

Bylaws of The American Entomological Society

Adopted October 24, 2007

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ARTICLE 1 — NAME

Section 1. The name of this Society shall be

"The American Entomological Society".

Section 2. The corporate seal of this Society shall be

the title of the Society surrounding the words "Founded 1859, Incorporated 1862", with a figure of *Dynastes tityus* and the motto "Festina lente" (advance deliberately) occupying the center.

ARTICLE II — OBJECTIVE

Section 1. The objective of this Society shall be

to promote the study and advancement of entomology, by original research, by publication of results, by building and maintaining a library, and by other appropriate means. This Society shall be organized and operated exclusively for scientific and educational purposes.

ARTICLE III — MEMBERS

Section 1. Any person interested in entomology, regardless of race, creed, or gender, is eligible for membership in this Society.

Section 2. This Society shall consist of Regular, Life, Emeritus, Honorary, and Student members.

Section 3. Regular members are individuals who pay annual dues to the Society.

Section 4. Life members are Regular members who make a one-time contribution equivalent to a total of thirty (30) years of regular annual dues at the current rate. Life members shall be exempt from all further dues.

Section 5. Emeritus members. Any member 65 years of age or older, who has been a member of this Society for at least fifteen (15) years and who, in the opinion of the Society, by rendering unusual service to the Society, merits special recognition, may be proposed as an Emeritus member. As such, he/she shall be exempt from all further dues and shall be entitled to receive, gratis, any or all of the current issues of the Society's publications. The number of living Emeritus members shall be limited to five.

Section 6. Honorary members. Any individual who has attained eminent distinction in entomology is eligible for Honorary membership and, upon election, shall be exempt from annual dues.

Honorary members shall be entitled to receive, gratis, any of the current serial publications of the Society. The number of Honorary members shall not exceed twenty.

Section 7. Student members are individuals who are either under 21 years of age or are currently enrolled in a course leading to an academic degree. Annual dues for Student members shall be 50% of Regular membership dues.

Section 8. All Regular, Life, and Emeritus members are entitled to vote, in person, at all membership meetings of the Society.

Section 9. Regular and Student memberships may be obtained by submitting a written application to the Society. Each application shall include relevant information on the applicant's background.

Section 10. Nominations for Emeritus and Honorary members shall be made by the Executive Council and submitted to the Society for action. An affirmative vote of at least 3/4ths of the members present shall constitute election.

Section 11. No individual shall be entitled to the privilege of membership until he/she shall have paid his/her first annual dues, except Honorary members.

Section 12. All annual dues shall be payable in advance to the Treasurer as of January 1 of each year. The Executive Council may exempt any member from paying all or part of his/her annual dues.

ARTICLE IV — OFFICERS

Section 1. The officers of this Society shall consist of a President, a Vice President, a Corresponding Secretary, a Recording Secretary, and a Treasurer.

Section 2. Officers shall be elected at the Society's first regular membership meeting in odd-numbered calendar years, to serve a two-year term. Vacancies in office may be filled temporarily by the Executive Council until the next stated membership meeting of the Society at which time an election to fill the vacancy shall take place.

Section 3. No person is eligible to hold office until he/she shall have been a Regular member of the Society for at least one year prior to election.

Section 4. The President shall preside at all meetings of the Society and of the Executive Council. He/she shall appoint and discharge all committees, except that such action with respect to standing committees shall be subject to approval by the Executive Council. He/she shall be an ex-officio member of all committees.

Section 5. The Vice-President, in the absence of, or in the event of the disability of, the President, shall assume his/her duties. At all other times he/she shall assist the President and shall perform such other duties as may be designated by the President and/or by the Executive Council.

Section 6. The Corresponding Secretary shall undertake such normal correspondence of the Society as is necessary. He/she shall advise the President on matters pertaining to Emeritus and Honorary members. He/she shall inform individuals of their membership status, notify members of their appointment on committees, and keep a list of the members of the Society, their place of residence, date of membership, resignation, or death. He/she shall perform other duties delegated to him/her by the Executive Council.

Section 7. The Recording Secretary shall record the minutes of the Society and of its Executive Council. He/she shall have charge of the corporate seal of the Society, its historical material, and its archives. He/she shall perform other duties delegated to him/her by the Executive Council.

Section 8. The Treasurer shall be responsible for the securities and funds of the Society, shall keep accurate accounts thereof, and perform other usual duties of such office. He/she shall attend to the collection of all funds owed to the Society and shall pay only those items that have been included in the Society's current operating budget as approved by the Executive Council. All expenditures of funds must be approved by the individual responsible for same and all payments shall be approved and all checks signed by two authorized members of the Society's Executive Council. The Treasurer shall prepare and submit a balance sheet on the status of each of the Society's financial accounts at least four (4) times each year, and at such other times as may be directed by the Executive Council. The Treasurer and the Office Manager/Secretary shall be bonded.

ARTICLE V — EXECUTIVE COUNCIL

Section 1. This Society shall be governed by an Executive Council which, for each two-year term, shall consist of the officers of the Society, the three previous Presidents, and any Past Presidents of the Society who desire to serve as members of the Executive Council. In addition, one elected member-at-large and one elected student member may serve on the Executive Council. Both the member-at-large and the student member may be nominated as a member of the Executive Council by any three Society members in good standing and may be elected by an affirmative vote of at least 3/4ths of the members present at any meeting of the Society.

Section 2. The Executive Council shall have charge of and is responsible for all business matters and all financial affairs of the Society except those activities specifically delegated to standing committees.

Section 3. The Executive Council shall meet at such times and places as it may designate, or on call of the President, but not less than four times each year. It shall render a report of its actions at the next stated meeting of the Society, and such reports shall be a part of the business of that meeting. Four members shall constitute a quorum at any meeting of the Executive Council.

Section 4. The Executive Council may delegate any of its functions to special committees or members of the Society, receiving reports there from as the Executive Council may direct.

Section 5. At a meeting to be held at least sixty days prior to the biennial election meeting of the Society, the President, with the approval of the Executive Council, shall appoint a Nominating Committee consisting of three members whose duty shall be to nominate the officers for the ensuing two years. These names shall be submitted at the last stated meeting of the Society in the calendar year prior to the election meeting. After the Nominating Committee shall have presented its nominations, the presiding officer or the Recording Secretary shall call for additional nominations from the floor.

ARTICLE VI — STANDING COMMITTEES

Section 1. There shall be four (4) standing committees: Finance, Publications, Library, and Education. Each committee shall consist of three or more members, including its chairperson who shall be appointed by the President and approved by the Executive Council. Each committee shall function from the time it is approved by the Executive Council until its successor has been appointed and approved, or until it is otherwise relieved by the President and the Executive Council.

Section 2. The Finance Committee, with the Treasurer, shall be responsible for investing the funds of the Society, shall change any or all investments whenever it may deem it advantageous for the Society to do so, and shall report each change to the Executive Council at its next meeting. This committee also is responsible for the development and administration of the annual operating budget of the Society.

Section 3. The Publications Committee shall receive all papers for publication, act upon the same, and produce the publications of the Society. It shall have control over the utilization of income from the various publication funds and accounts. This

committee may select editors and delegate discretionary powers in various matters to the editors of the respective journals, subject only to committee review.

Section 4. The Library Committee shall have general supervision of all library matters. It shall have control over the utilization of income from the various funds and accounts assigned to the Society's library. It shall have the power to direct purchases, exchanges, bindings, and other library operations.

Section 5. The Education Committee shall be responsible for obtaining speakers for membership meetings, selecting the recipients of the Calvert Award, and arranging and conducting the annual Insect Field Day. It shall be responsible for coordinating other Society sponsored educational programs such as teacher workshops and youth projects.

ARTICLE VII — FUNDS

Section 1. The fiscal year of this Society shall be September 1 through August 31. Periodical subscriptions and salaries/honoraria shall be on a calendar year basis.

Section 2. This Society is authorized to accept donations and bequests which shall be used for the purposes outlined in Article II.

Section 3. The principal of each fund shall be held in the investment portfolio of the Society. Only the income from such funds may be spent for the purposes of the Society, except in an emergency, in which case principal funds may be spent if authorized by at least a 2/3rd majority of the Executive Council.

Section 4. All income received from the sale of investments of a fund shall be reinvested for that same fund.

Section 5. Funds of the Society shall be apportioned into separate accounts for convenience in managing the different activities. Special accounts or funds may be created for special purposes. Accounts may be rearranged, combined, or divided upon the recommendation of standing or special committees if approved by at least a 2/3rds majority of the Executive Council. A current balance sheet shall be submitted to the Executive Council by the Treasurer at least four (4) times each year. This statement shall be examined promptly at an Executive Council meeting to make certain all accounts are in good order. There shall be an annual external audit of all financial accounts of the Society.

Section 6. An annual budget containing anticipated income and expenses shall be prepared, adopted, and followed throughout the fiscal year as a guide

to the Executive Council and account managers. A budget shall be prepared for each account by the person responsible (committee chairperson, editor) and this shall be submitted to the Finance Committee not later than the seventh month (March) of the fiscal year. Budgets shall be based upon actual receipts and expenditures, as reported in the audit of the year just completed, with allowances for anticipated changes. The Executive Council may accept a budget as submitted or may require changes before approval. Budgets shall be approved by the Executive Council by the eighth month (April) of the fiscal year and recorded in the minutes of the Executive Council. The total of annual account expenditures may not exceed approved budget limits without the approval of at least a 2/3rds majority vote of the Executive Council, unless the account has a sufficient cash surplus from previous years to cover the increased expenditures. Revisions to a previously approved budget, when necessary, may be submitted for consideration by the Executive Council. No financial obligation against the Society may be contracted by any officer or member except as specified in the annual budget as approved by the Executive Council.

Section 7. Any property or funds acquired by the Society which are unrestricted as to their use by the donor(s) or by the Society may be used as the Executive Council determines, within guidelines outlined in Section 4 above and in Article II.

Section 8. The Finance Committee, with the Treasurer, on the advice of the investment advisor, is authorized to buy and sell stocks and bonds in the Society's name, provided that such securities are held in the Society's investment portfolio and that any income received be paid into the investment account for distribution to operating accounts or for reinvestment.

ARTICLE VIII — PUBLICATIONS

Section 1. The serial publications of this Society shall be:

a. *Transactions* of the American Entomological Society

b. *Memoirs* of The American Entomological Society

c. *Entomological News*

Section 2. The *Transactions* of the Society shall be published in quarterly numbers except when occasional conditions make it expedient to combine some issues. The *Memoirs* of the Society shall be published as frequently as suitable manuscripts and sufficient funds are available. *Entomological News* shall be published in annual volumes of five numbers except when occasional

conditions make it expedient to change the number of issues.

Section 3. The expense of publishing these journals shall be defrayed by subscriptions, sales, interest from funds bequeathed or apportioned, and donations received for such purposes. The Publications Committee shall direct the utilization and allotment of funds so received, as well as make relevant contracts and assume required obligations.

Section 4. The Publications Committee may accept for publication and produce such other non-serial publications as are of sufficiently broad usefulness or desirability, are of such character as not to fit readily into regular serials, and for which financial support is available.

ARTICLE IX — LIBRARY

Section 1. The Library of this Society shall contain books, periodicals, pamphlets, separates, and related bibliographic and biographic materials pertaining to entomology. These Society materials are housed in the library of the Academy of Natural Sciences of Philadelphia and are cared for by their librarians. The Society purchases and binds its publications.

ARTICLE X — MEETINGS

Section 1. The biennial meeting for the election of officers and for other business shall be held on the first stated Society meeting in odd-numbered calendar years.

Section 2. Stated meetings of this Society shall be held at such times as may be fixed at the biennial meetings but if any meeting can not be held on the date specified, the President may select the next available date.

Section 3. Special meetings may be called by the President or at the request, in writing, of three members. Any such request shall state the purpose for which the meeting is to be called. Notification of any special meeting, stating the purpose for which it is being called, must be sent by first class mail, to all members eligible to vote, in time to be received at least one full week in advance of the meeting.

Section 4. Ten members shall constitute a quorum at any meeting of the Society.

Section 5. The order of business at meetings of the Society shall include the following:

1. Minutes of the previous meeting
2. Report from the Executive Council
3. Reports from officers and committees
4. Business, deferred and new
5. Communications, written and verbal

6. Reports on items of entomological interest
7. Program for the meeting.

ARTICLE XI — PROHIBITIONS

Section 1. No part of the assets of this Society shall, under any circumstances, be used for the benefit of any private individual.

Section 2. No substantial part of the activities of this Society shall consist of carrying on propaganda, or attempting to influence legislation. This Society shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office; nor shall it publish or distribute statements on behalf of any candidate.

Section 3. This Society shall not be organized or operated for profit.

Section 4. This Society shall not transact any business with any officer or member of the Society, or any substantial contributor to the Society, which shall result in gain to that individual, or corporate body, or which shall represent more than a proper consideration for services rendered, or goods or materials sold, to the Society.

ARTICLES XII — DISSOLUTION

Section 1. In the event this Society shall cease to exist and shall be dissolved, with all activities terminated, after payment of all final expenses and liabilities, all remaining assets of this society shall be distributed as follows:

- a. All books, pamphlets, and other publication holdings of the Society contained in its Library, together with all historical possessions of the Society, shall be donated and transferred to the Academy of Natural Sciences of Philadelphia, with the proviso that each and every item so donated shall be suitably and permanently identified as having been donated by The American Entomological Society.
- b. All other assets, including all financial holdings of the Society, shall be transferred, by action of remaining Executive Council and Society members, to:

- 1st. One or more other entomological organizations of their selection or, lacking same,
- 2nd. Other scientific and non-profit organizations having similar overall interests and objectives as this Society.

All organizations under 1st and 2nd above shall be organized for scientific and educational purposes within the meaning of, and shall be exempt organizations under, Section 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE XIII — AMENDMENTS

Section 1. Every proposal to alter or amend these bylaws shall be submitted in writing, signed by three members of the Society, shall be read at a stated membership meeting of the Society, and then referred to the Executive Council for consideration. At the next stated meeting of the Society, the Executive Council shall present the proposed amendment(s) for action, together with their recommendations. An affirmative vote on the proposed amendment(s) or modifications thereof, by at least 3/4ths of the members present, shall constitute their adoption as part of these bylaws.

Section 2. These bylaws may be suspended by unanimous recommendation of all Executive Council members present at a meeting of the Executive Council and by a unanimous vote of all members present at the following membership meeting. This section does not apply to Article VII.

Section 3. This Society shall be guided in all points of order not provided for in these bylaws by Robert's Rules of Order.

¹ These bylaws, adopted at the membership meeting of this Society on October 24, 2007, are a revision of the Society's bylaws of February 23, 1994.