

**CONSTITUTION**

**AND**

**BYLAWS**

**SOCIETY FOR LEUKOCYTE BIOLOGY**

Last Modified May 3, 2019

# CONSTITUTION

## **ARTICLE I (Name)**

The name of the society shall be the SOCIETY FOR LEUKOCYTE BIOLOGY.

## **ARTICLE II (Purpose)**

The purpose of the Society shall be:

1. To promote original research in the fields of leukocyte biology and host defense.
2. To provide a forum for the multidisciplinary integration of current basic and clinical knowledge and concepts in the fields of leukocyte biology and host defense.
3. To promote the dissemination and applications of knowledge of these fields, including publishing an appropriate journal(s).
4. To promote an awareness of the national and international health importance of these fields.
5. To engage exclusively in educational and scientific activities in studies of leukocyte biology, including for such purposes the making of distributions only to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal revenue law).

## **ARTICLE III (Membership)**

Membership in the Society shall be open to persons who share the stated purpose of the Society and who have educational, research, or clinical interest in the field.

## **ARTICLE IV (Officers)**

The officers of the Society shall be a President, a President-elect, a Past President <sup>(added May 2019 to reflect accurate officers)</sup>, a Secretary, and a Treasurer. The President-elect shall serve **two years** as such, followed by **two-years** as President, and two-years as Past President. No person shall ever be eligible for re-election to the Presidency.

The Secretary and Treasurer shall be elected to a term of two years. The Secretary and the Treasurer shall be elected every four years and may serve two terms. Election shall be by secret ballot. The terms of office shall begin January 1 following the annual meeting at which they were elected.

## **ARTICLE V (Council)**

There shall be a Council responsible for the fulfillment of the scientific and business obligations of the Society.

The current officers, the immediate Past-President, the Editor-in-Chief of the official Society journal(s), and eight additional Councilors shall constitute this Council. Councilors shall be elected to provide representation from the various areas of leukocyte biology research.

Councilors shall be chosen by the membership of the Society for four-year terms, two to be elected each year. <sup>(Adopted 2015)</sup> A ninth member of council is to be named via recommendations from the current council and by Presidential appointment. This ninth member of council is a voting member of council and serves a two year term and can be reappointed once. The primary duty of this individual is to seek financial support for the society from government and corporate sources. A tenth member of council is to be elected from the membership. This position is titled Associate Councilor and the individual serves a two year non-renewable term. Candidates should have been appointed to a faculty or equivalent institutional position for no more than 4 years at the time of election. Tenure track is not a requirement. Society membership is required as it is for all council positions.

#### ***ARTICLE VI (Affiliations)***

The Society is empowered to affiliate with other organizations. Proposals for affiliation may be initiated by individual Members of the Council or by a petition of the Council signed by ten Members of the Society. To become effective petition must be approved by a two-thirds majority of the Council and approved by the membership.

#### ***ARTICLE VII (Bylaws)***

The provisions of the Constitution of the Society shall be carried out in accordance with the current Bylaws of the Society.

#### ***ARTICLE VIII (Amendments)***

Amendments may be initiated by individual Members of the Council or by a petition to the Council signed by ten Members of the Society. Amendments must be approved by a two-third's majority of the Council and be ratified in a mail ballot by majority of those Members of the Society voting.

#### ***ARTICLE IX (Finances)***

All fiscal affairs of the Society shall be conducted on the basis of the Calendar year. Statements of assets, income, expenditures and capital funds shall be audited by an independent auditing firm at the discretion of the council. A financial statement of the assets of the Society shall be published annually. Persons having signatory powers for the funds of the Society shall be designated by Council and shall be bonded.

#### ***ARTICLE X (Divestiture)***

It is intended that the existence of the Society shall be perpetual. However, should the Society be terminated for any reason, the residual funds of the Society shall be assigned to one or more not-for-profit organizations engaged in activities similar to those of the Society for Leukocyte Biology and qualified as an exempt organization under Section 501 (C) (3) of the 1954 internal Revenue Code.

## **BYLAWS**

### ***ARTICLE I (Membership)***

(1) The membership of the Society shall consist of Members, Student Members, Post-doc Members, Emeritus Members, Honorary Life Members, and Corporate Members. Applications must be approved by the Membership Committee.

(2) Members. A person who shares the stated purpose of the Council and is eligible under Article III of the Constitution may be elected a Member. An active member may participate in the scientific and business sessions of the Society and is eligible for election to office. There will be no restrictions because of place of birth, residence, sex, race, age or creed.

(3) Student Members. The principal requirement for Student Membership is a genuine and active interest in the aims and purposes of the Society. Applicants must be sponsored by an active member of the Society. The fee for Student Membership shall be the Society's cost of the Journal, or 1/2 of the Society's dues without the Journal. Membership shall be renewable each year for as long as the individual is a full-time student. Application for Full Membership in the Society is then required. Student Membership does not include voting privileges in the Society.

(4) Emeritus Members. A Member in good standing for 10 years, who has retired or attained the age of 65 may apply to the Council for election to emeritus status. Emeritus Members shall pay no dues but shall have all rights and privileges of Members. They receive online access to the journal and may purchase the printed version at the reduced member rate.

(5) Honorary Life Members. Two individuals may be recommended by the Council annually to Honorary Life Membership as a tribute to their contributions to the knowledge of leukocyte biology. Such nominees are to be elected by two-thirds of the membership attending the annual business meeting. Such members shall be exempt from Society dues and the annual meeting registration fee. They shall possess all rights and privileges of active members and shall receive the journal free of charge.

(6) Corporate Members. An association, corporation, or institution desiring to support the Society may be invited to become a corporate member.

### ***ARTICLE II (Meeting)***

The Society is authorized to hold scientific meetings, international, national, and regional. A business meeting shall be held in connection with the annual scientific meeting of the Society. Parliamentary procedures to be followed in the business meeting shall be those specified in "Robert's Rules of Order." Five percent of the Members, or 50, whichever is smaller, shall constitute a quorum.

### ***ARTICLE III (Dues)***

Membership dues may be changed by the Council, subject to approval at the next Annual Business Meeting.

Annual dues are payable on December 1st preceding the beginning of the fiscal year.

Members who have not paid by January 1st will be notified every six months for one year and then dropped from the mailing list. A member may be reinstated with full seniority upon payment of past dues.

### ***ARTICLE IV (Publications)***

The Society is empowered to publish or to enter into agreements with others to publish such journals and other publications (abstracts, review, newsletters etc.) as may be authorized by a two-thirds majority vote of the Council. Change in the agreements which implement the publishing of a duly established journal or other organ may be authorized by a majority vote of the Council. An Editor-in-Chief shall be elected from the membership by a majority vote of the Council to serve for four years. He shall appoint, with the consent of the council an Editorial Board including Deputy Editors, Associate Editors and Editorial Board Members as needed (added May 2019 to reflect accurate officers). These Deputy and Associate Editors are to be chosen because of their ability in specialized fields. The Editor-in-Chief shall make a report of his stewardship of the Journal at the annual meeting. His report shall summarize the editorial situation and include the number of manuscripts received, rejected, accepted, and published during the year; changes in editorial personnel; a summary of circulation and of finances and any other information that the Editorial Board may feel to be pertinent or which may be required by the Council. The term may be renewed.

### ***ARTICLE V (Duties of Officers)***

It shall be the duty of the President to preside over the annual business meeting of the Society, to serve as Chair of the Council, to appoint and charge, with the approval of the Council, the Chair and members of all committees of the Council, and to carry out other activities usually pertaining to the office.

The President-elect shall carry out the duties of an absent or disabled President. The President-elect will automatically succeed to the presidency when the office becomes vacant.

The Secretary shall keep accurate records, maintain an up-to-date membership list, and give notice of all meetings of members and of the Council.

The Treasurer shall remain abreast of the society finances through the executive director and accounting services and reports to council.

### ***ARTICLE VI (Duties of the Council)***

The duties of the Council shall be to determine the policies for the good of the Society and the science it represents in accordance with the Constitution and to implement the execution of these policies as provided in these Bylaws. It shall plan the scientific meeting: it shall

authorize the expenditure of Society funds, and it shall obtain an annual audit of the Society finances.

The Council shall appoint officers from councilors or councilors from the membership to fill vacancies that arise. Such appointees shall serve until the next regularly elected person takes office.

The Council may appoint an Administrator or Executive Director with appropriate compensation to assist in handling the affairs of the Society.

The Council shall meet at the call of the President, at least once a year. At the regular meeting it shall consider changes in dues, amendments to the Constitution and Bylaws, and proposals for affiliation, and set the agenda for the business meeting. Newly elected Council members who have not yet taken office, are expected to attend this meeting, but may not vote.

The Council shall have power to conduct other business by means of mail vote or other appropriate and available communication methods (added May 2019 to reflect methods).

Six voting Members of the Council shall constitute a quorum. The Council may apply for grants or secure donations for specific projects which are consistent with the purposes of the Society. They or appropriate Committees of the Council may then meet to consider their business at times other than the Annual Meeting. Expenses may be defrayed by the Society as determined by the Council. The Council will maintain and make readily available a handbook.

### ***ARTICLE VII (Election)***

Nominations for offices to become vacant shall be made by the Nominating Committee and provided to Council for review, suggestions and approval (added May 2019 to reflect accurate process). Nominations will also be received by petition. Each petition must be signed by ten Members and must contain a written statement by the nominee of willingness to serve. In order that the names of persons so nominated may appear on the ballot, petitions must be received by the executive director in accordance with the election schedule for that year. The final list of nominees arranged as a ballot, and containing more than one name for each vacancy to be filled, shall be mailed to the Members. The candidate for each office receiving the highest number of votes will be elected.

### ***ARTICLE VIII (Standing Committees) as of 5/3/19***

1. Awards and Honors Committee
2. Finance Committee
3. Rules Committee
4. Nominating Committee
5. Publication Committee
6. Communications Committee (updated May 2019 to reflect current name)
7. Membership Committee

8. Professional Development Committee
9. Women and Diversity Committee
10. Members in Transition and Training Group (adopted 2014)

### ***ARTICLE IX (Amendments)***

Amendments to the Bylaws shall be initiated according to the same procedure as amendments to the Constitution, except that a majority vote at the annual business meeting shall suffice for ratification.