

Bylaws
KENTUCKY PHYSIOLOGICAL SOCIETY
(Adopted Jan. 3, 2012 by inaugural executive members)

Bylaws for the KYPhys

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Bylaws

ARTICLE I. NAME

The name of this organization is the **KENTUCKY PHYSIOLOGICAL SOCIETY** hereinafter referred to as "The Society".

ARTICLE II. PURPOSE

The purpose of The Society is to promote the increase of physiological knowledge, its dissemination, and its utilization in the state of Kentucky. Advancing the field of physiology will be sought in molecular, cellular, organ, and integrative systems in basic and applied disciplines of research to unite physiologists for this purpose in the state of Kentucky.

ARTICLE III. MEMBERSHIP

SECTION 1: The Society shall consist of regular members, emeritus members, and student members. Membership in The Society shall be open to all persons interested in physiology. Application shall be made on a prescribed form and must be accompanied by payment of annual dues. The executive committee will review the applications. To be a member, annual dues must be paid in full. All members shall have voting rights.

SECTION 2: *Regular Members.* Any person who is presently engaged in physiological research or teaching in the state of Kentucky shall be eligible for proposal for regular membership in The Society.

SECTION 3: *Emeritus Members.* A regular member may apply to Council for transfer to emeritus membership if that person (1) has reached the age of 65 and is retired from regular employment or (2) has been forced to retire from regular employment because of illness or disability. An emeritus member may be restored to regular membership status on request to Council.

SECTION 4: *Student Members*. Any student, who is actively engaged in physiological work in the state of Kentucky, as attested to by a regular member of The Society, shall be eligible for proposal for student membership. Students can be at the high school, undergraduate, or graduate levels. No individual may remain in this category for more than five years without reapplying.

ARTICLE IV. DUES

Annual dues shall be determined and paid on at the annual meetings. Any member whose dues have not been paid within six months of this date shall be dropped from active membership. Reinstatement shall be accomplished by reapplication and submission of the annual dues required. Any dues for membership in The Society shall not be prorated for a partial year. The Society promotes equal opportunity and diversity in membership.

ARTICLE V. OFFICERS & DUTIES

SECTION 1: The officers of The Society shall be the President, Past President, President-Elect, and Secretary/Treasurer. Officers will be elected and their terms will commence at the annual meeting.

SECTION 2: The President shall call meetings, determine the annual meeting theme, and serve as the annual meeting coordinator as required to conduct The Society's business and shall serve a one year term after which he/she serves as Past President.

SECTION 3: The President-Elect shall serve together with the President, for one year and then become President to work together with the new President-Elect and the Past President. The President-Elect shall act as President in absence of the President.

SECTION 4: The Secretary/Treasurer shall serve three years and be responsible for the preservation of The Society's funds and shall report on financial status and shall disperse funds as authorized by a majority of the membership, the unanimous consensus of the Executive Committee, or as contained in the budget prepared by the Executive Committee. The Secretary/Treasurer shall also be responsible for any income tax filings. The Secretary/Treasurer will obtain the list of Kentucky membership on an annual basis.

ARTICLE VI. COMMITTEES

SECTION 1: The Executive Committee shall be composed of the President, Past President, President-Elect, Secretary/Treasurer, and Chairpersons of any other standing committees.

SECTION 2: Committee Chairpersons shall appoint members of their own committee. Members of the committee shall serve a term of 2 years commencing at the annual meeting.

SECTION 3: The Annual Meeting Committee shall be chaired by the President and will plan the specific content of the Annual Meeting within the overall theme determined by the President.

SECTION 4: The elections procedure shall be determined by the Executive Committee.

SECTION 5: Special committees, necessary for the development of The Society, may be appointed by the President.

ARTICLE VII NOMINATIONS & ELECTIONS

SECTION 1: Elections shall be held around the annual meeting time and may occur via email. The Past President will manage the election process and be privy to the voting tally for dissemination of the results.

SECTION 2: The Executive Committee shall solicit from the membership nominees for officers.

SECTION 3: The list of nominees shall be presented to the membership in the form of a ballot which may take place via email. The voting shall be anonymous.

ARTICLE VIII MEETINGS

SECTION 1: *Annual Meeting.* A meeting of The Society will be held annually for transacting business, electing officers and members, presenting scientific information, and conducting related activities. The meetings shall be held at various Kentucky Colleges or Universities as determined by the Executive Committee.

SECTION 2: *Time and Location.* The date and location of the annual meeting of The Society shall be determined by the Executive Committee, typically at the previous annual meeting.

SECTION 3: *Special Meetings.* Special meetings shall be held at such times as the President or the Executive Committee may determine.

SECTION 4: *Quorum.* A quorum for the transaction of Society Business shall be those voting members present at the annual meeting as well as including those corresponding via email that were sent an email on the same subject matter.

SECTION 5: A quorum of the Executive Committee shall consist of 2/3 of its membership.

ARTICLE IX DISSOLUTION

SECTION 1: In the event of dissolution of The Society, funds remaining after the payment of all obligations shall be donated to the American Physiological Society.

SECTION 2: Amount to be distributed is to be determined by a simple majority of the members present at the meeting called for distributions.

SECTION 3: Written notice of a meeting called for the distribution of funds must be sent at least four weeks prior to the meeting. The time and place of the meeting will be set by the President.

ARTICLE X AMENDMENTS

SECTION 1: These Bylaws may be amended at any regular meeting, or any special meeting duly called for the purpose, by a 2/3 vote of the voting members present, including those corresponding via email on the same subject matter. A quorum of at least ½ of the voting members must be present to vote on any amendments. If voting is by email then ½ the members who were asked to respond would consist of a quorum.

SECTION 2: A notice of such amendments must be sent with a notice of such meetings or email votes at least four weeks prior to the date of the meeting.

SECTION 3: The proposed amendments must be in an acceptable parliamentary form and must not conflict with or nullify un-amended sections of the Bylaws.