

Bylaws

OF

THE SOCIETY FOR THE SCIENTIFIC STUDY OF SEXUALITY

Approved by Membership, November, 2016

ARTICLE I: NAME AND PURPOSES

The name of this organization is The Society for the Scientific Study of Sexuality, Inc. It is hereinafter referred to as "The Society" or "SSSS."

The purposes of The Society as stated in its certificate of incorporation are:

- A. To unite persons from various disciplines such as anthropology, biology, education, history, law, medicine, psychology, sociology, and theology, who are engaged in conducting sexual research, whose profession involves issues relating to sexuality, or who are vitally concerned with sexual science;
- B. To hold periodic scientific meetings for the presentation of research papers and to organize symposia, seminars, workshops, and conferences to consider all aspects of sexuality and to disseminate knowledge from current sexual science.
- C. To publish a scientific journal devoted to original studies, abstracts of the relevant literature, reports, comments and book reviews; to publish a newsletter from time to time; and other appropriate publications; and
- D. To create a central source of scientific sexual information for those seeking research information in the field of sexual science.

The Society also has such powers as are now, or may hereafter be granted by the Membership Corporation Law of the State of New York. In the event of the liquidation or dissolution of the corporation, whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the corporation shall be used or distributed subject to the order of the Supreme Court of the State of New York as provided by law, exclusively for the purposes within those set forth in Article 2 of this certificate and within the intendment of Section

501(c) of the Internal Revenue Code of 1954 and its Regulations as the same now exist or as they may be hereafter amended from time to time.

The Society shall not adopt any practice, policy, or procedure, which would result in discrimination on the basis of race/ethnicity, color, national origin, creed, age, gender, biological sex, sexual orientation, marital status, or disability.

ARTICLE II: OFFICES

The corporate office of The Society shall be in the State of New York. The operating office of The Society shall be in such a location as to be convenient and accessible to the office management. The Society may have other offices at such places within or outside the State of New York as the Board of Directors may from time to time determine.

ARTICLE III: MEMBERS AND ELECTION TO MEMBERSHIP

SECTION 1. ELIGIBILITY FOR MEMBERSHIP

Membership in The Society shall be limited to applicants who have demonstrated an active interest and competency in the scientific pursuit of knowledge pertaining to sexuality as evidenced by the fulfillment of criteria and standards hereinafter to be established by the Membership Committee. The scientific pursuit of knowledge pertaining to sexuality includes a range of academic disciplines that apply accepted academic criteria to the study of sexuality.

SECTION 2. CATEGORIES OF MEMBERS AND CRITERIA

The Society shall have seven categories of membership: charter, fellows, members, student, developing professionals, lifetime, and honorary members. There are five dues-paying categories that exist independently from membership status: individual; couples; retired; developing professionals; and students. (Thus, for example, a couple may be a full member and an associate member, respectively, yet be considered eligible for the discounted couple's membership dues category.)

Applicants for all categories of membership will be reviewed and approved by the Membership Committee, which is empowered by the Board of Directors, on their behalf, to examine prospective members' applications and eligibility, and accept new members.

Charter members shall consist solely of those persons who were charter members of the predecessor organization: The Society for the Scientific Study of Sex. All privileges of membership are entailed, including voting and holding office.

Members shall hold a degree (i.e., doctoral, masters, bachelors) in a relevant academic discipline or area of expertise. All privileges of membership are entailed, including voting and holding office.

The Society recognizes a place for surrogate work in the field of sex therapy, and also feels that surrogates would benefit from membership in organizations that set professional standards and encourage self-regulation.

Degrees from abroad will be evaluated according to the same criteria as the advanced degree requirement for U.S. trained applicants. Consultation with appropriate international contacts should be undertaken when necessary.

Fellows shall meet the criteria for Members and, in addition, shall have made outstanding contributions in the sphere of sexual knowledge. Fellows shall be elected by the Board of Directors upon recommendation of the Awards Committee. All privileges of membership are entailed, including voting and holding office.

Developing professionals are those who have graduated with a terminal degree, and are within three years of graduation. After three years of post-terminal degree, individuals qualify for the full membership category.

Student members are those currently enrolled in a relevant course of study at an accredited college or university program. Such members are eligible for reduced membership fees.

All students must validate their student status by submitting an electronic letter from their department chair indicating the percentage of time they are students, and that they are currently enrolled in a degree-track (terminal) program, or by forwarding a current transcript indicating status.

Student members have all the privileges of membership, including voting and holding office.

There are no year limits, providing documentation criteria are met. Any current or previous member of SSSS who returns for further schooling, may apply as a student, provided that documentation as described above is submitted.

The Society is interested in encouraging the pursuit of knowledge while recognizing the high cost of education. Any suspected cases of misuse will be reported to and investigated by the Executive Committee of the Board of Directors.

Honorary members shall be admitted on the basis of outstanding achievement in the field of sexual research as determined by a vote of the Board of Directors. Honorary members are exempt from the payment of dues. Such members may not

vote or hold office unless they have met the criteria for membership established by the Membership Committee.

Retired members are those professionals over 65 years of age and have greatly reduced their professional activities, but who wish to maintain membership in SSSS at a reduced rate.

Lifetime members are current members in good standing who have elected to pay a one-time fee and not be charged again for membership dues. Lifetime members are eligible for discounted full membership rates for conferences. Lifetime members receive all the privileges of membership, including voting and holding office.

Any member of The Society may apply for membership category reclassification. The Membership Committee must approve all changes.

SECTION 3. ELECTION OF MEMBERS TO THE SOCIETY

The Membership Committee is empowered by the Board of Directors, on their behalf, to examine prospective members' application and eligibility as per Section 1. Any application for membership submitted to The Society shall become the property of The Society and shall not be returned to the applicant.

SECTION 4. VOTING RIGHTS

Each member of The Society, with exception of Honorary Members (except those Honorary Members who meet criteria for membership), will be entitled to vote on each matter submitted to the membership for a vote.

SECTION 5. ETHICS

Members in all categories are expected to adhere to the established standards of professional conduct of their respective professions and to abide by any specific additions or amendments established or initiated from time to time by the Board of Directors.

SECTION 6. TERMINATION OF MEMBERSHIP FOR NONPAYMENT OF DUES OR ASSESSMENTS

Dues are assessed for the calendar year (January 1 through December 31). Any member who has not paid the dues shall be suspended from the membership and the rights associated with membership until the dues are current.

SECTION 7. RESIGNATION

Any member may resign by filing a written resignation with The Society Office, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments or other charges theretofore accrued and unpaid.

SECTION 8. REINSTATEMENT

Individuals, who have let their membership lapse for a period of no more than two years, may file for reinstatement with The Society Office. Their application for reinstatement will then be reviewed and/or approved by the Membership Committee.

SECTION 9. REVOKING A MEMBERSHIP

A membership may be revoked if it is determined that an application was approved for membership and later discovered to include fraudulent or misinformation.

SECTION 10. TRANSFER OF MEMBERSHIP

Membership in The Society is not transferable or assignable.

ARTICLE IV: BUSINESS MEETING

SECTION 1. BUSINESS MEETING

A business meeting of the members shall be held for the purpose of advising the members of the activities of The Society for the past year, and for the transaction of such other business as may come before the meeting. The business meeting shall be held during the Annual Meeting of The Society.

SECTION 2. SPECIAL MEETING

Special meetings of the members may be called either by the President, the Board of Directors, or not less than one tenth of the members.

SECTION 3. PLACE OF MEETING

A business meeting shall be conducted in the same location as the Annual Meeting of The Society. Additional or special meetings will occur at a location designated by the Board of Directors.

SECTION 4. NOTICE OF MEETINGS OF MEMBERS

Written or printed notice stating the place, day, and hour of any meeting of members shall be sent to each member entitled to vote at such meeting, not less than thirty (30) days before the date of such meeting, by or at the direction of the President or persons calling the meeting. In case of a special meeting, or when required by statute or by these Bylaws, the purpose of the meeting shall be stated in the notice.

ARTICLE V: GOVERNANCE

SECTION 1. BOARD OF DIRECTORS

A Board of Directors shall manage the affairs of The Society. In general, the Board of Directors will be a policy-making body. The day-to-day implementation of policy and the administration of The Society for the Scientific Study of Sexuality, Inc., shall reside in the director of The Society office, in close consultation with the President and Executive Committee.

SECTION 2. NUMBER, TENURE, AND QUALIFICATION

- A. Only members of The Society shall be eligible to serve on the Board of Directors.
- B. The Board of Directors shall be composed of five elected Society officers (President, President-elect, Secretary, Treasurer, and Membership Chair) and six at-large members, one of whom is a student member.
- C. The Executive Committee shall be composed of the President, President-elect, Secretary, Treasurer, and Membership Chair.

SECTION 3. REGULAR MEETINGS

A regular meeting of the Board of Directors shall be held at the Annual Meeting. There shall be at minimum one (1) additional meeting held each year at a location designated by the Board of Directors, or via electronic conferencing. The location of the second and any additional meetings will be made with sensitivity to Board member travel costs and challenges.

SECTION 4. SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by or at the request of the President or any three (3) Board members. The person or persons authorized to call special meetings of the Board may designate the location of any special meeting of the Board called by them.

SECTION 5. NOTICE

Notice of any special meeting of the Board of Directors shall be given at least ten (10) days in advance.

SECTION 6. QUORUM

A simple majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board. If less than a majority of the Board members are present, either in person, phone, electronically, or by proxy at said meeting, a majority of the Board members present may adjourn the meeting without further notice.

SECTION 7. MANNER OF ACTING

The act of the majority of the Board members present at a face-to-face or electronic meeting where a quorum is present shall be the act of the Board members except where otherwise provided by law or by these bylaws. Any change to the Bylaws must be approved by two-thirds (2/3) of the Board members present before being submitted to the membership for a vote.

SECTION 8. PROXY

When a Board member cannot attend a meeting in person, participation can be maintained in the following order of priority.

1. Participation via teleconference or phone
2. Designation of a proxy who is at the meeting. A proxy vote may be given to a member of the Board. No member of the board shall carry more than one proxy vote; that is, no one shall be able to have more than a total of 2 votes on an issue.
3. The proxy option may only be used once per year.

SECTION 9. BOARD MEMBER EXPECTATIONS

1. All board members are expected to attend two face- to- face meetings each year. When that is not possible for exceptional reasons, the ability to participate by teleconference and/or phone should be exercised. Using the proxy option as described above is limited to one occurrence per year.
2. All board members are expected to vote on issues sent electronically and by the designated deadline.
3. All board members are expected to respond to email and other electronic forms of communication in a timely manner. Board governance and oversight is a continual commitment requiring interface with the Office administration, various officers, and committees.
4. Board members are expected to actively participate on Board and Society committees.

SECTION 10. VACANCIES AND DISMISSAL

1. If someone is unable to fulfill their duties serving on the Board of Directors the Nominating Committee shall be activated and will make recommendations(s) of candidate(s) to the Board of Directors. Any vacancy occurring among the Board of Directors shall be filled with approval of the majority of Board of Directors. A Board member elected to fill a vacancy shall be elected for the unexpired term of the individual's predecessor in office.
2. A Board member will be dismissed from the Board of Directors when:
 - a. There has been a failure to participate in two consecutive Board meetings. (Use of the proxy for one is evidence of participation.)
 - b. Failure to vote electronically by the designated deadline on Board and Committee proposals.
 - c. Ongoing pattern of lack of participation
 - d. Lack of a timely response to Board and/or Administrative communication.
3. If Board members fail to adhere to these policies and procedures, a verbal/written warning will be issued to the individual. The Board of Directors will vote to dismiss the member in question if the participation does not improve. The Society President will communicate the Board decision to the individual.

ARTICLE VI: OFFICERS AND AT LARGE-REPRESENTATIVES

SECTION 1. OFFICERS AND QUALIFICATIONS

The officers of The Society shall be a President, President-elect, Treasurer, Secretary, Membership Chair, and other officers and aides as may be elected in accordance with the provisions of this article. Any given person may hold only one office in The Society at a given time. Members of The Society in all membership categories, with the exception of student affiliates and honorary members (except those honorary members who meet criteria for membership), shall be eligible for election as officers of The Society or members of the Board of Directors. An employee of The Society shall not be eligible, while employed, to hold elective office in The Society.

SECTION 2. ELECTION AND TERMS OF OFFICE

The Society Officers shall be elected to serve as follows: the President shall serve a two (2) year term of office, after serving as President-elect for a two (2) year term; the President-elect shall serve a two (2) year term of office, then a (2) year term of office as President; the Treasurer, Secretary, and, Membership Chair shall serve a two (2) year term. The Secretary and Membership Chair will be elected in an alternate year, from the Treasurer. The officers shall take office during the regular Annual Meeting. Each officer shall hold office until the successor has been installed into office. Any officer may succeed in office for an additional term if so nominated and elected by the membership.

SECTION 3. REMOVAL

- A. Any officer or agent elected or appointed by the Board of Directors may be removed by a majority vote of the Board of Directors with cause, but such removal shall be without prejudice to the contract rights, if any, of the persons so removed.
- B. Officers and others volunteering for The Society shall operate in a professional manner. All members shall be respected and treated respectfully. All ideas shall be considered on their merits and value to the organization. Any action that demeans the dignity of another is prohibited and may result in the removal of that member from their position.

SECTION 4. VACANCIES

A vacancy in any office because of death, resignation, removal, disqualification, or otherwise shall be filled by a majority vote of the Board of Directors for the unexpired portion of the term.

SECTION 5. PRESIDENT

The President shall be the principal executive officer of The Society and shall in general supervise and administer all of the business and affairs of The Society. The President shall perform all duties to the office of President and the

Board of Directors may prescribe such other duties as from time to time. The President reports to the Board of Directors, and Executive Committee, and membership of The Society. The President, in conjunction with the Treasurer, is responsible for financial oversight of the organization.

Specific functions of President include:

- A. Supervise and administer all of the business and affairs of The Society.
- B. Oversee the management of all Society income and expenditures in conjunction with the Treasurer, Executive Committee, office director, and Certified Public Accountant.
- C. Consult with the Treasurer and Office Director to generate an annual budget. The budget will be reviewed by the Finance Committee and approved by the Executive Committee and Board of Directors.
- D. Chair the Executive Committee and ensuring The Society Bylaws and all other documents in the Policy & Procedures manual are followed.
- E. Preside at all meetings of the Executive Committee, Board of Directors, and the business meeting of The Society, creating the agenda and providing presidential and committee reports.
- F. Approve financial contracts of The Society.
- G. Help to maintain the overall financial health of The Society, including approving/denying expenditures.
- H. Appoint Committee Chairs and assist Chairs in forming committees to be approved by the Board of Directors, as well as facilitate the functioning of those committees.
- I. Oversee the development and implementation of the Annual Meeting by working with the Conference Chair, Program co-Chairs, and any management groups hired to conduct Society meetings.

The Society President must be a member in good standing. Prior experience with Society committees and leadership positions is preferred. The position of Society President is a voluntary one. The President is expected to attend the Board of Director meetings.

SECTION 6. PRESIDENT-ELECT

The President-elect works on the Annual Meeting plans for the year in which the Presidency takes place. The President-elect shall perform such other duties as

from time to time may be assigned by the President or by the Board of Directors and shall serve as a member of the Executive Committee. The President-elect reports to the Board of Directors, the Executive Committee, and the membership of The Society.

The President-elect must be a member in good standing. Prior experience with committees or Society leadership positions is preferred. The position of President-elect is a voluntary one. The President-elect is expected to attend the Board of Director meetings.

SECTION 7. TREASURER

The SSSS Treasurer, in conjunction with the President, is responsible for financial oversight of the organization. The Treasurer shall perform all the duties incidental to the office of Treasurer and such other duties as from time to time may be assigned by the President or by the Board of Directors. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of duties in such sum and with such surety or sureties as the Board shall determine. The Treasurer shall serve as a member of the Executive Committee and as Chair of the Finance Committee. At the end of the Treasurer's term, the past Treasurer serves on the Finance Committee. The Treasurer reports to the Board of Directors, the Executive Committee, and the membership of The Society.

Specific functions of Treasurer include:

- A. Oversee the management of all Society income and expenditures in conjunction with the President, Executive Committee, office director, and Certified Public Accountant.
- B. Oversee the management of all Society financial accounts in conjunction with the Executive Committee, and Certified Public Accountant.
- C. Oversee all additional Society systems, including payroll, investment and retirement packages, membership software program, etc.
- D. Oversee the rectification of expenses through the established tracking system with the Executive Committee, office director, and Certified Public Accountant.
- E. Generate an annual budget with the Finance Committee for review and approval by the Executive Committee and Board of Directors.
- F. Chair the Finance Committee and ensure The Society Fiduciary Policy is followed.
- G. Attending the Executive Committee and Board of Director meetings and provide Society financial reports.

- H. Assist with the review of all financial contracts.
- I. Assist Symposia chairs with event budgets and accounting.
- J. Help to maintain the overall financial health of The Society, including approving/denying expenditures.

The Treasurer must be a member in good standing. Prior experience in regional or Society leadership positions managing complex budgets is preferred. The position of Treasurer is a voluntary one. The Treasurer is expected to attend the Board of Director meetings.

SECTION 8. SECRETARY

The SSSS Secretary is responsible for keeping official records of the organization. The Secretary shall keep the minutes of the meetings of the Board of Directors and of the Executive Committee. The Secretary shall perform all duties incidental to the office of Secretary and other such duties as from time to time may be assigned by the President or the Board of Directors and serve as a member of the Executive Committee. The Secretary reports to the Board of Directors, the Executive Committee, and the membership of The Society.

Specific functions of Secretary include:

- A. Attend the Executive Committee and Board of Director meetings and record minutes of these meetings.
- B. Complete the minutes in a timely manner and distribute them to The Society President and officers.
- C. Keep the official record of all motions and votes, including electronic votes.
- D. Compile all motions at years end and recording them in the Book of Motions.
- E. Serve as a member of the Executive Committee.

The Secretary must be a member in good standing. Excellent writing and organizational skills are preferred. The position of Secretary is a voluntary one. The Secretary is expected to attend the Board of Director meetings.

SECTION 9. MEMBERSHIP CHAIR

The Membership Chair works on The Society's membership recruitment and retention for the term. The Membership Chair shall perform other duties from time to time that may be assigned by the President or by the Board of Directors and shall serve as a member of the Executive Committee. The Membership Chair

reports to the Board of Directors, the Executive Committee, and the membership of The Society.

The Membership Chair must be a member in good standing. Prior experience with committees or Society leadership positions is preferred. The position of Membership Chair is a voluntary one. The Membership Chair is expected to attend the Board of Director meetings.

SECTION 10. AT LARGE REPRESENTATIVES

Five at-large representatives will be elected to the Board of Directors for a term of two (2) years. Terms will be staggered so that only two or three new at-large representatives will be elected at the same time.

A sixth at-large representative seat is held by the Student Representative. (See Section 11 below).

At-large representatives will focus on membership, with specific attention to retaining and attracting new members, developing local symposia, and promoting Society interests. Additional participation with Society committees and endeavors will be encouraged as needed.

At-large representatives must be members in good standing. Prior experience with committees or Society leadership positions is preferred. The position of at-large representative is a voluntary one. At-large representatives are expected to attend the Board of Director meetings.

SECTION 11. STUDENT REPRESENTATION ON THE BOARD OF DIRECTORS

The senior student involvement Co-Chair will serve as the Student Representative to the Board of Directors. Each year, the student members will select a candidate to the position of Student Involvement Co-Chair. Co-Chairs will serve a term of four (4) years, two as junior chair, and two (2) as senior chair. The Student Representative Co-Chairs will work to identify student needs, solicit and organize student volunteers, organize student activities at Society meetings and communicate student interests to the Board of Directors.

ARTICLE VII: ELECTION PROCEDURES

SECTION 1. NOMINATIONS AND ELECTIONS COMMITTEE

The Nominations and Elections Committee, chaired by the immediate Past President, will oversee the elections of The Society. The immediate Past President will serve a two (2) year term. The committee will be responsible for securing nominations for office, working with The Society office to create the electronic

ballot, certifying the eligibility of all ballots received, tabulating the ballots, and reporting its findings to the Board of Directors.

SECTION 2. NOMINATION BY PETITION

Ten percent (10%) or more of The Society members entitled to vote for a particular office and in good standing may nominate by petition a qualified member as a candidate to serve in a specific position on the Board of Directors. The petition must be sent to the chair of the Nominations and Election Committee. A statement signed by the candidate must be filed with the completed petition stating the candidate is willing to serve if elected. A name supported by this petition must be placed on the next ballot. The petition must be submitted to the Nominating Committee no later than 30 days before the balloting date.

SECTION 3. CERTIFICATION OF CANDIDATES

The Nominating Committee shall certify one or more nominees for each Society office. The Nominating Committee shall present this to the Board of Directors for approval.

SECTION 4. VOTING PROCEDURE

Electronic or mailed paper ballots shall be provided to those members eligible to vote. An appropriate voting system to ensure secret balloting will be used.

SECTION 5. TIE VOTES

The Board of Directors will break any tie votes cast by a coin toss by The Society President.

ARTICLE VIII: COMMITTEES

SECTION 1. COMMITTEES OF BOARD MEMBERS

The Board of Directors may designate one or more committees, each of which shall consist of one or more members of The Society. To the extent provided in such resolution, a committee shall have and exercise the authority thus vested in it by the Board of Directors in the conduct of that portion of the business of The Society thus assigned to it. Committee chairs shall report progress, findings, and activities of the committee to the Executive Committee of The Society at the discretion of the Executive Committee. If the Executive Committee has not required such reports, then the committee chairperson shall make such report to the Board of Directors at its next meeting. The Board of Directors may, in its discretion, designate itself as one or more of the committees, or if any committee has not been designated, may in its discretion, serve and take action as such committee.

SECTION 2. NOMINATIONS AND ELECTIONS COMMITTEE

The immediate Past President will serve as chair of this committee for a two (2) year term. At least three (3) members of the Society will be part of the committee,

selected from a broad geographical area within the membership. As stated in Article VII, Section 1, this committee is responsible for securing nominations for office, working with The Society office to create the electronic ballot, certifying the eligibility of all ballots received, tabulating the ballots, and reporting its findings to the Board of Directors.

SECTION 3. FINANCE COMMITTEE

The Executive Committee shall establish a Finance Committee consisting of not less than five (5) members of The Society, including the Treasurer of The Society (who serves as chair), the past Treasurer of The Society, and any other member deemed necessary by the Board of Directors, President, or Treasurer of The Society to serve.

SECTION 4. OTHER COMMITTEES

The Board of Directors may establish other committees of The Society.

SECTION 5. TERM OF OFFICE

Each member of a committee shall continue as such until the next Annual Meeting and until a successor is appointed, unless the committee is terminated, or Society membership is not maintained. Terms of office will be staggered between committee members. Members can be terminated from committee membership at the discretion of the Board of Directors.

SECTION 6. CHAIRS

The President shall nominate a chair for each committee for approval by the Board of Directors.

SECTION 7. VACANCIES

Vacancies in membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

SECTION 8. QUORUM

Unless otherwise provided, a majority of the whole committee shall constitute a quorum, and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

SECTION 9. RULES

Each committee may adopt rules for its own government consistent with the Bylaws and with the Policy Manual of The Society.

ARTICLE IX: CONTRACTS, CHECKS, DEPOSITS AND FUNDS

SECTION 1. CONTRACTS

The Board of Directors may authorize any officer or officers, agent or agents of The Society, in addition to the officers so authorized by these Bylaws, to enter into

any contract or execute and deliver any instrument in the name of and on behalf of The Society, and such authority may be general or confined to specific instances.

SECTION 2. CHECKS, DRAFTS, AND OTHER ORDERS OF PAYMENT

All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of The Society shall be signed by the office director, President, or the Treasurer.

SECTION 3. DEPOSITS

All funds of The Society shall be deposited from time to time to the credit of The Society in such banks, trust companies or other depositories as the office director, President, or the Treasurer may select.

SECTION 4. GIFTS

The Board of Directors may accept on behalf of The Society any contribution, gift, bequest or device for the general purpose or for any special purpose of The Society.

ARTICLE X: BOOKS AND RECORDS

The Society shall keep accurate and complete minutes of the proceedings of the Board of Directors, business meetings, and special meetings, and semiannual reports from committees having any of the authority of the Board of Directors, including financial records. The Society shall keep at its operating office the names and addresses of the members entitled to vote. Any member by an agent or attorney may inspect all books and records of The Society for any proper purpose at any reasonable time.

ARTICLE XI: FISCAL YEAR

The fiscal year of The Society shall begin on the first day of January and end on the last day of December in each year.

ARTICLE XII: DUES AND ASSESSMENTS

SECTION 1. ANNUAL DUES

The Board of Directors may determine from time to time the amount of initiation fee, if any, and annual dues payable to The Society by members of each class. The Board of Directors shall also be empowered to levy and collect special assessments upon an affirmative vote of two thirds (2/3) of the entire membership of such Board.

SECTION 2. PAYMENT OF DUES

Dues and special assessments shall be payable as determined by the Board of Directors.

SECTION 3. DEFAULT AND TERMINATION OF MEMBERSHIP

When any member of any category shall be in default in the payment of dues, the membership may thereupon be terminated in the manner provided in Article III.

ARTICLE XIII: SEAL

The Board of Directors may provide for an appropriate seal that will adequately identify The Society and will serve to authenticate the execution of documents by its officers.

ARTICLE XIV: WAIVER OF NOTICE

Whenever any notice whatever is required to be given under the provisions of the Membership Corporation Law of the State of New York or under the provisions of the articles of incorporation of the Bylaws of The Society, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated herein, shall be deemed equivalent to the giving of such notice.

ARTICLE XV: EXECUTIVE DIRECTOR, OFFICE DIRECTOR, ASSOCIATE DIRECTOR

The Board of Directors may employ an Executive Director, office director, associate director, office manager or other administrative staff. The individual will be an ex-officio member, without vote, of all standing committees of The Society. The Executive Committee shall stipulate all conditions of employment, including duration of contract, salary, and others as required. The Executive Director or office director shall be responsible to the President and to the Executive Committee of The Society.

ARTICLE XVI: ANNUAL MEETING

SECTION 1. ANNUAL MEETING

The Society will sponsor a scientific meeting each year, and this meeting will be called the Annual Meeting. The Society Annual Meeting will be the only meeting venue with invited plenaries, concurrent research presentations, and large-scale sponsors and advertisers.

SECTION 2. TIME AND PLACE

The Annual Meeting Policy Statement identifies the procedures for the Annual Meeting.

ARTICLE XVII. AMENDMENTS

SECTION 1. EFFECTIVE DATE

The Bylaws shall become effective thirty (30) days following approval by the membership.

SECTION 2. BYLAWS CHANGES

The Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted by a majority of the votes cast by members.

Approved November, 2016