

DSA By-laws

SECTION I. NAME

The name of the society shall be The Dragonfly Society of the Americas, Inc.

SECTION II. MEMBERSHIP AND DUES

A. Membership is open to all individuals interested in Odonata and the conservation of Odonata.

B. All dues and memberships are by the calendar year, without regard for the month in which a member joins the Society, payable with enrollment and on or before March 1 of each succeeding year. Dues are deemed in arrears on July 1 of the current year.

C. Dues are payable in US Dollars. Dues rates may be changed annually as required by action of the Executive Council.

D. Gratis membership shall be extended to colleagues, upon request, residing in countries outside North America in which economic conditions or currency exchange regulations make payment difficult.

Continuation of this policy for each succeeding year will depend on available revenues. The Executive Council shall determine the feasibility of this policy at each annual Business Meeting.

E. Honorary membership, exempt from payment of dues, may be conferred to any Society member for exceptional service to the Society or to the study of Odonata. Candidates for honorary membership may be proposed at any time by majority vote of the Council or by petition of at least ten members of the Society, and will be subject to approval by the membership at large at the following annual Business Meeting.

F. Members in good standing may cancel their membership for the forthcoming year in writing, which must reach the Treasurer prior to December 31 of the current year. Cancellation of current year membership and/or removal of name from current Membership List cannot be considered.

G. Members remaining in arrears for one year may be removed from membership.

SECTION III. FINANCIAL

A. The Treasurer shall be responsible for establishing the Society's bank checking account and/or savings account, and except as noted in Paragraph C below, shall be the only person empowered to endorse instruments made payable to The Dragonfly Society of the Americas, and shall keep the bank account books current and available for inspection by the Executive Council upon notice.

B. Except as noted in Paragraph C below, only the Treasurer shall be empowered to disburse funds from the Society's bank account. All accounts submitted for payment shall be itemized for each particular article of goods or service and shall include a statement that said goods or service were provided for The Dragonfly Society of the Americas. When officers or members submit statements for reimbursement of expenses, the name of officer or member must also appear on statement.

C. The Society's accounts shall be established jointly in the name of the Treasurer and Secretary. In case of the incapacity or extended absence of the Treasurer, the Secretary shall assume such duties of the Treasurer as may be necessary for normal functioning of the Society, including disbursing and accepting funds.

D. If the Society's funds accrue beyond anticipated operational needs, the Executive Council may consider awards or grants for research projects of outstanding merit and/or for exceptional programs or publications that advance the Society's aims and objectives. Projects or programs should in some way be related to Odonata of the Americas. Preference will be given to research projects concerning Odonata, to members of this Society, and to organizations with similar aims.

SECTION IV. PUBLICATIONS

A. The regular serial publications of the Society shall be *ARGIA*, a quarterly news journal of informal articles, notices and current news items regarding almost every aspect of Odonatology; and *BULLETIN OF AMERICAN ODONATOLOGY (BAO)*, a peer-reviewed journal published on an occasional basis. All members in good standing shall receive *ARGIA* and *BAO* as part of their membership.

B. The Society may issue other publications, which shall not be inclusive with membership. Members in good standing shall be entitled to purchase such publications at 20% discount under regular prices.

C. The production of the Society's publications and the administration of its editorial policies shall be under the direction and control of the Editor-in-Chief. The Editor-in-Chief shall have the responsibility to appoint Associate Editors and special project Editors, as required to carry out the Society's publications program. The Editor-in-Chief shall submit a written proposal for the establishment of any new publication to the Executive Council, and must receive the approval of 2/3 of the Council Members before proceeding with the proposed project.

D. The Editor-in-Chief is elected by the membership from among nominees approved by the Executive Council on the basis of experience and qualifications. The Editor-in-Chief may serve as *ARGIA* Editor and/or *BAO* Editor, or may appoint someone else to those positions, with approval of 2/3 of the Executive Council Members.

SECTION V. GOVERNANCE

A. **BUSINESS MEETING.** The Society annually shall hold a Business Meeting, open to all members. Any member may bring before this meeting matters of concern relevant to the functioning, goals and purposes of the Society. Actions of the Business Meeting, within the framework of these By-Laws, become the acts or policies of the Society.

B. **THE EXECUTIVE COUNCIL.** The Executive Council of the Society shall consist of the President, Immediate Past President, President Elect, three Vice Presidents, Treasurer, Secretary, Editor-in-Chief,

ARGIA Editor, *BAO* Editor, Webmaster and three Regular Members. If the Editor-in-Chief is also serving as *ARGIA* and/or *BAO* Editor they will have only one voting position. The Council shall be empowered to carry out the business of the Society between annual meetings.

C. TERMS AND METHODS OF SELECTION

1. The terms of all officers shall be two years, beginning at the Business Meeting of odd-numbered years, except as noted elsewhere in this section.

One Regular Member of the Council shall be elected for a term of six years in every odd year. If a Regular Member position becomes vacant, the President may appoint a member to fill that position for the remainder of the six year term with the approval of 2/3 of the Executive Council Members.

3. A Nominating Committee shall nominate one candidate for each office to be filled during the next election. Nominations for Vice President shall ensure that the Council includes one Vice President representing Canada, one representing the United States, and one representing Latin American countries. The President Elect shall automatically become President for the succeeding two year period.

4. The chair of the Nominating Committee, in consultation with the Editor of *ARGIA* and Secretary, shall also ensure that a ballot, including all the Committee's nominations and a space for write-in candidates for each position, be announced to the Society membership with the first issue of *ARGIA* for the year of the election and available on the DSA website.

5. Members may serve as Editor-in-Chief, Secretary, Treasurer, *ARGIA* Editor, *BAO* Editor, Webmaster, or Vice President for an indefinite number of consecutive terms with consent of the Society membership.

6. In the event that the office of President Elect becomes vacant during the first 12 months following an election, a ballot of nominee(s) will be prepared by a Nominating Committee and announced to the Society membership in the next feasible issue of *ARGIA*; members shall have at least 60 days from the publication date of the issue of *ARGIA* to record their vote on the DSA website. The Secretary shall tally the votes, and publish the result in the next issue of *ARGIA*. In the event that the office of President Elect becomes vacant after the first 12 months following an election, the Executive Council will function for the remainder of the term without that officer and the membership shall elect both a President and President Elect at the next election.

7. Additional officers needed to carry out the functions of the Society may be appointed at any time by the Executive Council and shall take office immediately upon notification of appointment. Appointed officers shall not have voting privileges. The term of office for appointed officers shall be determined by the Council, but in no case shall the term exceed that of other officers. Appointed officers may serve for an indefinite number of consecutive terms with the approval of 2/3 of the Executive Council Members.

D. DUTIES OF OFFICERS

1. **PRESIDENT:** Shall preside at all meetings and other functions of the Society; shall chair the Executive Council; may appoint interim officers to fill the offices of Vice President, Secretary, Treasurer, Editor-in-Chief, Webmaster, and/or Regular Member, should any of these positions become vacant prior to the prescribed end of their term; and shall be empowered to call special meetings of the Society and Executive Council.

2. **PRESIDENT ELECT:** Shall assume all the duties of President in the event of death, resignation, disability or absence of incumbent President.

3. **IMMEDIATE PAST PRESIDENT:** Shall serve one term on the Executive Council with full voting privileges.

4. **VICE PRESIDENTS:** Each Vice President shall represent the interests of members from their respective regions.

5. **SECRETARY:** Shall transcribe minutes and proceedings of all Society meetings and ensure that the proceedings of the immediate past meeting are published in *ARGIA* before the next meeting and are available for distribution at that meeting for approval by the Society membership. The Secretary shall keep records of all Society proceedings available for inspection upon proper notice and shall be responsible to ensure that the By-Laws of the Society are available on the DSA Website. The Secretary shall prepare any ballots and report election results in *ARGIA*.

6. **TREASURER:** Shall have the responsibility for handling the Society's funds, through deposits, investments, and disbursements, as described in Section III, above, and shall report on the financial status of the Society at each annual Business Meeting and in *ARGIA* before the next meeting.

7. **WEBMASTER:** Shall have the responsibility for maintaining the DSA Website and all peripheral DSA websites and links to DSA document files, including digital libraries of all *ARGIA* and *BAO*, the DSA By-Laws and ballots for pending elections.

SECTION VI. COMMITTEES

A. Standing committees may be formed by the Executive Council or the membership. The duties of newly formed standing committees shall be established by standing rule.

B. Special committees may be formed by the President, the Executive Council, or the membership. Charges to special committees shall be in writing.

C. Except as provided elsewhere in these By-Laws, the President shall appoint the Chair and members of standing and special committees with the approval of 2/3 of the Executive Council Members.

D. The President shall appoint a Regular Member to chair a Nominating Committee for one election period. The Chair shall select at least two additional committee members, at least two of which shall not be members of the Executive Council. Once a ballot of nominees is announced to the Society membership in *ARGIA* and on the DSA Website, the Nominating Committee shall be dissolved until the President appoints a chairman for the following election period.

SECTION VII. CHANGE OF BY-LAWS

A. Changes may be proposed at any time by majority vote of the Council or by petition of at least ten members of the Society.

B. Proposed changes shall be presented to the membership at large in the next feasible issue of *ARGIA* and in the form of a ballot for approval or disapproval on the DSA website. The opportunity shall be afforded for approval/disapproval of each paragraph in which a change is proposed and an opportunity to approve all changes with one vote.

C. Members shall have at least two months to record their votes. The Secretary shall tally the votes for each proposed change and publish the result in the next issue of *ARGIA*.

D. Changes will be approved by 2/3 vote of members recording votes. Approved changes shall take effect upon publication of the vote results in *ARGIA*.