

CONSTITUTION

with amendments to 20 January 2008

ARTICLE I. Name

This Society shall be called the American Meteorological Society.

ARTICLE II. Objectives

The objective of this Society is to advance the atmospheric and related sciences, technologies, applications, and services for the benefit of society.

The Society shall be a nonprofit organization, and none of its net income or net worth shall inure to the benefit of its members. Its membership and activities shall be international in scope.

ARTICLE III. Membership

1. The AMS membership shall be comprised of individuals, corporations, and institutions interested in the advancement of the goals and objectives of the Society.
2. The membership of the Society shall consist of:

Honorary Members
Fellows
Members
Associate Members
Corporation and Institutional Members
Student Members

Only Honorary Members, Fellows, and Members are eligible to vote, to hold office, and to be members of the Council, with such further limitations as may be imposed by this Constitution and Bylaws. Notwithstanding the preceding sentence, those in the grade of Member on 31 December 1965, who became Associate Members on that date, are eligible to vote. Professional Members on 31 December 1972 shall be designated Members thereafter.

3. The Council shall elect members to the grades of membership for which they are deemed qualified within the requirements specified in this Article. The Council may delegate the election to ~~nonvoting~~ grades other than Honorary Member or Fellow to such constituent body or elected or appointed officer as it may deem appropriate.
4. ~~Those eligible for election to Member shall satisfy one or more of the following categories of criteria:~~
 - ~~A. Hold a baccalaureate or higher degree in the atmospheric or related oceanic or hydrologic sciences from an accredited institution of higher learning;~~
 - ~~B. Hold a baccalaureate or higher degree from an accredited institution of higher learning in other sciences or engineering, and be currently engaged in an activity in which his or her knowledge is applied to the advancement or application of the atmospheric or related oceanic or hydrologic sciences;~~

~~C. Have completed 20 semester hours of credit in the atmospheric or related oceanic or hydrologic sciences at an accredited institution of higher learning and have three years of professional experience in the last five years in the application of atmospheric or related oceanic or hydrologic sciences;~~

~~D. Notwithstanding the provisions of the above criteria, the Council may elect as a Member such other persons deemed to have made an outstanding contribution to the advancement or application of atmospheric or related oceanic or hydrologic sciences.~~

Any person having demonstrable professional or scholarly expertise in the atmospheric or related sciences, technologies, applications, or services shall be eligible for election to Member of the Society, whether or not this expertise is a source of livelihood.

5. Honorary Members shall be persons of acknowledged preeminence in the atmospheric or related oceanic or hydrologic sciences, either through their own contributions to the sciences or their application or through furtherance of the advance of those sciences in some other way. They shall be exempt from all dues and assessments.
6. Those eligible for election to Fellow shall have made outstanding contributions to the atmospheric or related oceanic or hydrologic sciences or their application during a substantial period of years.
7. Corporations and other organizations desirous of supporting the atmospheric or related oceanic or hydrologic sciences or their application are eligible for election to Corporate and Institutional Member.
8. Those eligible for election to Student Member shall be graduate or undergraduate students enrolled at least half-time at an accredited institution of higher learning.
9. Those eligible as candidates for election to Associate Member shall be persons interested in the advancement and objectives and goals of the Society who do not qualify or choose to apply under another category of membership.

ARTICLE IV. Dues

The dues of all members shall be set by the Council from time to time and shall become effective and payable on such notice to the members as the Bylaws may provide.

ARTICLE V. Elective Offices

1. The elective officers of the Society shall be:
 - A. A President, who shall be the immediate past President-Elect;
 - B. A President-Elect.
2. The term of office of the President and President-Elect shall be approximately one year pursuant to the terms of Article VI, paragraph 7.
3. If the office of President becomes vacant, the President-Elect shall assume the authorities and responsibilities of President for the remainder of the unexpired term.
4. If the office of President-Elect becomes vacant, the office shall remain vacant until the next general election, at which time both a President and President-Elect shall be elected.

5. These officers, in addition to the duties specifically assigned to them by the Constitution and Bylaws, shall discharge any other duties incident to their respective offices.

ARTICLE VI. Nomination and Election of Officers and Councilors

1. The Council shall arrange for the nomination of candidates for each elective office and Council position to be filled.

Nominations also may be made by petition signed by at least 50 members eligible to vote on the preceding 1 May, provided the petition is received by the Secretary–Treasurer together with the written consent of the nominee not later than 1 ~~September~~July.

2. The election of elective Officers and Councilors by members eligible to vote shall be by ballot.
3. At least ~~90~~120 days prior to the Annual Meeting, the Secretary-Treasurer shall send, by electronic mail or by mail via the postal service, at his option, to each member eligible to vote, at the option of the Secretary-Treasurer, either a ballot containing the names of the nominees for elective office and Councilor or a notice of the availability of an electronic ballot, which notice shall indicate the Universal Resource Locator (URL) where the ballot is located.
4. The ballots shall be cast by sending via the postal service or electronic mail or by an electronic ballot located at a Universal Resource Locator (URL) and, to be counted, must be received by the Secretary–Treasurer at the headquarters of the Society at least ~~30~~60 days prior to the date of the next Annual Meeting.

Each member eligible to vote shall be entitled to one vote for President-Elect and one vote for each Council vacancy to be filled by election by the membership. The candidate receiving the highest number of votes cast for President-Elect and the appropriate number of candidates for Councilor in each group, if the ballot is so structured, receiving the highest number of votes cast shall be declared elected.

In the event of any tie vote between two or more candidates for any office, including that of President-Elect, the retiring Council shall choose between said candidates by ballot.

For the purpose of this Paragraph 4, the election of the President-Elect by the Councilors comprising the retiring Council may be taken by electronic ballot at the option of the Secretary-Treasurer.

5. In the event of a vacancy on the Council, which vacancy would extend beyond the next business meeting, the vacancy shall be filled by that person receiving the next highest number of votes, after those elected for a full term, in the election immediately following the vacancy.
6. Any elective Officer or Councilor may be removed from office for due cause by a vote of at least two-thirds of those Council members who are eligible to vote.
7. The term of office of the elective Officers and Councilors shall commence at the adjournment of the Annual Meeting at which their election is announced and shall end when their successors take office.
8. The Council may adopt additional rules governing elections not inconsistent with the Constitution and Bylaws.
9. Any action required or permitted to be taken by the members by ballot may be taken by mail ballot or electronic ballot at the option of the Secretary-Treasurer. The term “electronic ballot,” as used in this

Constitution, shall include a ballot sent by electronic mail and a ballot located at a Universal Resource Locator (URL).

10. The term “mail” and “mailed,” as used in this Constitution, shall include electronic mail, transmission by electronic mail, and transmitting by electronic mail, as the case may be.

ARTICLE VII. Council

1. The corporate powers of the Society shall be vested in the Council subject to the Constitution and Bylaws of the Society. The Council shall be the principal governing body of the Society. It consists of the elective officers, the last two Past-Presidents, and 15 other voting members of the Society, each elected for a three-year term, with one-third retiring each year. Councilors are eligible for reelection but not to consecutive terms. The Executive Director and Secretary–Treasurer shall be members of the Council ex officio and without the power to vote.
2. Five Councilors shall be elected each year for a term of three years. Four of said Councilors shall be elected by members eligible to vote in accordance with the procedure set forth in Article VI of the Constitution. One of said Councilors shall be elected by the Council of the Society by the majority vote of the membership of the Council eligible to vote or by ballot by an affirmative vote of not less than two-thirds of the entire Council entitled to vote. The Secretary–Treasurer shall send, at his option, by electronic mail or by mail via the postal service, to each member of the Council, at the option of the Secretary-Treasurer, either a ballot or a notice of the availability of an electronic ballot, which notice shall indicate the Universal Resource Locator (URL) where the ballot is located. To be counted, the ballot or electronic ballot, as the case may be, must be received by the Secretary–Treasurer not later than thirty (30) days after the ballot or notice of ballot, as the case may be, was sent to the Councilor. For the purpose of this Paragraph 2, the election of a Councilor by the Councilors of the Society may, at the option of the Secretary-Treasurer, be conducted by electronic ballot.
3. The Council shall appoint, upon the recommendation of the Executive Committee, an Executive Director. The Council shall further appoint, upon the recommendation of the Executive Committee and Executive Director, a Secretary–Treasurer. Appointment in each case shall require an affirmative vote of a majority of those Council members eligible to vote. The Executive Director may be removed from office only by at least a two-thirds vote of those Council members eligible to vote. The Secretary–Treasurer may be removed by a vote of a majority of those Council members eligible to vote.
4. The Council may appoint other such officers as may be convenient and may make any interim appointments to vacancies not otherwise provided for in the Constitution or Bylaws.
5. If the Council, at its first meeting after a meeting of the members of the Society, determines that any resolution adopted by the members affects the fundamental rights of the membership, then such resolution shall be submitted immediately by ballot to all members eligible to vote; provided, however, the Secretary-Treasurer, at his option, may send to all members eligible to vote a notice of the availability of an electronic ballot, which notice shall include the Universal Resource Locator (URL) where the ballot is located. Approval shall require the affirmative vote of a majority of those voting. The ballots to be counted shall be received by the Secretary–Treasurer within 30 days of the date the ballot or the notice of ballot, as the case may be, was sent.
6. Meetings of the Council shall be held at any place within or outside Massachusetts that has been designated, from time to time, by the President.

7. Councilors may participate in a meeting through use of conference telephone or similar communications equipment so long as all Councilors participating in such meeting can hear each other at the same time. All such Councilors shall be deemed present at such a meeting.
8. Any action required or permitted to be taken by the Council may be taken without a meeting if all of the Councilors shall individually or collectively consent in writing to that action. Such action written consent(s) shall have the same effect as a unanimous vote of the Councilors at a meeting, and shall be filed with the minutes of the proceedings of the Council.

ARTICLE VIII. Constituent and Affiliated Bodies

1. Executive Committee

A. There shall be an Executive Committee that shall consist of:

- a) The President, who shall be the Chairman;
- b) The President-Elect, who shall be the Vice-Chairman;
- c) The two most immediate Past-Presidents;
- d) Two members of the Council, other than those named in the preceding paragraphs a), b), and c), who shall be elected by the Council, one each year for a term of two years; and
- e) The Executive Director and Secretary–Treasurer, each ex officio and without the power to vote.

B. A majority of voting members of the Executive Committee, at least one of whom shall be the President or President-Elect, shall constitute a quorum. The affirmative vote of a majority, but not fewer than three members of the Executive Committee, shall be required for the resolution of any question.

C. The Executive Committee shall function as the executive arm of the Council within the policies established by the Council. The Committee shall meet as often as it deems necessary, and it is empowered to interpret and execute Council policies when the Council is not in session.

2. Other Constituent Bodies

A. Other constituent bodies, such as Commissions, Boards, and Committees of the Society are provided for in the Organizational Procedures.

B. The names, purposes, membership, terms of office of members, and terms of reference to all constituent bodies provided for by the Organizational Procedures or established by the Council shall be published. This publication shall be updated at least annually by the issue of amendments or by such other means as may be determined by the Council.

3. Affiliated Bodies

Local chapters or other affiliated bodies of the Society may be organized with the consent of the Council, and the Council shall promulgate rules governing their activities. These rules shall be set forth in the Organizational Procedures. The Council may withdraw its consent for good cause.

ARTICLE IX. Appointed Officers

1. The appointed officers shall be the Executive Director and the Secretary–Treasurer. The election of appointed officers may, at the option of the President, be conducted by electronic ballot or mail ballot.

2. Their appointment shall require a majority vote of the entire Council membership that is eligible to vote.
3. Removal of the Executive Director shall only be by vote of at least two-thirds of the entire Council that is eligible to vote. Removal of the Secretary–Treasurer shall be by majority vote of the entire Council membership that is eligible to vote.
4. The Executive Director:
 - A. Shall be appointed by the Council, upon the recommendation of the Executive Committee; and
 - B. Shall serve as Chief Executive Officer and be responsible for the administration of the Society’s headquarters and all activities in accordance with the Constitution and Bylaws.
5. The Secretary–Treasurer:
 - A. Shall be appointed by the Council upon recommendation of the Executive Committee and the Executive Director; and
 - B. Shall have such powers and duties as are provided in the Constitution and Bylaws and be administratively responsible to the Executive Director.

ARTICLE X. Meetings

1. There shall be an Annual Meeting, between 25 December and 31 March next following, of the members of the Society at a time and place designated by the Council. Notice of the time and place of the Annual Meeting shall be given to the membership by the Secretary–Treasurer not less than 60 days before the date on which the Annual Meeting is held. Other meetings of members shall be held at a time and place designated by the Council, and the Secretary–Treasurer shall give notice of the meeting not less than 30 days before the date on which the meeting is held.
2. The rules contained in Robert’s Rules of Order Revised shall govern all business meetings of the Society unless inconsistent with the Constitution, Bylaws, or any standing rules of the Society.
3. A quorum for the transaction of business at an Annual Meeting shall be at least 50 members present who are eligible to vote. The affirmative vote of a majority of the members present who are eligible to vote shall be required for the resolution of any question.

The Council may make other rules for meetings not inconsistent with the Constitution or Bylaws. Business not set forth in the notice of the meeting shall not be transacted if five members eligible to vote object.

4. The fiscal year of the Society shall conform to the calendar year.

ARTICLE XI. Publications

The Society shall publish an official organ and such additional journals, papers, books and the like as may be authorized by the Council.

ARTICLE XII. Guidelines for Professional Conduct

To enhance the benefits of the meteorological and related professions to humanity, to uphold the dignity and honor of the profession, and to provide guidance for individual members, institutional members, or for members in association with other professionals, the American Meteorological Society has adopted the following Guidelines for Professional Conduct. Only individuals and organizations who intend to abide by these Guidelines should seek admission or continuing membership in the Society; therefore, these Guidelines will appear on the membership application form and will be published at least annually in the official organ of the Society.

1. Relationship of members to the profession as a whole.

- A. Members should conduct themselves in ~~such an ethical~~ manner ~~as to~~and reflect dignity and honor on their profession.
- B. Members who are professionally active should endeavor to keep abreast of relevant scientific and technical developments; they should continuously strive to improve their professional abilities.
- C. Members engaged in the development of new knowledge should make known to the scientific world their significant results through the media of technical or scientific publications or meetings.

2. Relationship of members to colleagues.

Members should not take credit knowingly for work done by others; in publications or meetings, members should attempt to give credit where due.

3. Relationship of members to clients and the general public.

- A. Members should base their practice on sound scientific principles applied in a scientific manner.
- B. Members should not direct their professional activities into practices generally recognized as being detrimental to, or incompatible with, the general public welfare.
- C. Members undertaking work for a client should fully advise him or her as to the likelihood of success.
- D. Members should refrain from making exaggerated or unwarranted claims and statements.
- E. Members should refer requests for service that are beyond their professional capabilities or their scope of service to those properly qualified.
- F. Members shall not use or display the official seal of the American Meteorological Society, the Radio Seal of Approval, the Television Seal of Approval, or the designation Certified Consulting Meteorologist or Certified Broadcast Meteorologist unless duly authorized by the Society.

ARTICLE XIII. Amendments to the Constitution

- 1. No part of the Constitution shall be amended or annulled except by ballot in the following manner: A proposed amendment shall be approved by the Council or submitted to the Secretary–Treasurer in a petition signed by at least 50 members eligible to vote on the preceding 1 May. The proposed amendment, with the reasons therefor, shall, at the option of the Secretary-Treasurer, be published in the official organ of the Society or posted on the official web site of the Society, in each instance at least 90 days before ballots with respect to the proposed amendment, or notices of ballots with respect to the proposed amendment, as the case may be, are sent to the members.

2. A proposed amendment, accompanied by, at the option of the Secretary-Treasurer, either a ballot or a notice of the availability of an electronic ballot, which notice shall indicate the Universal Resource Locator (URL) where the ballot is located, shall be sent by the Secretary-Treasurer, at the option of the Secretary-Treasurer, by electronic mail or by mail via the postal service to each member eligible to vote at least 60 days prior to the date the ballots are to be counted. To be counted, the ballot or electronic ballot, as the case may be, must be received by the Secretary-Treasurer not later than 30 days after the ballot or notice of ballot, as the case may be, was sent to the member.
3. The adoption of a proposed amendment shall require the affirmative votes of at least two-thirds of all members voting.

BYLAWS

with amendments to 22 January 2012

ARTICLE I. Council

1. The President shall be Chairman of the Council and the President-Elect shall be Vice-Chairman.
2. The Council shall meet at the close of the Annual Meeting. The President may convoke the Council in special meeting at such time as he or she may deem advisable for promoting the affairs of the Society. A special meeting of the Council shall be called by the President whenever requested in writing by five or more members of the Council. Notices of all special meetings shall state the purpose or purposes for which such meetings are called. At least 30 days' written notice of the place and date of any special meeting shall be given by the Secretary-Treasurer to each member of the Council.
3. A member of the Council must be present to be entitled to vote. An affirmative vote of a majority of the Councilors present, but not fewer than eight, shall be required for the resolution of any question, unless the matter is one that by express provision of the Constitution or Bylaws requires a greater proportion, in which event such express provision shall control. Eleven Council members eligible to vote shall constitute a quorum.
4. Meetings of the Council shall be held at any place within or outside Massachusetts that has been designated, from time to time, by the President.
 - A. Councilors may participate in a meeting through use of conference telephone or similar communications equipment so long as all Councilors participating in such meeting can hear each other at the same time. All such Councilors shall be deemed present at such a meeting.
 - B. Any action required or permitted to be taken by the Council may be taken without a meeting if all of the Councilors shall individually or collectively consent in writing to that action. Such written consent (s) shall have the same effect as a unanimous vote of the Councilors at a meeting, and shall be filed with the minutes of the proceedings of the Council.
 - C. Where voting by Councilors is permitted in these Bylaws or the Constitution by ballot, rather than at a meeting of the Council, all Councilors receiving a ballot shall be deemed present and entitled to vote. The term "ballot," as used in these Bylaws, shall include mail ballot and electronic ballot.
 - D. Any action required or permitted to be taken by the members by ballot may be taken by mail ballot or electronic ballot at the option of the Secretary-Treasurer. The term "electronic ballot," as used in these Bylaws, shall include a ballot sent by electronic mail and a ballot located at a Universal Resource Locator (URL).
 - E. The term "mail" and "mailed," as used in these Bylaws, shall include electronic mail, transmission by electronic mail, and transmitting by electronic mail, as the case may be.

5. The Council shall arrange for the nomination of candidates for each elective office and Council position to be filled. A report of a recommended slate shall be submitted by 1 May of each year to the Secretary–Treasurer for transmittal to the Executive Committee for its approval. The Secretary–Treasurer shall then give the report, not later than 15 July, to all members eligible to vote.
6. The Council is in general charge of the affairs of the Society, responsible for ensuring that reasonable actions are taken to accomplish the objectives of the Society set forth in the Constitution and Bylaws.
7. The Council is responsible for defining the scope of the Society’s activities needed to advance the Society’s objective. The “atmospheric and related sciences, technologies, applications, and services” are to be interpreted broadly. Such an interpretation shall include not just meteorology and the other natural sciences covering the components of the Earth-Sun system, such as oceanography, hydrology, and space weather, but also the disciplines that further the technology and applications based on or supporting those sciences, as well as economics and other social sciences, and other disciplines that support policy, applications, and services related to the Earth system.
8. The Council’s powers and authorizations include, but are not limited to, the following:
 - A. Exercising all corporate powers of the Society subject to the Constitution and Bylaws;
 - B. Electing members to appropriate grades;
 - C. Appointing other officers as specified in the Constitution and Bylaws, as may be required;
 - D. Removing any elective officer or Councilor for cause by at least two-thirds of the voting membership of the Council;
 - E. Electing of one Councilor each year for a three-year term and adopting additional rules governing elections;
 - F. Proposing of amendments to the Constitution and designating of time for vote thereon;
 - G. Appointing of replacements to fill vacant offices, except that if the office of President-Elect becomes vacant, it shall remain vacant until the next general election;
 - H. Setting dues, fees, and assessments for the various categories of members, after adequate advance notice to members;
 - I. Establishing classes of contributions to give proper recognition to those making donations to the Society;
 - J. Designating the time and place of the Annual Meeting, authorizing and setting the time and place for other meetings of the Society, and establishing additional rules for meetings;
 - K. Authorizing the formation of Chapters and other divisions of the Society;
 - L. Delegating selected responsibilities of the Council to the Executive Committee;
 - M. Establishing other constituent and affiliated bodies (Commissions, Boards, Committees, and Local Chapters) as appropriate, and deciding on the membership and terms of reference of those bodies;
 - N. Arranging for the nomination of candidates for each Office and Council position to be filled by the membership;

- O. Appointing and removing the Executive Director and Secretary–Treasurer;
- P. Authorizing publication and directing distribution of journals in addition to the official organ of the Society;
- Q. Arranging for the distribution of ballots to all members eligible to vote when it determines that a resolution adopted at a meeting of members affects fundamental rights of the membership;
- R. Resolving tie votes between two or more candidates for office;
- S. Planning the overall activities of the Society;
- T. Reviewing and approving the action and reports of subordinate bodies, as required;
- U. Approving certain appointments to subordinate bodies, as specified herein;
- V. Approving all matters of major policy arising from the scientific, fiscal, or organizational activities of the Society, including approval of the annual budget;
- W. Approving the awarding of certain honors and distinctions;
- X. Approving and disseminating statements on scientific matters and on matters pertaining to public policy; and
- Y. Amending these Bylaws in accordance with Article VIII.

ARTICLE II. Official Organ

The *Bulletin* shall be the official organ of the Society.

ARTICLE III. Dues

1. Dues shall be assessed annually.
2. Changes in dues shall become effective upon 30 days' notice to the membership.
3. In order to give proper recognition to members or others making donations to the Society, the Council may establish appropriate classes of contribution relative to the cumulative amount given by an individual or institution.
4. Any person who is a member of 25 or more years' standing will, by reaching the age of 70, be relieved of paying dues, if he or she so requests, without curtailing his or her rights as a member.
5. Only members who have paid current dues or are exempt pursuant to Article III, Paragraph 4, of these Bylaws or Article III, Paragraph 5, of the Constitution, are in good standing and entitled to the rights and privileges of membership.
6. Council reviews dues structure every five years.

ARTICLE IV. Corporate Authority

No member, constituent or affiliated body, or other group, except the Council, Executive Committee, and the Executive Director, shall have the authority without the express vote of the Council, Executive Committee, or authority of the Executive Director to pledge the credit of the Society, to enter into contractual arrangements in the name of the Society, or to make and/or disseminate public policy statements in the name of the Society, or which may give the appearance of being on behalf of the Society.

No member shall use or display the official seal or other trademark of the American Meteorological Society unless duly authorized by the Society.

ARTICLE V. Executive Committee

1. Between Council meetings, the Executive Committee meets as often as it deems necessary and is responsible for ensuring that reasonable actions are taken to accomplish the purposes of the Society subject only to the policy decisions—scientific, fiscal, and organizational—made by the Council.
2. The affirmative vote of a majority, but not fewer than three members of the Executive Committee, shall be required for the resolution of any question.
3. The President shall report to the Council at each meeting on the activities of the Executive Committee in these matters.
4. The Executive Committee may meet by means of conference telephone or similar communications equipment provided that all such persons so participating in such meeting can communicate with each other at the same time.
5. The powers and duties of the Executive Committee include, but are not limited to, responsibility for the following:
 - A. Handling the finances of the organization within the limits set by the Council on the approval of the annual budget;
 - B. Overseeing the Executive Director;
 - C. Scheduling meetings of the Society;
 - D. Making recommendations to the Council regarding the awarding of honors and distinctions;
 - E. Directing fund-raising activities subsequent to approval in principle by the Council;
 - F. Approving and settling upon the slate of nominees for elective officers and councilors;
 - G. Preparing of rules and regulations concerning Chapters of the Society;
 - H. Implementing of decisions of the Council as directed;
 - I. Approving statements by the Committee on Public Policy (COMPUP) when the Council is not in session and issuing public policy statements in matters of urgency if, in the Executive Committee's opinion, it is advisable to do so. In such fast-response cases, the Executive Committee shall approve the statement by not less than a two-thirds vote;
 - J. Recommending to the Council names of individuals for election as Honorary Members;

- K. Establishing continuing committees to provide advice and recommendation in the discharge of its duties. These committees, with their composition and duties, are specified in the Organizational Procedures;
- L. Establishing ad hoc committees from time to time for the consideration of special problems of a noncontinuing nature within the province of the Executive Committee;
- M. Establishing, from time to time, an Appeals Committee, which shall comprise three members to be appointed by the President with the concurrence of the Chairman of the Commission on Professional Affairs and the Executive Director. Its purpose shall be to hear appeals on denial of the Certified Consulting Meteorologist certificate, the Seal of Approval, Membership status, and other matters as determined by the Executive Committee; and
- N. Other matters may be specifically delegated by the Council to the Executive Committee from time to time.

ARTICLE VI. Executive Director

1. The Executive Director shall serve as Chief Executive Officer and be responsible for the administration of the Society's headquarters and all activities in accordance with the Constitution and Bylaws.
2. The Executive Director shall be responsible to the Executive Committee for the continuing management of the Society in all respects, except as specifically reserved by the Executive Committee or Council.
3. The Executive Director is appointed by the majority vote of the members of the Council who are eligible to vote, holds office at the pleasure of the Council, and can be removed by a vote of at least two-thirds of the membership of the Council who are eligible to vote.
4. The duties and responsibilities of the Executive Director shall include, but not be limited to, the following:
 - A. Maintain and direct an adequate staff at the Society's headquarters to do the work of the Society within the limits imposed by the budget;
 - B. Carry out approved programs and conduct such business and correspondence as may be directed by the Council;
 - C. Within the policy established by the Council and the Executive Committee, initiate liaison and collaboration with others for the furthering of the objectives of the Society;
 - D. Maintain the Society's headquarters building and other tangible assets in a good state;
 - E. Recommend to the Executive Committee such expansion of the programs or redirection of emphasis or efforts as appears to him or her to be in the best interests of the Society and to implement these after approval;
 - F. Facilitate the work of the Council, the Executive Committee, and the constituent bodies of the Society;
 - G. Direct the editing and publishing of the official organ of the Society;

- H. Assist in the editing and publishing of the other publications of the Society within the policy established by the Council or the Executive Committee;
- I. Enter into scientific or related contractual obligations on behalf of the Society when approved by the Council or the Executive Committee;
- J. Under suitable bond, disburse the funds of the Society in accordance with policies determined by the Council; and
- K. Keep informed of the activities of the constituent bodies of the Society and serve as an ex officio non-voting member of all Commissions, Boards, and Committees established by the Council.

ARTICLE VII. Secretary–Treasurer

1. The Secretary–Treasurer shall have such powers and duties as are provided in the Constitution and Bylaws.
2. The Secretary–Treasurer shall be responsible to the Council and shall be administratively responsible to the Executive Director and can be removed by a majority vote of the voting membership of the Council.
3. The Secretary–Treasurer shall:
 - A. Serve as Parliamentarian for meetings of the Council and Executive Committee;
 - B. Keep a record of all business meetings of the Society, Council, and the Executive Committee;
 - C. As provided in these Bylaws and any amendments thereof, give notice of all meetings of the Society and Council;
 - D. Keep a correct list of the name and current address of every member of the Society;
 - E. Secure the written consent of all candidates for elective office before giving the report of the recommended slate to the Members eligible to vote;
 - F. Give notice of election to all persons elected to membership in the Society;
 - G. Keep the accounts, have charge of all the funds of the Society, collect all annual dues and other payments due the Society, and make all payments for the Society;
 - H. Make a statement of the accounts of the Society at each Business Meeting and whenever requested to do so by vote of the Council or Executive Committee; and
 - I. Internally audit the financial, legal, and correspondence functions of the Society.
4. With the approval of the Executive Committee, the Secretary–Treasurer may delegate to such person or persons as he or she thinks best, power to sign for the Society checks of any amount not in excess of such amount to be determined by the Executive Committee from time to time. In the absence of or in the event of the unavailability of the Secretary–Treasurer, or during a vacancy in that office, the duties may be performed by an interim appointee.

ARTICLE VIII. Amendments to the Bylaws

No part of the Bylaws shall be amended except in the following manner: a proposed amendment shall be submitted to each member of the Council for his or her notice and comment at least thirty (30) days before the Council meeting at which a vote on the proposed amendment is to be taken. After notice is given, the proposed amendment must be approved by a vote of Council of at least two-thirds of the Council members eligible to vote.