



Celebrating 50 Years of Service in Science

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Shawn Douglas Lamb

October 26, 2011

TO ALL VOTING MEMBERS OF THE SOCIETY OF TOXICOLOGY.

Dear Voting Member:

Each year, SOT Council undertakes a complete review of the Constitution and By-Laws of the Society of Toxicology. During its July 2011 meeting, Council approved the proposed amendments. The amendments were presented to the membership for comments via email and ToXchange in September.

At this time, voting members are being asked to use the online ballot at <http://www.toxicology.org/dotnet/BylawsBallotOct11.aspx> to vote on the proposed amendments. You will be asked to log in using your email address and SOT Password to gain access to the electronic ballot. If you would prefer to print and fax a ballot, you may download it from the following link: <http://www.toxicology.org/ai/fa/BylawsBallotOct11.pdf>.

Please submit this ballot on or before Monday, December 26, 2011. Approval by two-thirds vote of the ballots received within 60 days is required for adoption.

Feel free to contact your Headquarters Office at 703.438.3115 or Jim Dailey at jimd@toxicology.org if you need any assistance with voting. Thank you for participating in this important process.

Sincerely,

A handwritten signature in black ink that reads 'Peter L. Goering'.

Peter L. Goering
Secretary

Enclosures

• **Society of Toxicology**

• 1821 Michael Faraday Drive, Suite 300, Reston, VA 20190 Phone: 703.438.3115 Fax: 703.438.3113

• **Ballot transmittal**

• **To:** Executive Director **Company:** Society of Toxicology

From: **Date:**

Phone: **# of Pages** (including cover)

Subject: 2011 SOT Constitution and By-Laws Revision Ballot for Officers and Endowment Fund Board

2011 SOT BALLOT FOR PROPOSED BY-LAWS CHANGES FOR THE NUMBER AND TERMS OF COUNCIL AND TERM OF THE TREASURER OF THE ENDOWMENT FUND BOARD

This is the official ballot for the vote of the membership on the 2011 Constitution and By-Laws Revisions, as announced September 2011. Please print page, mark your ballot, and fax to the SOT Executive Director at 703.438.3113. Be sure to sign and print your name on the lines provided to validate your vote. Unsigned ballots cannot be counted. Completed ballots must be received at SOT Headquarters within 60 days (by **December 26, 2011**).

By-Laws: Article First, Officers, Section 6 and Article Third, Section 3.

Yes (Approved) No (Disapproved)

By-Laws: Article Seventh, Endowment, Section 4.

Yes (Approved) No (Disapproved)

Implementation Plan:

By affirmation of Article Seventh, Section 4, the Implementation Plan to have the two 2010–2012 and the two 2011–2013 Councilors serve an additional year will take effect.

SIGNATURE (Ballot invalid unless signed)

NAME (Print or Type)

BALLOT REPLY

Strikeout Delete
Underline Insert

PROPOSED AMENDMENTS TO THE BY-LAWS

ARTICLE FIRST, OFFICERS, SECTION 6

Section 6. There shall be a Board of Directors referred to hereinafter as a Council of the Society consisting of ~~eleven~~ thirteen persons, ~~four~~ Six to be elected by a plurality vote of the ballots cast, ~~for a term of two years, except as hereinafter provided. At the first annual meeting two members shall be elected for a short term of one year and two members shall be elected for a term of two years.~~ Annually, ~~thereafter,~~ two members shall be elected for a term of ~~two~~ three years. The seven additional members of the Council shall consist of the President, the Immediate Past President, the Vice President Elect, the Vice President, the Secretary, the Treasurer, and either the Secretary-Elect or the Treasurer-Elect.

ARTICLE THIRD, OFFICERS, SECTION 3

Section 3. The Council shall meet prior to the Annual Meeting of the Society to conduct such business as is set forth in the Constitution and By-Laws. ~~Six~~ Seven members of the Council shall constitute a quorum for this meeting. Minutes of the Council meeting shall become a part of the official record of the Society.

ARTICLE SEVENTH, ENDOWMENT, SECTION 4.

Section 4. The Board shall consist of at most ten individuals. The Society's Treasurer, upon commencement of the second year of his or her term, shall serve a ~~four-year~~ three-year term as a Board Member. Each year the Immediate Past President of the Society, by virtue of his or her office, shall begin a two-year term as a Board Member. Each year the incoming President of the Society shall appoint two individuals from among the Society's Past Presidents, past Treasurers, past Council Members, and contributors to the Endowment, who have indicated a willingness to serve a three-year term as a Board Member. Individuals may be reappointed as Board Members, but in no case shall they serve more than two consecutive three-year terms. In the event of a vacancy on the Board, including vacancies occurring as a result of a former officer declining appointment to the Board, the current Society President shall appoint an individual from the previously described slate of candidates to fill the unexpired term of office. All appointments by the Society's President shall be subject to ratification by the Council. The Society's current Treasurer, during the first year of his or her term, the Treasurer-Elect when that office is filled, the current President and the Executive Director, by virtue of their offices, shall serve *ex-officio* as non voting members of the Board. Each year the incoming President of the Society shall appoint, from amongst those Board Members who have served as Board Members for at least one year, one Board Member to serve as Chair of the Board for a one-year term subject to ratification by the Council. Individuals may be reappointed to serve consecutive terms as Chair.