

Constitution of the International Society of Protistologists

Article I - Name and Aims

Section 1 - Name

The name of the Society shall be "International Society of Protistologists, Inc.," hereinafter called the "Society."

Section 2 - Aims

The aims of the Society shall be the association of workers for the presentation and discussion of new or important facts and problems in protistology and for the promulgation of such measures as will foster the development and advancement of the science of protistology.

Section 3 - Purpose

The Society shall be formed and operated exclusively for educational, literary and scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

Article II - Membership

Section 1 - Membership

Membership in the Society shall be open to all persons who espouse the stated aims of the Society.

Section 2 - Membership Categories

There shall be the following classes of membership:

- a. Regular. Regular members shall have all the usual privileges of membership, including the right to vote in Society elections and to hold elective and appointive office in the Society as described in the By-Laws (Article 1, Section 1).
- b. Student. Student members shall enjoy all the usual privileges of membership except the privilege of holding elective office, as described in the By-Laws (Article I, Section 2). Members in this category shall have their student status certified in writing annually by one regular member or the Departmental Chairperson.
- c. Corresponding. Corresponding members shall enjoy all the privileges of regular membership, including the privilege of holding elective office, but shall receive only a portion of the regular publications of the Society, as described in the By-Laws (Article I, Section 3).
- d. Emeritus. Emeritus membership shall be available to those who have been regular or corresponding members for 15 years or more, upon their retirement from professional activities, and shall relieve the member from payment of all regular dues and levies claimed by the Society from its members for the duration of the emeritus member's life. Emeritus members shall enjoy all the privileges of regular membership, except that they shall receive only a portion of the regular publications of the Society, as described in the By-Laws (Article I, Section 4). An emeritus member may receive The Journal of Eukaryotic Microbiology, hereinafter called "The Journal" upon payment of one-half the regular membership fee.
- e. Honorary. Honorary members shall enjoy all the privileges of regular membership, but shall be exempt from all regular dues and levies claimed by the Society from its members for the duration of the honorary member's life, as

described in the By-Laws (Article I, Section 5). Membership in this category shall be reserved to persons whom the Society declares to have made exceptionally meritorious contributions to protistology.

Section 3 - Membership Application

Procedures of application for and admission or election to the several categories of membership shall be as stipulated in the By-Laws.

Article III - Officers

Section 1 - Officers

The officers of the Society shall be President, President-Elect, Vice-President, Secretary, Membership Secretary, Treasurer, and Editor-in-Chief of The journal of Eukaryotic Microbiology. These officers shall discharge the duties assigned to their respective offices as specified in the By-Laws.

Section 2 - President

The term of office of the President shall be one year. The President shall continue as a voting member of the Executive Committee (Article IV, Constitution) for two additional years, but shall not be eligible for elective office in the Society for two years immediately following his/her term as President.

Section 3 - President-Elect

The term of office of the President-Elect shall be one year, after which he/she shall automatically assume the office of President.

Section 4 - Vice-President

The term of office of the Vice-President shall be one year.

Section 5 - Vacancies

A vacancy in the office of President shall be filled by the President-Elect, who shall complete the unexpired term of his/her predecessor, and his/her expected term as President. In the event of a vacancy in the office of President-Elect, the office will remain vacant until the next regular election when both a President and President-Elect will be elected. In the event of vacancy of both President and President-Elect offices, the Vice-President shall complete the unexpired term of the President. At the next regular election, a President, President-Elect and a Vice-President will be elected. In case all three offices become vacant, the Executive Committee shall designate, by simple majority vote, one of the elected members of the Executive Committee to serve as Acting President until the completion of the next regular election when both a President and President-Elect will be elected.

Section 6 - Secretary and Treasurer

The term of office of the Secretary and of the Treasurer shall be three years.

Section 7 - Vacancies

Exceptional vacancy of any duration in the offices of Secretary, Membership Secretary, Treasurer or Editor-in-Chief shall be filled by Executive Committee appointment of an eligible Society member for the unexpired term of the

office. Such appointment shall not disqualify the incumbent from immediate subsequent election or appointment to Society office.

Section 8 - Terms

The term of office of elective officers shall commence at the end of the annual meeting following public notice of his/her election or no later than September 1 of that year and shall terminate at the annual meeting, one year (President, President-Elect, Vice-President) or three years thereafter (Secretary, Treasurer), except in case of exceptional vacancy (Section 7, this Article).

Section 9 - Membership Secretary, Editor-in-Chief

The offices of Membership Secretary and Editor-in-Chief shall be filled by appointment made by the Executive Committee at duly scheduled meetings. The term of office for the Membership Secretary and Editor-in-Chief shall commence at the annual meeting following appointment by the Executive Committee and shall terminate at the annual meeting three years thereafter, except in case of exceptional vacancy (Section 7, this Article).

Article IV - Executive Committee

Section 1 - Members

The Executive Committee shall consist of all the officers of the Society in accordance with Article III above, plus five Members-at-Large elected by the entire membership of the Society, plus the two immediate Past-presidents of the Society, plus the voting representatives elected or appointed by a Section (Article VI, Constitution) plus one student member and shall constitute the Governing Body of the Society.

Section 2 - Members-at-Large

The term of office of Executive Committee Members-at-Large shall be five years, and shall be filled only by regular election (Article VIII, By-Laws). The Executive Committee Members-at-Large shall not succeed themselves.

Section 3 - Section Representatives

The term of office for a Section representative shall be determined by the Section.

Section 4 - Student Member

The President, in consultation with the Executive Committee, shall appoint one student member for a term of two years and one alternate student member who will assume the voting responsibilities of the student member if the latter is unable to attend.

Section 5 - Quorum

Five members of the Executive Committee shall comprise a quorum for conducting the business of the Society.

Section 6 - Responsibilities

The Executive Committee shall be responsible for carrying forth the stated aims of the Society, shall be the legal agent of the Society, and as such shall have, hold, and administer any properties, funds, and affairs of the Society in conformity with the Constitution and By-Laws and with the Act of Incorporation of the Society under the Statutes of the State of Florida.

Section 7 - Vacancies

In the event that a Member-at-Large of the Executive Committee is unable to complete his/her term, the remaining members of the Committee will designate by majority vote a member of the Society to complete the unexpired portion of the term.

Article V - Elections

Section 1 - Ballots

Elections of Officers and Members-at-Large of the Executive Committee shall be by secret ballot of the Society membership.

Section 2 - Nomination and Election

Nomination and election of officers shall be by procedures designated in the By-Laws of the Society, and shall be so scheduled as to assure that each office shall be regularly occupied by Society members duly elected or appointed as specified in this Constitution and By-Laws. Incumbency in each office shall be clearly announced to each Society member by publication.

Article VI - Sections

Section 1 - 30 or More Regular Members

Members of the Society may establish Sections. A Section with a membership of at least 30 regular members and whose organization has been duly recognized by the Executive Committee may designate a voting representative to the Executive Committee.

Section 2 - 30 or More Total Members

A Section with a total membership of at least 30 members (including regular, student, corresponding, honorary and emeritus) but with less than 30 regular members and whose organization has been duly recognized by the Executive Committee may designate a voting representative to the Executive Committee. The representative may vote on all issues except those that pertain to the Journal.

Section 3 - Privileges

A Section may include individuals who are not members of the Society, but only members of the Society are eligible to hold office in the Section, to vote in Society elections and affairs, and to publish abstracts free of charge through the Society.

Article VII - Affiliation With Other Organizations

Section 1 - International Commission on Protozoology

The Society, independent of recognized sections, shall appoint the maximum allowed number of regular members to the International Commission on Protozoology of the International Union of Biological Sciences (Article IV, Section b, By-Laws). These appointees shall represent those members of the Society who reside in the U.S.A.

Section 2 - Other Organizations

The International Society of Protistologists may affiliate with other organizations having interests in protistology.

Article VIII Publications

Section 1 - The Journal of Eukaryotic Microbiology
a. The official organ of the Society shall be The Journal of Eukaryotic Microbiology which shall include reports of original research dealing with all aspects of protistology and eukaryotic microbiology.

b. The Journal shall be edited and managed by an Editor-in-Chief, aided by Editors and a Board of Reviewers (Article IX, Section 1, By-Laws).

Section 2 - Abstracts and Membership Lists

The Society shall publish abstracts of the annual and sectional meetings and membership lists as established in the By-Laws.

Section 3 - Other Publications

The Society shall publish additional periodical or other scientific works deemed appropriate and valuable for the promulgation of the stated aims of the Society as determined by the Executive Committee. Such additional periodical or irregular publications shall be administered by Editors, Editorial Boards and/or Publications Committees comprised of Society members designated by and responsible to the Executive Committee.

Section 4 - Newsletter

The Society shall publish a Newsletter which will be edited by a Newsletter Editor and compiled by a committee (Article XI, Sections 1, 2, 3, By-Laws).

Article IX - Incorporation and Affiliation

The Society shall be recognized as a not-for-profit corporation in accordance with the statutes of the State of its incorporation. The Society from time to time may affiliate with other organizations, provided that the stated aims of such other organizations do not conflict in fact or principle with the stated aims of the Society.

Article X - General Prohibitions

Notwithstanding any provision of the Constitution or By-Laws which might be susceptible to contrary construction:

a. The Society shall be organized exclusively for scientific and educational purposes.

b. The Society shall be operated exclusively for scientific, educational and literary purposes.

c. No part of the net earnings of the Society shall or may under any circumstance inure to the benefit of any private shareholder or individual.

d. No substantial part of the activities of the Society shall consist of carrying on propaganda, or otherwise attempting to influence legislation.

e. The Society shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

f. The Society shall not be organized or operated for profit.

g. The Society shall not:

1. lend any part of its income or corpus, without the receipt of adequate security and a reasonable rate of interest to;

2. pay any compensation, in excess of a reasonable allowance for salaries or any other compensation for personal services actually rendered to;

3. make any part of its services available on a preferential basis to;

4. make any purchase of securities or any other property, for more than adequate consideration in money or money's worth from;

5. sell any securities or other property for less than adequate consideration in money or money's worth to; or

6. engage in any other transactions which result in a substantial diversion of its income or corpus to any officer, member of the Executive Committee, or substantial contributor to the Society.

The prohibitions contained in the subsection (g) do not mean to imply that the Society may make such loans, purchases, payments, or sales to anyone else, unless such authority be given or implied by other provisions of the Constitution or By-Laws.

Article XI - Dissolution

Section 1 – Submission

Any proposal for the dissolution of the Society, bearing signatures of at least five members in good standing, shall be submitted in writing to the Secretary at least two months prior to the scheduled annual meeting of the Society at which it is to be considered. The Secretary shall mail copies of the proposal to each member of the Society at least six weeks before said annual meeting of the Society.

Section 2 – Ballots

Dissolution of the Society shall be by two-thirds majority vote of the members voting by mail ballot. Ballot papers stating in full the proposed dissolution of the Society shall be mailed to the entire society membership within four weeks following the annual meeting at which the proposal is to be considered. Marked ballots received within eight weeks of the date of mailing shall be tallied. The tally of votes on the proposal for dissolution shall be published in the annual report of the Secretary.

Section 3 – Distribution

Upon dissolution of the Society, the Executive Committee shall distribute the assets and accrued income to one or more organizations as determined by the Executive Committee, but which organization or organizations shall meet the limitations prescribed in subsections a.-g. inclusive, of Article X immediately preceding.

Article XII - Amendment

Section I - Submission

Proposed amendments of this Constitution, bearing signatures of at least five members in good standing, shall be submitted in writing to the Secretary for submission to the Constitution and By-Laws Committee at least two months prior to the scheduled annual meeting of the Society at which they are to be considered. The Secretary shall mail copies of proposed amendments to each member of the Society at least six weeks before said annual meeting of the Society.

Section 2 - Ballots

Amendments to this Constitution shall be by two-thirds majority vote of the members voting by mail ballot. Ballot papers stating in full the proposed amendments shall be mailed to the entire society membership within four weeks following the annual meeting at which the amendments were considered. Marked ballots received within eight weeks of the date of mailing shall be tallied. The tally of votes on the amendments shall be published in the annual report of the Secretary.