

Drug Discovery Toxicology Specialty Section Bylaws

Approved by SOT Council January 2019

Article I—Name

The name of this organization shall be the Drug Discovery Toxicology Specialty Section of the Society of Toxicology hereinafter designated as the Drug Discovery Toxicology Specialty Section or Specialty Section.

Article II—Objectives and Purpose

The objectives of the Drug Discovery Toxicology Specialty Section are:

- Serve as the focal point for interaction of members of the Society of Toxicology interested in drug discovery toxicology.
- Demonstrate support and provide a forum for discussion and direction for the rapidly growing sub-discipline of toxicology.
- Promote a broader acceptance of new technologies and models that impact predictive toxicology.
- Accelerate the integration of high potential or verified new technologies in early stages of drug discovery.
- Broaden and strengthen the overall SOT program.
- Draw more attendees to SOT Annual Meetings.
- Help sponsor activities at Regional SOT Chapters and other organizations.
- Act as a resource to the Society in the area of the Section's interest.

No part of the net earnings of the Specialty Section shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the Specialty Section 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 Specialty Section shall be the carrying on of propaganda or otherwise attempting to influence legislation and the Specialty Section 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

Members in good standing of the Society of Toxicology shall become members of the Specialty Section upon payment of Specialty Section dues.

Article IV—Officers, Councilors, and Representatives

Section 1. The Drug Discovery Toxicology Specialty Section Officers shall be President, Vice President, Vice President-Elect, and Secretary/Treasurer. There shall be three Councilors. Only Full, Associate, Retired, or Emeritus members in good standing of the Society of Toxicology and the Specialty Section shall be eligible to serve as Officers in the Presidential or Treasurer chain.

Section 2. There shall be a Student Representative and a Postdoctoral Representative, who shall act as liaisons between the students and the postdoctoral fellows, respectively, and the Executive Committee. Eligibility during the term requires current enrollment in a graduate program for Student Representatives and engagement in a formal mentored postdoctoral position for Postdoctoral Representatives.

3. Officers, Councilors, and Representatives shall take 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. The President, after serving one year, shall be designated immediate Past-President for one year. The President shall preside at all meetings.

Section 2. The Vice President shall become the President of the Specialty Section after serving one year as Vice President. The Vice President shall serve in the absence of the President.

Section 3. The Vice President-Elect shall be elected annually by a vote of the membership and shall become the Vice President of the Specialty Section after serving one year as Vice President-Elect, becoming President and Immediate Past President in the two subsequent years. The Vice President-Elect shall serve in the absence of the President and Vice President.

Section 4. The Secretary/Treasurer shall be elected bi-annually by vote of the membership for a term of two years.

Section 5. There shall be three Councilors. Two of these Councilors shall be elected by vote of the membership for a term of two years, with one Councilor being elected each year. The third Councilor shall be the Immediate Past President, who will serve a term of one year.

Section 6. Student and Postdoctoral Representatives shall be elected by a vote of the membership. The Student Representative and the Postdoctoral Representative shall serve for a two-year term, respectively.

Section 7. In the event of a vacancy in an elective office, other than the Presidency or Vice Presidency, the Specialty Section Executive Committee may make an appointment or may provide for a special election to fill the vacancy until the unexpired term is completed. In the event of a vacancy in the Presidency, the Vice President accedes to that office until the unexpired term of the Presidency is completed and shall serve as President the following year; similarly, the Vice President-Elect accedes to the office of Vice President, should that office become vacant, until the unexpired term of the Vice Presidency is completed and shall serve as Vice President the following year. A special election must be held to fill the office of Vice President-Elect should this office

become vacant; however, the Executive Committee may make an appointment to fill the vacancy until such time that an election can be conducted.

Section 8. Elections shall be held annually by electronic ballot in the format deemed appropriate by the Society of Toxicology prior to the SOT Annual Meeting.

Article VI—Administration

Section 1. The Specialty Section shall be governed by the Executive Committee, except as otherwise herein expressly provided.

Section 2. The Executive Committee shall consist of the Officers, Councilors, and Representatives. The President of the Specialty Section shall serve as Chair of the Executive Committee. Four members of the Executive Committee shall constitute a quorum for the transaction of business.

Section 3. The President will preside at all meetings of the Specialty Section 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 shall preside.

Section 4. The Specialty Section shall comply with provisions in order to retain its status as an authorized body within the Society of Toxicology:

- The Specialty Section shall provide annual reports of its activities 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.
- Annual reports shall be reviewed by the SOT Council, which shall consult with the Specialty Section as necessary.
- Specialty Section policy statements must be reviewed and approved by the Society of Toxicology Council prior to release.

Section 5. The Secretary/Treasurer shall have fiduciary responsibilities for all monies of the Specialty Section and shall authorize all disbursements as appropriate. The Secretary/Treasurer shall transmit to the successor in office all property of the Specialty Section in his/her possession. The Secretary/Treasurer shall keep an accurate record of all transactions of all meetings.

No funds shall be expended by or in the name of the Specialty Section 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 501(c)(3) of the Internal Revenue Code.

Section 6. Any Specialty Section funds or other property remaining at the time of termination or abandonment or dissolution of the Specialty Section shall be turned over to the Society of Toxicology and shall become a part of the Society's general funds.

Article VII—Meetings

Section 1. Specialty Section meetings shall be held at least annually according to council approved specialty section procedures and guidelines and shall be communicated to the membership at least one month before each meeting.

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

Section 3. A quorum shall consist of 20% of the Specialty Section 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 a notice of at least seven (7) days is given.

Article VIII—Dues

The dues are established by SOT Council and are the same for all Specialty Sections. A request for variance from the established rate shall be directed to SOT Council. Special fees outside of the dues structure can also be collected if pre-arranged through the Specialty Section Council Contact.

Article IX—Committees

Section 1. The Vice President shall be the Chair of the Program Committee and designate its members. The Program Committee shall develop scientific and educational programs and will complete arrangements for speakers and for meeting places and provide the Secretary/Treasurer with the program. The Secretary/Treasurer will, in turn, notify the membership.

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

Article X—Amendments

Section 1. Amendments to these Bylaws may be presented by any member in good standing at any regular meeting of the Specialty Section or any special meeting called for that specific purpose. They shall be presented in writing and shall be offered to the membership present at that meeting on motion for consideration and circulation to the membership. A simple majority shall be necessary to pass the motion.

Section 2. Amendments accepted for future consideration shall be forwarded to the Specialty Section Staff Liaison to be circulated with a ballot to all members in good standing. A two-thirds affirmation vote of the ballots returned within the specified time frame 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 that future changes in these Bylaws will have the same force as the original, which was so approved.