

Bylaws
[Name of Society]
(Adopted [Date], as amended [Date])

Article I. NAME

The name of this organization is the [NAME] hereinafter referred to as “The Society”.

Article II. PURPOSE

The purpose of The Society is to promote the increase of physiological knowledge, its dissemination and its utilization in the state of [NAME OF STATE]

Article III. MEMBERSHIP

SECTION 1: (List all the types of membership allowed in sections) The Society shall consist of regular members, emeritus members and student members.

SECTION 2: *Regular Members.* Any person who is presently engaged in physiological research or teaching in the state of [NAME OF STATE], shall be eligible for proposal for regular membership in The Society.

SECTION 3: *Emeritus Members.* A regular member may apply to Council for transfer to emeritus membership if that person (1) has reached the age of 65 and is retired from regular employment or (2) has been forced to retire from regular employment because of illness or disability. An emeritus member may be restored to regular membership status on request to council.

SECTION 4: *Student Members.* Any student, who is actively engaged in physiological work in the state of [NAME], as attested to by two regular members of The Society, shall be eligible for proposal for student membership. No individual may remain in this category for more than five years without reapplying.

Article IV. DUES

The amount of the annual dues shall be determined by the Executive Committee and shall be payable on [Date]. Any member whose dues have not been paid within six months of this date shall be dropped from membership. Reinstatement shall be accomplished by reapplication and submission of the annual dues required. The Society promotes equal opportunity and diversity in membership.

Article V. OFFICERS & DUTIES

SECTION 1: The officers of The Society shall be the President, Past President, and President Elect, and Secretary/Treasurer. The President shall not be from the same university for two consecutive terms.

SECTION 2: The President shall call meetings, determine the annual meeting theme and serve as the annual meeting coordinator as required to conduct The Society's business and shall serve a one year term after which he/she serves as Past President.

SECTION 3: The President-Elect shall serve together with the President, for one year and then become President to work together with the new President Elect and the Past President. The President-elect shall act as President in absence of the President.

SECTION 4: The Secretary/Treasurer shall serve three years and be responsible for the preservation of The Society's funds and shall report on financial status and shall disperse funds as authorized by a majority of the membership, the unanimous consensus of the Executive Committee, or as contained in the budget prepared by the Executive Committee. The Secretary/Treasurer shall also be responsible for any income tax filings.

Article VI. COMMITTEES

SECTION 1: The Executive Committee shall be composed of the President, Past President, President Elect, Secretary/Treasurer, and Chairpersons of any standing committees.

SECTION 2: Committee Chairpersons shall appoint members of their own committee. Members of the committee shall serve a term of 2 years.

SECTION 3: The Annual Meeting Committee shall be chaired by the President.

SECTION 4: The elections procedure shall be determined by the Executive Committee.

SECTION 5: Special committees, necessary for the development of The Society, may be appointed by the President.

Article VII NOMINATIONS & ELECTIONS

SECTION 1: Elections shall be held at the annual meeting.

SECTION 2: The Executive Committee shall solicit from the membership nominees for officers.

SECTION 3: The list of nominees shall be presented to the membership in the form of a ballot. The ballot shall be anonymous.

Article VIII MEETINGS

SECTION 1: *Annual Meeting.* A meeting of the Society will be held annually for transacting business, electing officer and members, presenting communications, and conducting related activities.

SECTION 2: *Time and Location.* The date and location of the annual meeting shall be determined by the Committee.

SECTION 3: *Special Meetings.* Special meetings shall be held at such times as the Committee may determine.

SECTION 4: *Quorum.* A quorum for the transaction of Society Business shall be those members at the annual meeting.

Article IX DISSOLUTION

SECTION 1: In the event of dissolution of The Society, Funds remaining after the payment of all obligations shall be donated to the American Physiological Society.

SECTION 2: Amount to be distributed is to be determined by a plurality of the members present at the meeting called distributions.

SECTION 3: Written notice of a meeting called for the distribution of funds must be sent at least four weeks prior to the meeting.

Article X AMENDMENTS

SECTION 1: These Bylaws may be amended at any regular meeting, or any special meeting duly called for the purpose by a 2/3 vote of the voting member present.

SECTION 2: A notice of such amendments must be sent with a notice of such meetings at four weeks prior to the date of the meeting.

SECTION 3: The proposed amendments must be in an acceptable parliamentary form and must not conflict with or nullify un-amended sections of the Bylaws.