

**MIDWEST REGIONAL CHAPTER
SOCIETY OF TOXICOLOGY**

BYLAWS



**MIDWEST REGIONAL CHAPTER
of the
Society of Toxicology**

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**Adopted:
October 24, 1983
Amended
January 29, 1993
May 16, 2003
March 4, 2016
December 21, 2018
March 18, 2023**

ARTICLE I – NAME

The name of this organization shall be the Midwest Regional Chapter of the Society of Toxicology hereinafter designated as MRC/SOT.

ARTICLE II – OBJECTIVES

The objectives of the MRC/SOT shall be:

1. To serve as the focal point for toxicological interests in the region.
2. Encourage interactions among toxicologists in government, industry, and academia.
3. To sponsor and/or support scientific and educational programs in toxicology.

No part of the net earnings of the Regional Chapter shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the Regional Chapter shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes herein-above set forth.

No substantial part of the activities of the Regional Chapter shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the Regional Chapter shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE III – MEMBERSHIP

Section 1. Members of the Society of Toxicology shall become members of MRC/SOT upon payment of the Chapter dues.

Section 2. Any person having an active and/or professional interest in toxicology may become a member of MRC/SOT on payment of the required dues and approval by the Executive Committee.

Section 3. Membership will be extended to full-time undergraduate, graduate and postdoctoral students attending area colleges or universities and having an interest in toxicology. The official area for MRC/SOT, as defined by the National SOT organization, is primarily Illinois and Wisconsin; however we welcome members from outside that area.

ARTICLE IV – OFFICERS & COUNCILORS

Section 1. The officers of the MRC/SOT shall be President, President-Elect, Secretary, Treasurer, four or five Councilors, and graduate and postdoctoral student representatives who comprise the Executive Committee. The voting members of the Executive Committee are the President, President-Elect, Secretary, Treasurer, and Councilors who shall be active, associate, or retired members in good membership standing with the Society of Toxicology.

Section 2. There shall be two other, non-voting members of the Executive Committee. They will be the appointed graduate and postdoctoral student representatives who must be members of the MRC/SOT and shall have an active professional interest in toxicology.

Section 3. Officers, Councilors, and Representatives shall begin their terms of office on May 1 following the SOT Annual Meeting at which their election is announced or one month after the Annual Meeting if it is held, any year, after April 1.

ARTICLE V – ELECTION OF OFFICERS, COUNCILORS, AND REPRESENTATIVES

Section 1. The President shall serve for a term of one year, becoming Immediate Past President in the following year. The President shall preside at all meetings.

Section 2. The President-Elect shall be chosen initially by vote of the membership for a term of one year at the conclusion of which the President-Elect shall automatically accede to the Office of the President and then Past President.

Section 3. The Secretary and the Treasurer shall be chosen by vote of the membership for a term of two years each.

Section 4. There shall be up to five Councilors in any one year, the number determined by the Executive Council and dependent on current Chapter activities and need. The Councilors shall be chosen by vote of the membership for a term of two years in alternative years.

Section 5. Student and Postdoctoral Representatives shall be elected by a vote of the membership. The Student Representative and Postdoctoral Representative shall serve for a one-year term, which may be extended to two years if no other nominees are present at the time of the election.

Section 6. In the event of a vacancy in an elective office other than the Presidency, the MRC/SOT Executive Committee may make an appointment or may provide for a special election to fill the vacancy for the duration of unexpired term. In the event of a Presidential vacancy, the President-Elect shall fill the Office for the duration of the term.

Section 7. A Nominating Committee shall be appointed by the Executive Committee following installation of officers and shall consist of not less than two members. The Chair shall be the past-president of the Chapter who most recently completed the term as President. If at all possible, this committee shall nominate not less than two persons for each elective office to be filled.

Section 8. Elections shall be conducted by electronic ballot in accordance with procedures established by the national SOT organization, with results available to the membership prior to the MRC/SOT Annual Spring meeting.

Section 9. A special election must be held to fill the Office of the President-Elect should this become vacant.

Section 10. In the event of three (3) unexcused absences of any officers of the MRC/SOT from a properly called Executive Committee meeting, the Executive Committee shall exercise its prerogative to ask the member to resign his or her office.

ARTICLE VI – ADMINISTRATION

Section 1. MRC/SOT shall be governed by the Executive Committee except as otherwise herein expressly provided.

Section 2. The **Executive Committee** shall consist of the elected and appointed officers. The President shall serve as chairperson of the Executive Committee. At least 50% of the membership of the Executive Committee shall constitute a quorum for the transaction of business.

Section 3. The **President** shall preside at all meetings of MRC/SOT and of the Executive Committee and shall perform such other duties as may be directed by the Executive Committee. In the President's absence, the succeeding order of officers as identified in Article IV, Section 1 shall preside. The President should:

- a) Keep reasonably up-to-date with developments in the field of toxicology;
- b) Be the primary point of contact with the National SOT organization;
- c) Between Executive Council meetings, work closely with the President-Elect and Past President regarding current Chapter activities;
- d) Guide the Chapter in the formulation of constructive activities and programs, including oversight of MRC/SOT committees.

Section 4. The **Secretary** shall keep an accurate record of all transactions of all meetings of the MRC/SOT and of the Executive Committee, including the distribution of minutes from Executive Council meetings; shall carry on the correspondence of the MRC/SOT; and shall keep an accurate list of the members and their membership status. The Secretary is also responsible for and coordinates the publishing of the Fall and Spring Newsletters.

Section 5. The **Treasurer** shall work with the SOT office to manage monies due the MRC/SOT and shall ensure all authorized bills against the MRC/SOT are paid. The disbursement of all funds for this Section shall be made upon authorization by the President and/or the Executive Committee. Member dues and all other funds received will be collected and held by SOT for exclusive use by the MRC/SOT. The successor to the Treasurer shall receive all property of the section following installation of office. A full statement with regard to its funds shall be reported to the members at the annual meeting. No funds shall be expended by or in the name of the Chapter to the extent that the expenditure, if made by the Society of Toxicology, would represent use of funds for a purpose or purposes not within the Society's exempt purposes under Section 501(c)3 of the Internal Revenue Code. No part of the net earnings of the MRC/SOT shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the MRC/SOT shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes herein-above set forth.

Section 6. The MRC/SOT shall comply with the following in order to retain its status as an authorized body within the Society of Toxicology.

- a. The MRC/SOT shall provide annual reports of its activities and finances for the current year as well as plans of programs, activities, and finances for the following year. Annual reports shall be submitted to the Society of Toxicology by the required date of each year.
- b. Annual reports shall be reviewed and approved by the SOT Council, which shall consult with the MRC/SOT as necessary.
- c. MRC/SOT Policy Statements must be reviewed and approved by the Society of Toxicology prior to release.

Section 7: Any MRC/SOT funds or other property remaining at the time of termination, abatement or dissolution of the MRC/SOT shall be transferred to the SOT and shall become part of the Society's general funds.

ARTICLE VII – MEETINGS

Section 1. Regional Chapter Meetings shall be held at least annually and as dictated by the Program Committee of the MRC/SOT. The time and place of each meeting shall be established by the Program Committee and communicated to the membership at a time sufficiently before each meeting to allow members to plan for attendance.

Section 2. Special general membership meetings may be called by the President at any time, with the approval of the Executive Committee, or by the presentation of a petition to the President, signed by 20% of the membership of MRC/SOT in good standing.

Section 3. At general membership meetings, a quorum shall consist of 20% of MRC/SOT members in good standing.

Section 4. Executive Committee meetings shall be held at the discretion of the President at any time during the year, provided advanced notice of at least seven (7) days is given.

ARTICLE VIII – DUES

Section 1. The dues year shall be from January 1 to December 31.

Section 2. The dues shall be set by the Executive Committee and changes must be approved by a plurality vote of the membership at any duly constituted MRC/SOT business meeting or by electronic ballot.

Section 3. New members shall pay the full year's dues when accepted for membership.

ARTICLE IX – COMMITTEES

Section 1. Members of the Program Committee are appointed by the President, and the President-Elect shall be designated as Chairperson. The Program Committee will develop scientific and educational programs and will complete arrangements for speakers and for meeting places, and provide the Secretary with the program who will in turn notify the membership.

Section 2. The President shall appoint all other committees* as required and shall automatically become *an ex-officio* member of such committees. Members of such committees serve at the discretion of the existing President.

ARTICLE X – AMENDMENTS

Section 1. Amendments to these Bylaws may be proposed by:

- a) The MRC/SOT Executive Council or
- b) Any member in good standing at any regular meeting of MRC/SOT or at any special meeting called for that specific purpose. They shall be proposed in writing and shall be offered by motion to the membership present at that meeting for consideration. A simple majority shall be necessary to pass the motion.

Section 2. Motions for amendments shall be electronically circulated and voted on by all members in good standing. A majority affirmative vote of the ballots electronically returned within the specified review time, minimally one week, shall be necessary for adoption of any amendment.

Section 3. Amendments to these Bylaws must be approved by the SOT Council before they become effective. This is done to ensure the MRC/SOT that future changes in these Bylaws will have the same force as the original, which were so approved.

(*)

(Including Membership Committee, Nominating Committee, Awards Committee as amended and adopted by the Executive Committee on June 24, 1985).