

CONSTITUTION AND BYLAWS

CONSTITUTION

ARTICLE I. *Name*

The name of this organization is the:
GULF COAST PHYSIOLOGICAL SOCIETY

ARTICLE II. *Purpose*

The purpose of the Society shall be to promote the discipline of physiology, to advance physiological research and teaching, to provide for informal discussions of research and teaching, and to encourage fellowship among individuals interested in the physiological sciences and related fields.

BYLAWS

ARTICLE I. *Membership*

SECTION 1. The Society shall consist of regular members and student members.

SECTION 2. *Regular Members.* Persons who have conducted research and/or are actively engaged in teaching in the physiological sciences or related fields are eligible for regular membership in the Society. Only regular members shall be voting members.

SECTION 3. *Student Members.* Any student who is actively engaged in or interested in physiological investigation is eligible for student membership. Student status must be confirmed by one regular member of the Society.

SECTION 4. *Membership Procedure.* Current American Physiological Society members are eligible for membership in the Gulf Coast Physiological Society without review. Individuals who are not members of the American Physiological Society should submit a letter of intent, with a curriculum vitae and a sponsorship letter from a regular member of the Society to the Secretary-Treasurer of the Society. All applications will be reviewed by the Council and approved by a simple majority of Council.

ARTICLE II. *Officers*

SECTION 1. *Officers.* The officers of the Society shall be President and Secretary-Treasurer.

SECTION 2. *Terms of Office: President.* The term of office of the President shall be two years, beginning at the close of the annual meeting.

SECTION 3. *Secretary-Treasurer.* The term of the Office of Secretary-Treasurer shall be for two years, beginning at the close of the annual meeting.

SECTION 4. *Council.* The management of the Society shall be vested in a Council consisting of the President and Secretary-Treasurer and three elected councillors. Councillors will serve for three years and will be elected on different years. The President will chair the Council. The Council will have the responsibility for membership, organizing and planning the annual meeting.

SECTION 5. *Election of Officers.* Election of officers shall be determined by a simple majority of votes cast by the regular members present. Elections will be staggered such that one officer and one councillor are elected each year. In the event that an officer cannot complete his/her elected term, the Council shall appoint an individual to serve in that capacity for the remainder of the term.

ARTICLE III. *Committees*

SECTION 1. *Nominating Committee.* The nominating committee will provide the council with nominations of candidates for elected office and make recommendations for accepting individuals into membership in the society. The nominating committee shall be composed of six regular members with no more than two members from the same institution. Each member of the committee will serve a three year term. Two members will be elected annually by a simple majority of votes cast by the regular members present at the annual meeting.

ARTICLE IV. *Meetings*

SECTION 1. *Annual Meeting.* A meeting of the Society will be held annually for transacting business, electing officers 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 Council.

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

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

SECTION 5. *Parliamentary Authority.* The rules contained in Robert's Rules of Order, Revised, shall govern deliberations in all cases where they are applicable and are consistent with this instrument or special rules of the Society.

ARTICLE V. *Dues*

SECTION 1. *Annual Dues.* The annual dues for all members shall be determined by the Council with the approval of the voting membership and shall be paid prior to or during the annual meeting.

SECTION 2. *Nonpayment of Dues.* Any member whose dues are two years in arrears shall cease to be an active member of the Society. Reinstatement of active member status can occur by payment of dues.

SECTION 3. *Collection and Disbursement.* All monies reside with the Secretary-Treasurer and disbursement requires the signature of the Secretary-Treasurer.

SECTION 4. *Audit.* All statements of net assets and related statements of income, expenditures and fund capital shall be presented to the Council annually.

ARTICLE VI. *Regulations*

SECTION 1. *Nonprofit Organization.* The Society shall not be organized or operated for profit.

SECTION 2. *Distribution on Dissolution.* Upon lawful dissolution of the Society and after payment of all just debts and obligations of the Society, the Council shall distribute all remaining assets of the Society to one or more organizations selected by the Council which have been approved by the United States Internal Revenue Service as organizations formed and dedicated for exempt purposes.

ARTICLE VII. *General*

SECTION 1. *Records.* All official records, archives and historical material shall be held by the Secretary-Treasurer of the Society.

ARTICLE VIII. *Amendments*

SECTION 1. *Presentation.* Any proposed amendments shall be sent to the membership at least sixty (60) days before the annual meeting.

SECTION 2. *Adoption.* Proposed amendments shall be adopted if approved by two-thirds (2/3) of the voting members at the annual meeting.