CONSTITUTION AND BYLAWS OF THE *GREAT LAKES ENTOMOLOGICAL SOCIETY*

♦ REVISED OCTOBER 2024 ♦

ARTICLE I – NAME

Section 1. This organization, known as the *Michigan Entomological Society* beginning in 1954, shall be known as the *Great Lakes Entomological Society* beginning in 2024.

ARTICLE II – PURPOSE

Section 1. To promote the science of entomology in all its branches and by all feasible means, and to advance cooperation and good fellowship among persons interested in entomology.

ARTICLE III – MEMBERSHIP

Section 1. Any individual or organization interested in the purpose of the society shall be eligible for membership without regard to race, creed, color, religion, gender, gender identity, sexual orientation, national origin, ancestry, disability, or age.

Section 2. The classes of membership shall be: Active, Honorary Life, Student, Sustaining, Institutional, and Life.

Section 3. Active: For individuals.

Section 4. Honorary Life: May be conferred upon any member who has performed long and distinguished service in the field of entomology to the State of Michigan or to the Society. Proposals for Honorary Life Membership shall be made in writing with a supporting statement by two active members and shall be acted upon by the Governing Board and submitted to the Society for vote by electronic mail ballot. Nominees must receive four-fifths of the ballots cast to be elected. The total number of Honorary Life Members shall not exceed five at any one time, and not more than two shall be elected in any one year. Honorary Life Members shall be exempt from payment of dues but shall have all the privileges of active membership.

Section 5. Student: An individual attending school, through graduate school.

Section 6. Sustaining: Any person or organization supporting the aims of the Society by submitting an annual fee set by the Board.

Section 7. Institutional: Any institution, society, school, museum, or other organization desiring to support the aims of the Society, but not to the extent of a Sustaining membership.

Section 8. Life: A one-time individual fee.

ARTICLE IV – OFFICERS

Section 1. The officers of this Society shall be: President, President-Elect, Past President, Secretary, and Treasurer.

Section 2. President-Elect, President, Immediate Past President. The President-Elect shall be elected by electronic mail ballot as specified in the Bylaws. He/She shall serve for one calendar year as President-Elect, a second year as President, and a third year as Immediate Past President. He/She shall assume the office of President-Elect at the beginning of the calendar year following his/her election.

Section 3. Secretary, Treasurer. The Secretary and Treasurer shall be appointed by the Board, and shall each serve for three calendar years beginning with the year following their appointment.

ARTICLE V – GOVERNING BOARD

Section 1. The Board shall consist of the following members: President, President-Elect, Immediate Past President, one of the most-recent available Past Presidents, Secretary, Treasurer, four elected Members-at-Large, Lead and Associate Journal Editors, Newsletter Editors, Webmaster, and Social Media Manager.

Section 2. The Governing Board shall conduct the business of the Society, and interpret and implement Society policy.

ARTICLE VI – GENERAL GUIDELINES

Section 1. Notwithstanding any provision of the Constitution or Bylaws which might be susceptible to a contrary construction:

(a) The Society shall be organized and operated exclusively for scientific and educational purposes;

(b) No earnings or use of the Society name shall be incurred to the benefit of any private individual;

(c) No substantial part of the activities, funds, or publications of the Society shall be made to influence legislation or a public office candidate;

(d) The Society shall not be organized or operated for profit.

(e) The Society shall not:

(1) Lend any part of its income or corpus, without the receipt of adequate security and a reasonable rate or interest;

(2) Pay any compensation in excess of a reasonable allowance for salaries or other compensation for personal services actually rendered;

(3) Make any part of its services available on a preferential basis;

(4) Make any purchases of securities or any other property for more than adequate consideration in money or money's worth;

(5) Sell any securities or other property for less than adequate consideration in money or money's worth.

The prohibitions contained in this subsection do not mean to imply that the Society may make such loans, payments, sales, or purchases to anyone else, unless such authority be given or implied by other provisions of the Constitution or Bylaws.

Section 2. No officer or committee of the Society shall solicit in the name of the Society contributions for use in obtaining or paying for specialized entertainment.

ARTICLE VII – FUNDS

Section 1. Society funds shall be the responsibility of the Treasurer as specified in the Bylaws.

Section 2. A permanent fund shall be established to include donations and bequests. The fund shall be in custody of the Governing Board. Funds shall be invested and may be expended only by the Governing Board. Loans may be made to other established funds of the Society for self-liquidating projects.

ARTICLE VIII – PUBLICATIONS

Section 1. The publications of the Society will be: a Journal, a Newsletter, and a computer webpage.

ARTICLE IX – STANDING COMMITTEES

Section 1. Standing Committees shall be identified by the Governing Board. Their duties and election are as set forth in the Bylaws.

ARTICLE X – MEETINGS

Section 1. The Annual Meeting shall be at such time and place as may be decided upon by the President-Elect. Special meetings may also be called by the Governing Board.

ARTICLE XI – AMENDMENTS

Section 1. Changes to the Constitution and Bylaws may be proposed by any Society member at any time. All proposed amendments, and all proposed changes to the Constitution or Bylaws involving existing Articles, shall be communicated in writing to the President and Secretary by electronic means. The President shall at that time appoint a committee to consider the amendment(s) or other change(s). The committee shall report its recommendations to the Governing Board within a stated period, normally six (6) weeks. Depending upon the proposal's merits as determined by the Governing Board, it may then be communicated to the entire membership by individualized electronic mail and postings on the Society's website. Comments from members shall be invited in the announcement, and they shall be considered by the committee provided that the comments are

received no more than thirty (30) days following the posting of the announcement. The amendment(s) shall then be referred by electronic ballot to the entire membership. If two-thirds of the votes cast are in the affirmative, the amendment(s) shall be adopted.

ARTICLE XII – DISSOLUTION

Section 1. Upon dissolution of the Society, the Governing Board shall distribute the assets and accrued income to one or more organizations as determined by the Board, but which organization or organizations shall meet the limitations prescribed in Section 1 of Article VI, immediately preceding.

BYLAWS

ARTICLE 1 – MEMBERSHIP

Section 1. Privileges. All members shall have equal privileges, except as specified otherwise herein.

Section 2. Memberships of persons accepted before July 1 in a given year shall begin with the preceding January 1; memberships accepted at a later date shall begin on the following January 1, unless the earlier date is requested and the required dues have been paid.

ARTICLE II – OFFICERS' DUTIES

Section 1. The President shall have and exercise such powers as are reasonably necessary to carry out his/her official duties, including: presiding at Governing Board and Annual Business Meetings; setting, with the Secretary, the date of the fall Governing Board meeting and Agenda; appointing Special Committee members and Chairs, specifying their charges and deadlines for reporting recommendations; filling vacancies in the elected Standing Committees with Governing Board approval, such appointees to serve until the next Annual Meeting; appointing representatives to other organizations and meetings as needed.

Section 2. The President-Elect shall serve as Annual Meeting Chair, determine site, date, and Agenda, and act as President if President cannot serve.

Section 3. The Immediate Past President shall serve as Chair of the Nominating Committee, solicit nominees from the Board and membership by Newsletter notice, obtain needed information from all nominees, notify the Secretary of those results, tabulate votes, and notify all candidates of election results.

Section 4. The Secretary shall: record Minutes of the Governing Board and Annual Business Meetings and submit them for publication in the Newsletter; prepare and send Governing Board members the meeting Agenda; prepare electronic ballots; respond to routine mail requests; maintain an up-to-date

Membership List and make it available to the membership in a secure form, either continuously (accessible online) or as an annual email; prepare membership meeting notices for the Newsletter.

Section 5. The Treasurer shall maintain records of Society income and expenses; submit a report of the Society's financial status at Annual and Governing Board meetings; file Non-profit organization forms with the IRS and State of Michigan as required; maintain checking and other accounts; pay all bills in a timely manner; maintain the current dues status of all members; purchase needed business supplies and equipment; prepare and send author invoices. The Treasurer shall be bonded to assure Society liquidity.

ARTICLE III - GOVERNING BOARD DUTIES

Section 1. Interpret and implement policies of the Society.

Section 2. Print the dues schedule in the Society's publications and review the dues schedule each odd-numbered year to determine if a change is needed for the next year.

Section 3. Provide recommendations to the President for his/her appointments and charges for Special Committees.

Section 4. Fill a vacancy in the office of the President-Elect by the candidate in the most-recent election who received the next highest number of votes for that office; if such a candidate is not available, the Board shall form a committee of its own members with the President as Chair.

Section 5. In the event that the Secretary or Treasurer cannot continue his/her duties, fill that vacancy by appointment until the next regular election.

Section 6. Assume general responsibility for the publications of the Society and set honoraria for the Lead Journal Editors.

Section 7. Appoint Editors of the Journal and Newsletter, Associate Editors, and a Webmaster.

Section 8. Duties of Lead Editors of *The Great Lakes Entomologist*.

(a) The Lead Scientific Editor shall: (1) receive and track authors' submissions; (2) seek reviewers or assign each manuscript to an Associate Editor; (3) correspond with authors during the review stage; (4) make the final decision on the acceptance or rejection of each manuscript.

(b) The Lead Production Editor shall: (1) oversee copy-editing and proofing, with assistance from the Associate Editors; (2) correspond with authors during the production stage; (3) arrange and oversee layout and online posting of the journal; (4) communicate page charges for each published article to the authors and Treasurer.

Section 9. The Newsletter Editors' duties shall include: prepare at least 3 issues per year; report status at the Governing Board and Annual Meetings.

Section 10. Associate Editors' duties shall include: assist Lead Editors; assume duties of other editors in their absence.

Section 11. The Members-at-Large duties shall include: attend Governing Board and Annual Meetings; participate in discussions of Agenda items; serve on committees as requested by the President; assist other Board members as needed.

Section 12. The Webmaster's duties shall include creation and maintenance of the Society's webpage.

Section 13. The Social Media Manager's duties shall include creation and maintenance of the Society's social networking webpages, such as Facebook.

ARTICLE IV – DUES

Section 1. Dues for the Life membership class shall be set at 20 times the Active class, payable within one calendar year.

Section 2. Members in arrears at the end of the calendar year shall be dropped from membership.

Section 3. Sustaining membership dues shall be greater than Active and set by the Board.

ARTICLE V – STANDING AND SPECIAL COMMITTEES

Section 1. Terms of office and rotation. Unless otherwise indicated, members of Standing Committees shall each serve for periods of three years. Their elections shall be arranged so that one-third of the terms expire each year. Special Committees' terms shall be limited to one year unless extended by the President.

Section 2. Election of Standing Committees. The Governing Board shall serve as the nominating committee to propose a slate of candidates for election to positions on Standing Committees not filled in other ways. The candidates nominated by the Board, together with any nominated from the floor, shall be voted upon at the Annual Meeting. The Board shall designate which member of each Standing Committee shall serve as Chair.

Section 3. Special Committees shall develop and make recommendations to the Board on specific issues, normally within one calendar year. The committee is dissolved when final recommendations are accepted.

ARTICLE VI. VOTING PROCEDURE

Section 1. Voting and holding office shall be open to all individual members. The Society's elections and voting on ballot initiatives shall typically be carried out electronically, by means of confidential on-line voting by members.

Section 2. The President-Elect and Members-at-Large shall be elected by electronic mail ballot by the following procedure: Membership shall be solicited by notice in the Newsletter at least six months preceding the next election for nominees to fill vacancies. At least four months prior to each Annual Meeting, the Governing Board shall meet to consider nominations. Nominees shall be apprised of office responsibilities, their approval to serve obtained, and the Secretary notified of candidate names. Names shall be placed alphabetically on an electronic ballot and transmitted to each member no later than two months before the Annual Meeting, for the return of votes. A return date of at least thirty days after issue shall be specified for the return of ballots. Ballots received later than the specified date shall not be counted. The votes shall be tabulated by the Immediate Past President and two other non-candidate members whom he/she selects. The candidate or ballot issue receiving the majority of votes shall be declared approved. The Governing Board and all candidates shall be promptly notified of the outcomes.

Section 3. The two-calendar-year terms of service of the four respective Members-at-Large shall be staggered over two-year intervals.

Section 4. If only one nominee accepts candidacy for a Board vacancy, the Board shall declare that candidate the winner without the need for a general membership vote.

Section 5. If two candidates for any office are tied for highest vote, the winner shall be decided by the membership via a run-off ballot.

ARTICLE VII – QUORUMS

Section 1. Fifteen (15) active members shall constitute a quorum for the transaction of the business of the Society, both for in-person and online meetings, provided that all active members have been informed of the intent to meet.

Section 2. A simple majority of Governing Board members shall constitute a quorum for the transaction of the business of the Society, both for in-person and online meetings, provided that all members of the Board have been informed of the intent to meet.

Section 3. Prior to convening any virtual/online meeting of the Governing Board, a quorum (simple majority) of participants shall be established, as follows: 1) by announcing via electronic mail to each Governing Board

member the planned meeting's date and time, and 2) by the convening Governing Board member's receipt of confirming electronic messages ('will participate' notices) from a simple majority of Governing Board members.

Section 4. The recognition of voting outcomes ("majority vote" and "2/3 vote") on any issue considered during virtual/online meetings of the Governing Board or their follow-up discussions shall be defined as the proportion of votes actually cast by Governing Board members, with the quorum number (simple majority) as the minimum acceptable number of total votes cast; any Governing Board member's vote not cast shall be counted as an abstention.

ARTICLE VIII – AMENDMENTS

Section 1. The procedure for consideration of proposed amendments to the Bylaws, or any changes in existing Articles, shall be as outlined in Article XI, Section 1, of the Constitution.

ARTICLE IX. PARLIAMENTARY AUTHORITY

All business, unless stated otherwise in the Constitution or Bylaws, shall be conducted according to Robert's Rules of Order, revised edition.

END of document.