

Constitution and By-Laws of the American Arachnological Society

ARTICLE I Name

Section 1: The name of the organization shall be: The American Arachnological Society Corporation.

Section 2: Similar groups or organizations which are willing to abide and uphold the Constitution and By-Laws if the Society may be incorporated as branches of the organization.

ARTICLE II Purpose and Objectives

Section 1: To promote the study of Arachnida.

Section 2: To achieve closer cooperation and understanding between amateur and professional arachnologists.

Section 3: To publish the Journal of Arachnology.

Section 4: The general purposes and powers are to have and to exercise all rights and powers conferred on nonprofit corporations under the laws of California, including the power to contract, rent, buy, or sell personal or real property, provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

Section 5: No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

ARTICLE III Membership

All persons interested in the objectives of this Society shall be eligible for membership.

ARTICLE IV Meetings

There shall be an annual meeting open to all members.

ARTICLE V Officers

Section 1: The elective officers shall consist of the President, President-Elect, Secretary, Treasurer, and a three member Board of Directors.

Section 2: The officers shall be elected by a majority of votes cast. In case of no majority (a tie), the Executive Committee will choose between (among) the tied nominees.

Section 3: Officers appointed by the President, with the approval of the other members of the Executive Committee, shall include the Editor-in-Chief, Membership Secretary, Webmaster, Parliamentarian, and the Archivist.

ARTICLE VI Amending the Constitution

Section 1: The Constitution or any part thereof may be amended, suspended, or repealed by a two-thirds majority of those voting in a standard post or electronic mail ballot, provided there is a two months notice of the proposed change.

Section 2: Any member in good standing may propose, in writing, an amendment to the Constitution to the Executive Committee. Such a proposal, if approved by a majority of the Executive Committee, shall be submitted with a recommendation to the members. A proposed change to the Constitution not recommended by the Executive Committee must be submitted to the members of the Society if five or more members re-submit it.

ARTICLE VII Non-Profit Purposes

This corporation is organized pursuant to the General Non-Profit Corporation Law of the State of California and does not contemplate pecuniary gain or profit to the members thereof and it is organized for non-profit purposes.

ARTICLE VIII Dissolution

The property of this corporation is irrevocably dedicated to arachnological purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof or through the benefit of any private individual. Upon dissolution or winding up of the corporation, the assets remaining after payment of all debts and liabilities of this corporation shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for arachnological purposes and which has established tax exempt status under Section 501 (c) (3) of the Internal Revenue Code. The non-profit fund, foundation or corporation which is organized and operated exclusively for arachnological purposes shall be named at the time of dissolution by the Executive Committee or vote of the membership. If this corporation holds any assets in trust, or a corporation is formed for charitable purposes, such assets shall be disposed of in such a manner as may be directed by decree of the superior court in the county in which the corporation has its principal office, upon petition therefore by the Attorney General or by a person concerned with the liquidation, in a proceeding to which the Attorney General is a party. The purposes contained in this paragraph are limited to those meeting the requirements for welfare exemption under Section 214 of the Revenue and Taxation Code.

By - Laws of the American Arachnological Society

ARTICLE I Membership

Section 1: Membership shall be open to all persons who make formal application and pay prescribed dues, and who are willing to abide by and uphold the Constitution and By-Laws of the Society.

Section 2: Institutions may not become members, but may subscribe to publications.

Section 3: Dues shall be paid upon receipt of an annual bill.

Section 4: All members in good standing shall have the right to vote.

Section 5: Any member in good standing is eligible to hold office.

Section 6: A member whose dues have not been paid within a reasonable period of time will forfeit the privileges of membership. Such members may be reinstated upon payment of delinquent dues.

Section 7: The services and privileges of membership shall include the following:

1. Subscriptions to all publications
2. Vote in accordance with the By-Laws
3. Participation in all activities and functions of the Society.

Section 8: A class of Honorary Memberships shall be established to acknowledge arachnologists who have achieved a high level of eminence on the basis of significant research contributions. After being nominated, an individual may be elected by a two-thirds vote of the Executive Committee. The number of honorary members is not to exceed 5% of the total membership. A list of these Honorary Members is to be published in each issue of the Journal of Arachnology.

ARTICLE II Officers

Section 1: The elective offices shall consist of: President, President-Elect, Secretary, Treasurer, and a three member Board of Directors.

Section 2: The elected officers, Membership Secretary, Editor-in-Chief, Webmaster, Parliamentarian, and Board of Directors shall serve as the Executive Committee. Fifty percent of the Executive Committee represents a quorum.

Section 3: The officers and Board of Directors of the Society shall be elected by a majority of votes cast in a standard post or electronic mail ballot.

Section 4: Officers and Directors shall serve for two years, or until their successors are elected. Beginning in 1977 and every other year thereafter, the incumbent President-Elect shall assume the presidency, and the incumbent President shall continue on the Executive Committee as one of the Directors. A new President-Elect, the Treasurer, and one Director shall be elected in these times, odd-numbered years. On the alternate, even-numbered years, beginning in 1978, the Secretary and one Director shall be elected.

Section 5: An elected Officer or member of the Board of Directors may be renominated, but only the Secretary and Treasurer may serve for more than two consecutive terms in the same office.

Section 6: The President shall preside at business meetings of the Society and Executive Committee. He shall appoint all committee chairpersons as the need arises. The Executive Committee shall appoint all committees.

Section 7: The President-Elect shall assume the duties of the President in his absence at business meeting, and shall become the President in the event of death, resignation, or disability of the President. In the event of the absence of both President and President-Elect at a business meeting, any member of the Society duly chosen by the members present ought to preside.

Section 8: The Secretary, or his delegate, shall keep minutes of the proceedings of all Society business meetings, conduct official correspondence, and maintain an on-going record of Society affairs.

Section 9: The Treasurer shall keep the financial records, accept monies, issue bills, pay bills, and maintain the bank account. The account shall be subject to annual audit by a committee appointed by the Executive Committee. An annual financial statement shall be published in the newsletter of the Society every five years.

Section 9a: The Membership Secretary shall be appointed by the Executive Committee, and shall serve until replaced. The Membership Secretary shall keep membership records, issue dues renewal notices, and accept dues and transmit them to the Treasurer for deposit. Starting in 1985 the complete membership of the Society shall be published in the newsletter of the Society every five years.

Section 9b. The webmaster shall be appointed by the executive committee and serve as a voting member of the executive committee until replaced. The webmaster shall maintain the society's world wide web pages and consult with the executive committee about its content and its contribution to the society's operation and interests.

Section 9c. The parliamentarian shall be appointed by the executive committee and serve as a non-voting member of the executive committee until replaced. The parliamentarian shall be a consultant to the society in matters of parliamentarian protocol during executive committee meetings and the annual society's business meeting as stated in article vi of the by-laws.

Section 10: Publication policy shall be the responsibility of the Executive Committee, which shall also appoint the Editor-In-Chief. An Editorial Board shall be appointed by the Editor-In-Chief under consultation with the Executive Committee. The purpose of the Editorial Board is to assist in the review process.

Section 11: Election of the Officers and the Board of Directors shall be provided for in Article II, Section 4 of the these By-Laws. The nominating committee shall consist of the two non-past-president directors and one other member selected by the President and announced at the annual business meeting. The most senior non-past-president director shall serve as chair of the nominating committee. The nominees must indicate to the Nominating Committee their willingness to serve if elected. Standard post or electronic mail ballots shall be returned to the Nominating Committee for counting. Write-ins on ballots will be permitted. Election results will be announced at the annual business meeting. Newly elected officers shall take office on the first day of September of the year in which they are elected.

Section 12: Procedural matters shall be passed by a default system. If less than 10% of the membership send negative remarks to the Secretary within one month of mailing, the motion will pass. If 10% or more reply with negative comments, a

general standard post or electronic mail vote will be taken, with a majority of votes cast determining the issue.

ARTICLE III Meetings

Section 1: There shall be a general meeting of the Society open to all members. The date, time, and place are to be determined by the host(s) and coordinated by the President-Elect.

Section 2: The membership shall be informed of the date, time, and place of the annual general meeting at least three months prior to the meeting.

Section 3: Special meetings of the Executive Committee may be called by the President.

Section 4: An annual business meeting open to all members will be held in conjunction with the general meeting at a time designated by the President.

Section 5: Additional meetings may be called by the Executive Committee or by the request of twenty or more members.

ARTICLE IV Dues

Section 1: Annual dues for regular members shall be an amount fixed by the Executive Committee and duly announced to the membership.

Section 2: Institutional subscriptions shall be an amount fixed by the Executive Committee and duly announced to the membership. Journal subscriptions may be exchanged with other professional societies that publish a journal.

Section 3: Student membership shall be an amount fixed by the Executive Committee and duly announced to the membership.

Section 4: Honorary Memberships will be gratis and must be bestowed by a two-thirds vote of the Executive Committee.

Section 5: Associate Membership for low income workers or for countries where it is not possible to send money will be gratis and must be bestowed by the vote of the Executive Committee.

Section 6: Records pertaining to Society funds shall be open to inspection to any member at any time.

ARTICLE V Amending the By-Laws

By-Laws may be adopted, amended, suspended, or repealed by a two-thirds majority of those voting in a standard post or electronic mail ballot, provided there is two months notice of the proposed change.

ARTICLE VI Parliamentary Authority

If not contrary to the Constitution or By-Laws, procedures to be followed in business meetings of the Society shall be those established in "Robert's Rules of Order Revised", seventy-fifth or later editions.

Amended last - 2005