

Mechanisms Specialty Section By-Laws

Revised 2011

ARTICLE I – NAME

The name of this organization shall be the Mechanisms Specialty Section of the Society of Toxicology, hereinafter designated as the Specialty Section.

ARTICLE II – OBJECTIVES

The objectives of Specialty Section are:

- A. To serve as the focal point for interaction of members of the Society of Toxicology (hereinafter designated as the SOT) interested in mechanisms of toxicology.
- B. To foster the evolution of scientifically relevant approaches to and interpretation of toxicological aspects that are unique to mechanisms of toxicology.
- C. To develop, propose, and conduct a variety of cutting-edge programs and educational activities that emphasize the latest developments and issues in mechanisms of toxicology.
- D. To relate those developments to the activities of the SOT and to stimulate new growth in mechanisms of toxicology.
- E. To act as a resource to the SOT in the area of mechanisms of toxicology.
- F. To serve as a platform for graduate students and postdoctoral scientists to network with established scientists who investigate mechanisms of toxicology.

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 SOT shall become members of the Specialty Section upon payment of dues.

ARTICLE IV – OFFICERS AND COUNCILORS

Section 1. The Officers of the Specialty Section shall be the President, Vice President, Vice President-Elect, and Secretary/Treasurer. There shall be five Councilors including the Immediate Past President, the Postdoctoral Representative, and the Graduate Student Representative. Only Full, Associate,

Retired, or Emeritus members in good standing of the SOT and the Specialty Section shall be eligible to serve as Officers or Councilors, except the Postdoctoral and Graduate Student Representatives.

Section 2. Officers and Councilors 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 AND COUNCILORS

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 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 for one year 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 five 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. A third Councilor shall be the immediate Past President, who will serve a term of one year. A fourth Councilor will be the Postdoctoral Representative, who will be elected by a vote of the membership for a term of one year. A fifth Councilor will be the Graduate Student Representative, who will be elected by vote of the membership for a term of one year.

Section 6. In the event of a vacancy in an elective office other than the Presidency or Vice Presidency, the Specialty Section's 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 7. Elections shall be held annually by electronic ballot in the format deemed appropriate by the SOT 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 and Councilors. The President of the Specialty Section shall be the Chair of the Executive Committee. Five members of the Executive Committee shall constitute a quorum for the transaction of business.

Section 3. The President shall preside at all meetings of the Specialty Section and of the Executive Committee and shall perform such 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 the following provisions in order to retain its status as an authorized body within the SOT:

- a. 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 SOT by the required date of each year.
- b. Annual reports shall be reviewed by the SOT Council, which shall consult with the Specialty Section as necessary.
- c. Specialty Section policy statements must be reviewed and approved by the SOT 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 of the Specialty Section and the Executive Committee.

No funds shall be expended by or in the name of the Specialty Section to the extent that the expenditure, if made by the SOT, would represent use of funds for a purpose or purposes not within the SOT'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 SOT and shall become a part of the SOT's general funds.

ARTICLE VII – MEETINGS

Section 1. Specialty Section meetings shall be held at least annually and as dictated by the scientific and educational programs of the Specialty Section. The time and place of each meeting shall be established by the Executive Committee 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 members of the Specialty Section 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 that each of the members of the Committee is notified at least seven (7) days prior to the meeting.

ARTICLE VIII – DUES

The dues are established by the SOT Council and are the same for all Specialty Sections. A request for variance from the established rate shall be directed to the 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-Elect shall be Chair of the Program Committee and designate its members. The Program Committee shall develop scientific and educational programs, 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 By-Laws may be presented by any member in good standing at any regular meeting of the Specialty Section or at any special meeting called for that specific purpose. Amendments 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 By-Laws must be approved by the SOT Council before they become effective. This is done to insure that future changes in these By-Laws will have the same force as the original, which was so approved.