, shall become a Full Member upon payment of dues for the first year of membership. Each Full Member in good standing shall be entitled to the privileges so listed in the Constitution and in the Bylaws of the SOCIETY, and as further specified by the Council.

Section 2. Student Members. A student who qualifies under the Constitution (CONSTIT. ART. III, Sec. 3), whose bona fide status as a student has been certified by the Chairperson or equivalent of the student's major department in the college or university in which such student is enrolled, and who has been certified by the Treasurer of the SOCIETY shall become a Student Member upon payment of dues. Student membership must be renewed annually, and student status certification must be submitted annually to the Treasurer along with dues payment.

Section 3. Emeritus Members. A Full Member who qualifies under the Constitution (CONSTIT. ART. III, Sec. 4), who has made application to the Treasurer of the SOCIETY, and whose qualifications for Emeritus status shall have been certified by the Treasurer, shall be considered so nominated. If the nomination is approved by a majority of the Membership Committee, such Full Member shall be declared elected an Emeritus Member of the SOCIETY.

Section 4. Honorary Members. The nomination of a person who qualifies for Honorary Membership under the Constitution (CONSTIT. ART. III, Sec. 5) may be proposed in writing to

the Secretary of the SOCIETY. The following information shall be included in the nomination proposal: (a) A letter signed by at least ten Full Members; (b) A curriculum vitae of the nominee; (c) A list of the nominee's scientific publications; (d) A statement summarizing the nominee's superior contributions to invertebrate pathology and/or the nominee's distinguished service to the SOCIETY. The Secretary shall review the information and transmit it to the Council. Duly proposed candidates shall be considered by the Council and shall be declared nominated upon receiving the endorsement of four-fifths of the Council members voting. If more than three names have been proposed, they shall be ranked in priority by the Council. The names of up to three nominees shall be placed on the biennial ballot along with nominations for Officers and for Trustees. A nominee for Honorary Membership shall be declared elected if affirmed by at least two-thirds of the votes cast.

Section 5. Sustaining Members. A person, commercial company, or organization eligible under the Constitution (CONSTIT. ART. III, Sec. 6), who has applied in due form, who has paid the first year's sustaining dues (as stipulated by the Council), and who has been certified by the Treasurer, shall be declared elected a sustaining Member of the SOCIETY.

Section 6. Resignation. Members in good financial standing have the right to resign.

Section 7. Members in Arrears for Dues. A member shall become delinquent upon failure to pay dues within the calendar year. A written notice shall be sent to a person in arrears for dues at least two months before any further action in the matter is taken. No member in arrears for dues shall receive the publications of the SOCIETY or benefit from special subscription rates to journals arranged by the SOCIETY until all arrears shall have been paid. Having failed to pay dues for one calendar year, delinquent members shall be dropped from the membership list and shall be so notified by the Membership Committee, in writing. Reinstatement shall be by the procedure for new members (this Article, Sec. 1).

Section 8. Removal from Membership. The SOCIETY has the right to terminate the membership of any member for due cause, but except for nonpayment of dues (this Article, Sec. 7), the accused shall be entitled to answer the charges in writing. Charges may be considered only as to conduct which in any way tends to injure the SOCIETY, affects its reputation adversely, or is inimical to, or destructive of, the objectives of the SOCIETY. Charges must be presented in writing to the President by five or more Full Members with a full statement of the evidence on which the charges are based. The President shall ask the accused to answer the charges in writing. The charges and the answer by the accused shall be reviewed by the Council. The Council shall decide whether the accusations shall be dropped without further action; whether additional information is needed; whether the accused shall be allowed to resign from membership; or whether the accused shall be removed from membership. Removal from membership requires approval by two-thirds of the Council Members voting. The Secretary shall notify the accused of the Council's decision in writing.

## ARTICLE II. ELECTIVE OFFICERS

Section 1. Nominations. The Nominating Committee shall make one nomination for President



(the Vice President then in office), and one or more nominations each for Vice President, Secretary, and Treasurer. To facilitate operation of the SOCIETY as a corporation exempted from Federal income tax under United States Internal Revenue laws (CONSTIT. ART. VII, Sec. 3, and Articles of Incorporation, State of Maryland, United States of America), nominees for Treasurer shall be citizens of the United States of America. On or before the first day of October of the year preceding that in which officers are to be elected, the Nominating Committee shall certify these Nominations to the Secretary. On or before the first day of January of the year in which officers are to be elected, the Nominating Committee shall provide a brief biographical sketch of each nominee to the Secretary. Additional nominations for office may be made, but such nominations shall be valid only if presented to the Secretary on or before the first day of January of the year in which officers are to be elected. Such nominations must be in a petition form over the signatures of at least ten members in good standing, accompanied by a brief biographical sketch of the nominee. All nominations will be announced, with biographical sketches, in the SIP Newsletter.

Section 2. Elections. The Secretary shall send, no later than the first day of March, a ballot bearing all valid nominations for office (whether made by the Nominating Committee or by petition) to all members of the SOCIETY. The ballot shall also include nominations for Trustees (ART. IV, Sec. 1) and, if any, for Honorary Membership (ART. 1, Sec. 4).

Each member shall vote for or against each of the candidates on the ballot and shall transmit it properly sealed for secrecy to the Secretary. To be counted, the sealed unmarked ballot envelope must be placed in an outer envelope, marked with the name and address of the voting member. Ballots must be received by the Secretary on or before the date announced by the Secretary in the SIP Newsletter.

The Secretary shall reject ballots from members who are in arrears one year or more in payment of dues, shall deliver all valid sealed ballots to Tellers appointed by the President to take charge of the election, and shall report to the Council upon ballots rejected. The Tellers shall count the ballots and report the results to the Secretary, who shall first notify each nominee and then announce the results in the next available issue of SIP Newsletter.

The candidates who receive the highest number of votes for the offices of Vice President, Secretary, and Treasurer, respectively, shall be declared elected. In case of a tie vote, a majority of the Council shall decide which nominee is elected.

Section 3. Terms of office. Each officer shall serve for a term of two years, said term of office to take effect at the close of the General Membership Meeting which immediately follows the election. The term of the Secretary or the Treasurer may be renewed, but no person shall serve for more than four consecutive years in one office. The term of the President or Vice President may not be renewed. Any member who has completed one or more terms as an Elective Officer of the SOCIETY can be nominated again for additional non-consecutive terms of office (this Article, Sec. 1).

Section 4. Vacancies. In the event the office of the President is vacated between elections, it shall

be filled by the Vice President (CONSTIT. ART. IV, Sec. 3). At the next election, the President pro tempore shall appear on the ballot as the sole nominee for President. Vacancies occurring in other elective offices shall be filled by appointment by the President, with confirmation by a majority of the Council voting. Successors shall be duly nominated and chosen at the next election.

### ARTICLE III. EXECUTIVE OFFICERS

The Executive Officers (CONSTIT. ART. IV, Sec. 4) shall carry out duties as prescribed in written Job descriptions and at a salary agreed to by each of these persons and the Secretary, as approved by the Council of the SOCIETY.

### ARTICLE IV. COUNCIL

Section 1. Nominations. The Nominating Committee (Art. VIII, Sec. 4a) shall make two or more nominations for the two available Trustee positions (CONSTIT. ART. V, Sec.1). On or before the first day of October of the year preceding that in which officers are to be elected, the Nominating Committee shall certify these Nominations to the Secretary. On or before the first day of January of the year in which officers are to be elected, the Nominating Committee shall provide a brief biographical sketch of each nominee to the Secretary. Additional nominations for Trustee may be made, but such nominations shall be valid only if presented to the Secretary on or before the first day of January of the year in which officers are to be elected. Such nominations must be in a petition form over the signatures of at least ten members in good standing, accompanied by a brief biographical sketch of the nominee. All nominations will be announced, with biographical sketches, in the SIP Newsletter.

Section 2. Elections. The names of the nominees for Trustees shall appear on the same ballot with nominees for Elective Officers. The balloting shall be by the same procedure as described in ART. II, Sec. 2. The two candidates for Trustees who receive the highest number of votes shall be declared elected. In case of a tie vote, a majority of the Council shall decide which nominee is elected.

Section 3. Terms of Office. The term of a Trustee shall be four years, two such Trustees to be elected each two years. The term of a Trustee may be renewed, but no Trustee shall serve for more than two consecutive terms. Trustees shall assume office at the same time as Elective Officers (ART. II, Sec. 3).

Section 4. Vacancies. Vacancies between Elections occurring among the Trustees shall be filled by appointment by the President, with confirmation by a majority of the Council voting. Successors shall be duly nominated and chosen at the next election.

If the Past President is unable to continue to serve as an ex officio member of the Council, the office shall be filled for the remainder of the term by the most recent available former President.

Section 5. Transaction of Business. The Council shall hold at least one meeting annually. Two-

thirds of the total voting membership of the Council shall constitute a quorum of the Council for the transaction of business in assembly. The President may invite additional persons to attend a Council Meeting, as needed, but without the privilege of voting. When, at the discretion of the President, the Council transacts business by mail, telephone or electronic means, two-thirds of the total voting membership of the Council shall constitute a quorum, provided that a reasonable time is allowed for the participation of the Councilors in the business under consideration. The President may require hard copy signature by Council members by mail as a follow-up to items of business conducted by telephone or electronic means. Any member of the Council who finds it impossible to attend Council Meetings shall be authorized to appoint a proxy to represent him or her with full voting privileges.

In the event of grave emergency, the President may suspend the annual meeting of the Council and the Council shall transact the necessary business by mail, as provided above.

Section 6. Indemnity. The Officers and Members of the Council, individually and collectively, shall be indemnified and held harmless by the SOCIETY in any action alleging injury or damage, direct or consequential, arising out of the performance of their duties, whether or not they are an Officer or Council Member at the time the allegation or allegations are brought forward; except in such cases wherein the Officers or Council Members are adjudged guilty of willful misfeasance or malfeasance in the performance of their duties.

## ARTICLE V. DIVISIONS

Section 1. Supervision. The Council shall exercise supervision of the Divisions (CONSTIT. ART. VI, Sec. 3) through the Secretary.

Section 2. Establishment. Divisions may be established by the Council in response to a request signed by at least 20 members of the SOCIETY in good standing and with common scientific interests. The petitioners shall show that no less than **20** members of the SOCIETY would choose to become divisional members as soon as the Council approves the establishment of the Division. The Secretary shall prepare a report upon said request and submit it to the Council, along with the request.

Section 3. Membership. Membership in a Division shall be restricted to Members of the SOCIETY. A member may indicate annually one or more preferred divisional affiliations on an appropriate form included with the annual dues notice, and thereby may vote for the officers of the Division or Divisions specified. Membership in a Division shall remain effective until the member fails to pay or chooses not to pay annual dues for that Division. A member cannot be an elected officer of more than one Division simultaneously.

A Division shall consist of at least 20 members.

Section 4. Administration. Divisions shall elect their own officers and committees, may assess dues additional to the normal dues of the SOCIETY, may collect and manage their additional funds, and may make rules for their government, provided that all their acts and rules shall not be

inconsistent with the Constitution and Bylaws of the SOCIETY. The Bylaws of each Division shall be subject to the approval of the Council.

Section 5. Annual Meeting Program Committee Membership. The Chairperson of each Division or a duly appointed divisional Representative, shall be a Member of the Program Committee (ART. VIII, Sec. 4, c ).

Section 6. Reports to the Secretary. The Chairperson of each Division shall transmit to the Secretary of the SOCIETY a report which contains the names of all its officers and members of standing committees within three weeks of their election or appointment, and shall also promptly notify the Secretary of any changes that may have taken place among said officials.

Section 7. Termination. A Division failing to maintain for two successive years a minimum of 20 members in good standing shall automatically forfeit its title and rights as a Division of the SOCIETY.

The Council may dissolve a Division when said Division shall fail to be supported by the interests of its members in the subject or subjects for the consideration of which it was organized, or when the developments of science and the interests of the SOCIETY require the reapportionment of subjects.

Section 8. Publications. A Division may sponsor publication of scientific communications. The Division Chairperson must notify the President of the Society and the Chairperson of the Publications Committee of the Division's intent to publish such communication. Such publications shall then be coordinated with the Publications Committee of the Society.

Section 9. By-Laws for Divisions. Divisions shall adhere to the By-Laws of the Society and shall adhere to the SIP BY-LAWS FOR DIVISIONS (hereinafter referred to as the Division By-Laws).

## ARTICLE VI. COMMITTEES

Section 1. Appointment and Terms of Office. The President shall appoint Standing Committees as delineated in this Article. In addition, Special Committees may be appointed or reappointed at any time by the President, with or without approval by the Council, as the occasion arises. All committee appointments shall be made for a term coincident with that of the President unless otherwise provided in this Article.

Section 2. Functions. Standing Committees aid in the management of the SOCIETY. Specific functions of the Standing Committees are given in Section 4 of this Article. Special Committees may be ad hoc or continuous. They perform special functions that aid in conducting SOCIETY business or in reaching the objectives of the SOCIETY as defined in CONSTIT. ART. II.

Section 3. Reports to Council. Chairpersons of the Standing and Special Committees shall report in writing to the Council through the Secretary in advance of the Annual Meeting unless specifically excused by the President.

#### Section 4. Standing Committees.

(a) A Nominating Committee shall be appointed by the President during his or her first month of office. The Committee shall consist of a Chairperson, appointed by the President (with information to but without approval by the Council), two or more Members appointed by the President and not Officers as defined in CONSTIT. ART. IV, Sec. 1, and the immediate Past President. The Nominating Committee shall make the nominations specified in ART. II, Sec. 1, and ART. IV, Sec. 1 of the Bylaws, and such other nominations as shall be ordered by the President or the Council.

(b) A Membership Committee shall consist of the Treasurer of the SOCIETY and two or more additional Members to be appointed by the President. The Committee Chairperson shall be appointed by the President (with information to but without approval by the Council). This Committee shall pass on the eligibility of candidates for election as Full Members, Student Members, Emeritus Members, and sustaining Members of the SOCIETY (ART. 1). The Membership Committee shall also aid in recruitment of new Members and advise the Council on Membership matters.

(c) An Annual Meeting Program Committee (hereinafter referred to as the Program Committee) shall consist of one or more members resident in the area where the specific Annual Meeting is to be held, and the Chairperson (or a duly appointed Representative) of each Division of the SOCIETY (ART. VI, Sec. 5). The Chairperson of the Program Committee shall be selected by the President from a list of nominees submitted by the Meetings Committee (ART. VII, Sec. 7,d), and shall be appointed by the President, subject to approval by the Council, at least one year prior to the Annual Meeting for which the Committee will serve. The Program Committee shall have the ultimate responsibility for the organization and details of the pertinent Annual Meeting. It shall accept submitted papers according to rules established by the Program Committee, subject to review by the President, it shall develop a program, and shall make the necessary physical arrangements. It shall cooperate with the Meetings Committee, if possible prior to one year before, in determining the content of scientific sessions of that Annual Meeting. The Program Committee shall serve until the conclusion of business generated by the specific Annual Meeting for which it was appointed.

(d) A Publications Committee shall be appointed by the President during the first month in office. The committee shall consist of the Committee Chairperson, the President, Vice-President and Treasurer of the SOCIETY and the Editor or Editor-in-Chief of each SOCIETY publication and other members as appointed by the President. The SOCIETY may publish scientific communications as monographs or as periodicals when necessary or desirable to further the objectives of the SOCIETY (CONSTIT. ART. II). The planning, organization, and administration of publications shall be governed by the Publications Committee. The Publications Committee shall coordinate the editorial policies of all publications of the SOCIETY, and shall advise the Council on all matters relating to publication.

(e) A Meetings Committee shall consist of a Committee Chairperson, appointed by the President,

with approval by the Council, and two Members, nominated by the Committee Chairperson and appointed by the President, with approval by the Council. One of the two Members shall have been Chairperson of one of the most recent three past Program Committees (ART. VIII, Sec.4, c].

The promotion of scientific knowledge of pathology of invertebrates and of related subjects through discussions and reports (CONSTIT. ART. II) is a primary objective of the SOCIETY and it shall be governed by the Meetings Committee. Specific duties of the Meetings Committee shall be to generate suggestions for sites for the SOCIETY's Annual Meetings; to investigate the feasibility and desirability of holding Meetings at these sites; to recommend to the Council preferred Meeting sites three to four years in advance; to suggest timely themes for the Annual Meeting in balance with the strengths and interests of the host Institution. The Committee shall strive to maintain an international balance in choosing sites for the SOCIETY's Annual Meetings.

For each approved Annual Meeting site, the Meetings Committee shall submit to the President a list of one or more nominees for the Chair of the Program Committee. The Committee shall work closely with each appointed Program Committee in planning particular aspects of the Annual Meeting. The ultimate responsibility for the organization and details of each Annual Meeting rests with the respective Program Committee. Conferences and Symposia other than those at Annual Meetings shall be coordinated by the Meetings Committee and ad hoc committees appointed for these particular events.

Section 5. Special Committees. Special Committees serve for finite or indefinite periods. A Committee whose period of service can reasonably be expected to extend through more than one presidential term shall be appointed by the President, with approval by the Council, and need for its continuance shall be reviewed by the Council at least every fourth year following its appointment. Chairpersons and other Members of Special Committees shall serve at the pleasure of the Council and there is no limit to the length of time each may serve.

(a) A Tellers Committee shall be an ad hoc committee consisting of two or more Members, but not the Society Secretary, appointed by the President to take charge of elections. The Tellers Committee shall receive, rule on, count, and report on the balloting in the biennial Elections and in such other elections as the Council may direct (ART. I, Sec. 4; ART. II, Sec. 2).

(b) An Auditors Committee shall be an ad hoc committee consisting of two Members, but not the Society Treasurer, appointed by the President prior to each Annual Meeting. The Committee shall perform an annual audit of the Treasurer's accounts and certify their accuracy to the Council.

(c) Other Special Committees shall be appointed as necessary and their charges and responsibilities shall be clearly defined in writing by the President, subject to approval by the Council.

## ARTICLE VII. REPRESENTATIVES

Section 1. Appointment and Terms of Office. Representatives shall be appointed or reappointed by the President (with information to but without approval by the Council). All appointments of Representatives who act as liaison between the SOCIETY and another organization shall be made for a term coincident with that of the President, except that when expedient or necessary, a Representative for a special event may be appointed by a President whose term expires before the event is to take place. During the first month of office the President shall review the need for continuance of the Representatives appointed by the previous President and shall reappoint, appoint anew or terminate those necessary for conduct of SOCIETY business. No member shall serve as the same Representative for more than ten consecutive years.

Section 2. Functions. The charges to and responsibilities of Representatives (CONSTIT. ART. VI, Sec. 6) shall be clearly defined in writing at the time of appointment. These documents shall be placed in the permanent files of the SOCIETY, for future reference and use.

## ARTICLE VIII. ARCHIVES

Section 1. Purposes. The Archives (CONSTIT. ART. VI, Sec. 7) shall be maintained at appropriate locations for the collection, preservation, and display of historical materials relating to the SOCIETY. The Archives shall serve as repository of documents pertinent to the founding and governance of the SOCIETY, including presidential correspondence, meeting reports and minutes. Books, reprints, photographs, films, disks, and tapes pertaining to the SOCIETY's activities shall be included in the archival collection.

Section 2. Archivist. An Archivist shall be appointed by the President, subject to approval by the Council, and shall serve for an indefinite term of office, at the pleasure of the Council. The Archivist's performance shall be reviewed by the Council at least every fourth year.

The Archivist shall be responsible for the proper preservation and safety of the historical materials; shall appropriately catalog the documents, books, and other items in the repository; and shall make these items available to qualified individuals for scholarly research.

## ARTICLE IX. MEETINGS

### Section 1. Annual Meeting.

(a) Once each year there shall be a general meeting of the SOCIETY for the presentation and discussion of scientific advances, for exhibits, and for the transaction of the SOCIETY's business. This shall be known as the Annual Meeting. At approximately four-year intervals the Annual Meeting will be held in conjunction with the International Colloquium on Invertebrate Pathology and Microbial Control. In the event of grave emergency, the Council may suspend an Annual Meeting and the SOCIETY may transact the necessary business by mail, as hereinafter provided.

(b) The place and time for an Annual Meeting shall be studied a sufficient number of years in

advance by the Meetings Committee (ART. VII, Sec. 7), and a recommendation shall be made by the Committee Chairperson to the Council.

(c) The Program Committee (ART. VIII, Sec. 4,c) shall have the ultimate responsibility for the organization, and details of the pertinent Annual Meeting

(d) Submission of papers for the Annual Meeting is governed by rules established by the Program Committee.

(e) The Council shall approve registration fees for Annual Meetings. There shall be a fee for members, a fee for student members, and a fee for nonmembers.

(f) Commercial exhibits may be accepted at Annual Meetings if consistent with the objectives of the SOCIETY and subject to regulation by the Meetings Committee and Program Committee.

### Section 2. General Membership Meeting.

(a) During each Annual Meeting there shall be a General Membership Meeting presided over by the President of the SOCIETY, to provide members an opportunity to hear reports, to discuss governance of the SOCIETY, and to participate in any other aspect of SOCIETY affairs.

(b) At any General Membership Meeting, five percent of the members in good financial standing shall constitute a quorum for the consideration of business. Business of exceptional importance, as determined by a majority of the members present and voting or by a majority of the Council, shall be subject to the final decision of the SOCIETY at large, by mail vote.

(c) In the transaction of business by mail (other than elections of Officers, Trustees, and Honorary Members, and ratification of constitutional amendments, which are provided for separately elsewhere in the Constitution and Bylaws), thirty percent of the membership shall constitute a quorum, provided that a reasonable time is allowed for the participation of the members in the business under consideration.

Section 3. Special Meetings. Special meetings may be called at the discretion of the Council. Special meetings (such as Conferences and Symposia other than those at Annual Meetings) shall be coordinated as specified in ART. VII, Sec. 7,e, or as directed by Council.

## ARTICLE X. FINANCES

Section 1. Annual Budget. The Treasurer shall prepare annually an operations budget, in two parts: the present fiscal year (ending March 31), and the coming fiscal year (from April 1 to March 31 of the following year). The Treasurer shall submit the budget to the Council, for approval, 30 days prior to the Council's annual meeting.

Section 2. Annual Audit. The accounts of the SOCIETY shall be audited annually (or more frequently if so directed by the Council) by an Auditing Committee (ART. VIII, Sec. 5,b). This



audit shall be reviewed and approved by the Council.

Section 3. Annual Membership Dues. Annual dues for Full Members and Student Members shall be reviewed periodically by the Treasurer and by the Council. A recommendation to change annual dues for one or both classes of members is subject to approval by majority vote of the Council. If the recommendation is approved, the Council shall submit to the SOCIETY for approval at the annual business meeting, by simple majority vote, the proposed annual dues for Full Members and Student Members.

Section 4. Sustaining Dues. The amount of the annual donation by Sustaining Members shall be specified by the Council.

Section 5. Registration Fees. The Council, in consultation with the Program Committee and the Treasurer, shall approve Registration fees for Annual Meetings (ART. XI, Sec. 1,e).

Section 6. Salaries. The salaries to be paid to Executive officers, if any, shall be determined by the Council (ART. III).

Section 7. Nonpayment of Dues. The Treasurer shall ensure that a written notice is sent to persons in arrears for dues at least two months before any further action is taken. Having failed to pay dues within 40 days from the date of mailing of such notice, delinquent members shall cease to benefit from the privileges of SOCIETY membership. Further actions are specified in ART. 1, Sec. 7, and ART. XI, Sec. 1,d.

Section 8. Contracts. The Council shall contract for fulfilment of any purpose determined by the SOCIETY, if consistent with the Articles of Incorporation of the SOCIETY, the Constitution, and Bylaws.

## ARTICLE XI. PUBLICATIONS AND COMMUNICATIONS

Section 1. Types of Publications and Communications. The SOCIETY may publish scientific Communications. as monographs or periodicals when necessary or desirable to further the objectives of the SOCIETY. It may publish books or sponsor their publication.

Any Division or Committee of the SOCIETY may publish or produce a report or series of reports, provided that such publication or communication shall have been approved as directed in Sec. 5 of this Article.

Any Division of the SOCIETY may produce a periodical newsletter or like communication for its membership subject to approval as directed in Sec. 5 of this Article.

Each publication of the SOCIETY shall be organized with an Editor or with an Editorial Board consisting of several editors and an Editor-in Chief. The Editor or Editor-in-Chief of each SOCIETY publication shall be a voting member of the Publications Committee (ART. VII, Sec.

6,b).

Section 2. Methods of Publication. The SOCIETY may engage commercial publishers or may itself act as the publisher and separately undertake copyright, preparation, manufacture, and distribution of its publications.

Section 3. Distribution of Publications and Communications. Publications and reports of the SOCIETY shall be made available to members of the SOCIETY and to the public and at such prices as approved by the Council.

Section 4. Responsibilities for Statements. No member of the SOCIETY shall publish or otherwise release any SOCIETY-related report or recommendation or make any public statement purporting to express the opinion of any Committee of the SOCIETY on any issue within the jurisdiction of the SOCIETY without the prior approval of the Council. The SOCIETY shall not be responsible for statements or opinions made by groups or individual persons nor for statements in the SOCIETY's publications unless such statements or opinions have the specific approval of the Council.

Section 5. Publications Committee Functions. The Publications Committee (ART. VI, Sec. 4d) shall coordinate the editorial policies of all the publications of the SOCIETY. Any books, reports, or proceedings based on material presented at any Meeting, Colloquium, or Workshop sponsored or cosponsored by the SOCIETY shall be approved by the Publications Committee and authorized by the Council before their publication. The Publications Committee shall determine that proper credit is given to the SOCIETY in such books and reports.

The Publications Committee shall advise the Council on the prices to members and to the public of all books, monographs, and periodicals published or sponsored by the SOCIETY.

At the President's request, the Publications Committee shall prepare lists of nominees for Editor or Editor-in-Chief of publications of the SOCIETY, to be appointed by the President.

Section 6. SIP Newsletter.

(a) Purpose. SIP Newsletter shall be published periodically to communicate current news and information about the SOCIETY and science. It shall not be considered a publication for the dissemination of research results or for the purpose of establishing scientific priority.

(b) The Editor of SIP Newsletter shall be responsible for collation, editing, production, and distribution of SIP Newsletter. The Editor shall be appointed or reappointed by the President, with approval by the Council, within one month of the President's installation in office. The President may request a list of nominees from the Publications Committee (this Article, Sec. 5). The Editor of SIP Newsletter shall serve for a term coincident with that of the President. If a vacancy occurs, it shall be filled for the remainder of the term by appointment by the President.

(c) The Editor of SIP Newsletter shall be a voting member of the Publications Committee (ART.

VII, Sec. 6,b).

(d) Regional and Divisional Correspondents shall communicate to the Editor of SIP Newsletter newsworthy items from areas of the world where SOCIETY members are known to reside. Regional Correspondents are appointed by the SIP Newsletter Editor and shall serve for a term coincident with that of the Editor. Regional Correspondents may be reappointed but no Correspondent shall serve for more than ten consecutive years.

(e) The editorial policy of SIP Newsletter shall be determined by the Publications Committee.

(f) SIP Newsletter shall be distributed to all members of the SOCIETY.

Section 7. Proceedings and Abstracts of Annual Meetings and Colloquia. The Chairperson of each Annual Meeting shall ensure the Society's publication of a Program and Abstracts of the Meeting. The Chairperson of each International Colloquium shall ensure the Society's publication of a Program, Abstracts, and Proceedings of the Colloquium.

Section 8. Electronic Publications. The Society shall maintain a web site for the purpose of electronic distribution of information about the Society and for electronic publication of items of interest to members.

## ARTICLE XII. PARLIAMENTARY PRACTICES

General Membership Meetings and meetings of the Council and of Committees shall be conducted in accordance with Robert's Rules of Order (Revised) in all cases to which such rules apply, except when inconsistent with the Constitution or Bylaws of the SOCIETY and any special rules of order the SOCIETY may adopt.

## ARTICLE XIII. LANGUAGE AND INTERPRETATION

Section 1. Official Language. The official language of the Bylaws of the SOCIETY is English, in accordance with the Articles of Incorporation, State of Maryland, United States of America. The SOCIETY encourages translations of the Bylaws, subject to approval by the Council.

Section 2. Interpretation. Interpretation. of the intent or language of the Bylaws shall be decided by a majority vote of the Council.

## ARTICLE XIV. AMENDMENTS

Section 1. Proposal. Any ten members of the SOCIETY may prepare in writing an amendment to the Bylaws, as may be necessary for the proper governance of the SOCIETY and not in conflict with its Constitution. Such a proposal shall be submitted to the Secretary at least four months before the next General Membership Meeting, so the item can be considered by the Council before such Membership Meeting.

Section 2. Review. Any proposed change in the Bylaws, or addition thereto, shall require the affirmative vote of a majority of the Council present and voting at a meeting, or of a majority of the Council voting by mail, before submission of the proposal to the membership.

Section 3. Posting. The proposal, if approved by the Council, and the Council's recommendation must be posted and publicized to the membership for at least 24 hours before the General Membership Meeting.

Section 4. Adoption. The proposed change in the Bylaws shall be adopted when and if approved by a three-fifths vote of Members present and voting at a General Membership Meeting.

# **SOCIETY FOR INVERTEBRATE PATHOLOGY**

## **DIVISION BY-LAWS**

**AS AMENDED AND APPROVED, AUGUST, 1999**

### ARTICLE I. NAME

This group shall be known as the DIVISION OF (Subject Matter) of THE SOCIETY FOR INVERTEBRATE PATHOLOGY (hereinafter referred to as the DIVISION).

In this context, (Subject Matter) refers to basic and applied studies of (Subject Matter) associated with invertebrates, with the aim of using acquired knowledge to (a) understand interactions with invertebrates, (b) control pest and vector populations of invertebrates, and/or to prevent or cure diseases of invertebrates caused by these pathogens or parasites.

### ARTICLE II. OBJECTIVES OF DIVISION

The objectives of the DIVISION shall be:

1. To promote scientific knowledge of the Division's subject matter through discussions, reports and publications.
2. To stimulate worldwide interaction among scientists who have special interests in the Division's subject matter through the organization of workshops and symposia at the annual meeting of the SOCIETY, as well as to provide assistance in the organization of international meetings.
3. To provide an organizational structure through which problems and matters relevant to the study of the subject matter may be presented for discussion and action among interested scientists.
4. To provide an organized body of expertise which can be readily identified and accessed by persons or organizations within or outside the SOCIETY who are in need of knowledge or consultation on the subject matter as defined in ARTICLE I.

### ARTICLE III. MEMBERSHIP AND FINANCES

Any member of the SOCIETY FOR INVERTEBRATE PATHOLOGY who has a special interest in the subject matter shall be eligible for membership in the DIVISION.

Membership in the DIVISION shall be contingent upon payment of an annual fee in addition to the annual SOCIETY dues. The annual fee shall be set by majority vote of the DIVISION'S Executive Committee.

#### ARTICLE IV. OFFICERS AND EXECUTIVE COMMITTEE

1. A Chairperson-Elect and a Secretary-Treasurer shall be elected biannually by ballot at a session of the DIVISION held during the Annual Meeting of the SOCIETY. Officers shall take office at the close of the meeting at which they shall have been elected.
2. The Chairperson-Elect will become Chair at the end of his/her two-year term.
3. The Executive Committee shall consist of the Chairperson, Chairperson-Elect, Secretary-Treasurer plus two other Division Members-at-Large to be elected in like manner. However, to provide continuity in leadership, one of the Members-at-Large of the first slate of officers shall be elected for a one year term only and that office will be refilled for a *two-year term* after the first year. Thereafter, one Member-at-Large will be selected for a two-year term at each Annual Session. To provide further continuity in leadership, the Chairperson and Secretary-Treasurer immediately retiring shall be ex-officio members of the Executive Committee for a two-year term.
4. Nomination for Officers and member of the Executive Committee must be published for the DIVISION membership for at least twenty-four hours before submission for vote at the Annual session of the DIVISION.
5. The duties of the Officers and the Executive Committee with the aid of such other committees as are appointed by the Chair, shall be to conduct the affairs of the DIVISION, within the framework of the Constitution and Bylaws of the SOCIETY, according to these Bylaws and to the expressed wishes of the DIVISION members present at the Annual Session.
6. The Organizational Committee, selected on a specific date at an Annual Meeting of the SOCIETY, shall serve until the first officers of the DIVISION are elected at the next Annual Session.

#### ARTICLE V. WORKING GROUPS

1. When desirable for facilitating the activities of the DIVISION, Working Groups may be formed with the approval of the Council of the SOCIETY. The subject matter and scope of such Working Groups shall be defined by the Executive Committee of the DIVISION.
2. Officers of each divisional Working Group shall be, at a minimum, a Chairperson, a Chairperson-Elect and a Secretary-Treasurer. They shall be elected and replaced in the same manner and serve the same terms as the corresponding officers of the DIVISION.
3. The Executive Committee of the DIVISION shall submit in writing to the Council of the SOCIETY a proposal for the formation of each Working Group. The date of the Council approval shall be the effective date of organization of the Working Group.

#### ARTICLE VI. EFFECTIVE DATE OF ORGANIZATION

The date of the Council's approval of these Bylaws shall be the effective date of the organization of this DIVISION.

ARTICLE VII. TERMINATION OF THE DIVISION

1. A majority of DIVISION members voting, as determined by a mail ballot, may recommend to the Council of the SOCIETY that the DIVISION be terminated.
2. A Division failing to maintain for two successive years a minimum of 20 members in good standing shall automatically forfeit its title and rights as a Division of the SOCIETY.
3. Upon dissolution of the DIVISION, any assets after payment of debts and encumbrances shall be transferred to the Treasurer of the SOCIETY FOR INVERTEBRATE PATHOLOGY to become the property of the SOCIETY.

ARTICLE VIII. AMENDMENTS OF THESE BYLAWS

1. An amendment may be proposed by the Executive Committee or by a majority of the members present and voting at an Annual Meeting.
2. The proposed amendment shall be printed promptly and sent to all members of the DIVISION, together with a letter ballot. The Secretary shall canvas the ballots returned to him/her within 60 days from the date of mailing of the ballot and the proposed amendment shall be considered adopted if it receives the approval of two-thirds of the members voting.
3. The amendment shall become effective immediately after ratification by the council of the SOCIETY.