

Bylaws
Michigan Physiological Society
(Adopted July 4, 2012)

Article I. NAME

The name of this organization is the Michigan Physiological Society hereinafter referred to as “The Society”.

Article II. PURPOSE

The purpose of The Society is to promote an increase of integrative physiological knowledge, its dissemination and its utilization in the state of Michigan. The Society will provide a dynamic, inquiry-based environment where non-reductionist physiological research and teaching are valued, discussed, and critiqued.

Article III. MEMBERSHIP

SECTION 1: The Society shall consist of regular members, emeritus members and student members. All members shall have voting rights.

SECTION 2: *Regular Members.* Any person who is presently engaged in physiological research or teaching in the state of Michigan shall be eligible for proposal for regular membership in The Society.

SECTION 3: *Emeritus Members.* A regular member may apply to executive committee for transfer to emeritus membership if that person (1) has reached the age of 65 and is retired from regular employment or (2) has been forced to retire from regular employment because of illness or disability. An emeritus member may be restored to regular membership status on request to council.

SECTION 4: *Student Members.* Any student, who is actively engaged in physiological work in the state of Michigan shall be eligible for proposal for student membership. No individual may remain in this category for more than five years without reapplying.

Article IV. DUES

The amount of the annual dues shall be determined by the executive committee. Any member whose dues have not been paid within six months of expiration shall be dropped from membership. Reinstatement shall be accomplished by reapplication and submission of the annual dues required.

Article V. OFFICERS & DUTIES

SECTION 1: The officers of The Society shall be the President, Past President, and President Elect, and Secretary/Treasurer. The President shall not be from the same university or institution for two consecutive terms.

SECTION 2: Inaugural officers will be elected by the membership under the guidance of the APS members who have signed the new chapter petition submitted to the APS Council. Thereafter, officers will be elected at the annual meeting, and their terms will commence at the closing of the annual meeting.

SECTION 3: The President shall call meetings, determine the annual meeting theme, and serve as the annual meeting coordinator as required to conduct The Society's business. The President shall serve a one year term after which he/she serves as Past President.

SECTION 4: The President-Elect shall serve together with the President for one year, and then become President to work together with the new President Elect and the Past President. The President-elect shall act as President in absence of the President.

SECTION 5: The Secretary/Treasurer shall serve three years. During the outgoing year, the Secretary/Treasurer shall assist with the transition of a new Secretary/Treasurer. The Secretary/Treasurer will be responsible for meeting minutes, the preservation of The Society's funds, and shall report on financial status of The Society. The Secretary/Treasurer shall disperse funds as authorized by a majority of the membership, the unanimous consensus of the Executive Committee, or as contained in the budget prepared by the Executive Committee. The Secretary/Treasurer shall also be responsible for any income tax filings.

Article VI. COMMITTEES

SECTION 1: The Executive Committee shall be composed of the President, Past President, President Elect, Secretary/Treasurer, and Chairpersons of any standing committees. Standing committee Chairpersons will be appointed by the Executive Committee for a 3 year terms, although 1-2 year terms are also possible to maintain continuity of the Executive Committee.

SECTION 2: Standing committees shall include the following:

K-12 Outreach Committee: This committee will organize K-12 outreach activities related to integrative physiology, and will promote participation in the APS PhUN week.

Membership and Fundraising Committee: This committee will coordinate membership recruitment/renewal, and will promote and engage in philanthropic activities to build and sustain a budget that supports The Society's mission.

Trainee Committee: This committee will consist of graduate students and post-doctoral fellows, and will promote engagement of trainees (undergraduate, graduate, and post-doctoral) within The Society. The chairperson of this committee will work closely with the President in the planning and execution of the annual meeting.

SECTION 3: Committee Chairpersons shall appoint members of their own committee with final approval through the Executive Committee. Members of the committee shall serve a term of 1-3 years.

SECTION 4: The Annual Meeting Committee shall be chaired by the President.

SECTION 5: The elections procedure shall be determined by the Executive Committee (as outlined in Article VII).

SECTION 6: Special committees, necessary for the development of The Society, may be appointed ad-hoc by the President.

Article VII *NOMINATIONS & ELECTIONS*

SECTION 1: Inaugural officers will be elected by the membership under the guidance of the APS members who signed the new chapter petition submitted to the APS Council. Thereafter, officers will be elected via closed ballot at the annual meeting.

SECTION 2: The Executive Committee shall serve as the President-Elect and Secretary/Treasurer nominating committee. This committee will solicit nominations from the membership. To be considered for President-Elect and Secretary/Treasurer, a nominee must submit their curriculum vitae, along with 2 letters of recommendation from active members of The Society. The nominating committee will select up to two individuals for the final ballot to be administered to the membership at the annual meeting, with majority vote as the selection. In the event of a tie, the Executive Committee will deliberate and decide by majority vote.

SECTION 3: In the event that a Secretary-Treasurer with year(s) remaining on their term is elected President-Elect at the annual meeting, a special election to replace the Secretary-Treasurer will be conducted within 2 months of the annual meeting. The nomination committee and procedures will be the same as outlined in Article VII Section 2, but the election will take place electronically under the supervision of the Executive Committee.

Article VIII *MEETINGS*

SECTION 1: *Annual Meeting.* A meeting of the Society will be held annually for transacting business, electing officers, presenting communications, and conducting related activities.

SECTION 2: *Time and Location.* The date and location of the annual meeting shall be determined by the Executive Committee.

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

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

Article IX DISSOLUTION

SECTION 1: In the event of dissolution of The Society, Funds remaining after the payment of all obligations shall be donated to the American Physiological Society.

SECTION 2: Amount to be distributed is to be determined by a plurality of the members present at the meeting called distributions.

SECTION 3: Written notice of a meeting called for the distribution of funds must be sent at least four weeks prior to the meeting.

Article X AMENDMENTS

SECTION 1: These Bylaws may be amended at any regular meeting, or any special meeting duly called for the purpose by a 2/3 vote of the voting member present.

SECTION 2: A notice of such amendments must be sent with a notice of such meetings at least four weeks prior to the date of the meeting.

SECTION 3: The proposed amendments must be in an acceptable parliamentary form and must not conflict with or nullify un-amended sections of the Bylaws.