

International Society of Infant Studies, Inc.

By-Laws

Adopted: July 12, 1990
Amended: January 31, 1998
Amended: May 7, 2004
Amended: 2015

ARTICLE I - NAME AND PURPOSE

Section 1. The International Society of Infant Studies, Inc. (hereafter called the Society) is organized as a not-for-profit corporation under the laws of the state of Maryland for scientific, charitable, and educational purposes including the following purposes:

- A. To research and study the development and growth of children from conception through three years of age. To promote education and research in the field of infant development and growth. To research and study the role of parents, families, and other care givers of infants. To develop scientifically based programs of care and intervention to promote infant development.
- B. To conduct meetings, workshops, symposia, and conferences:
 - 1. to disseminate original research, basic and applied, from a wide variety of disciplines on infancy;
 - 2. to discuss and share questions, problems, issues, information, and theories regarding the development of infants, their families, parents, and other care givers;
 - 3. to advance the study of infancy and to educate professionals who study or care for infants.
- C. To publish and communicate through print and electronic media the proceedings (including the abstracts and scientific papers) of Society sponsored meetings, workshops, symposia, and conferences. To publish and disseminate research on infancy through newsletters, books, monographs, reports, studies, and other periodicals and also to make these publications available through electronic media.

ARTICLE II - MEMBERSHIP

Section 1. The membership of the Society shall consist of Members and Student Members. The dues and qualifications for each class of member shall be as determined by the Executive Committee.

Section 2. Anyone with an advanced degree (beyond B. A. or equivalent degree) in any discipline related to infant development is eligible to apply for membership in the Society.

Section 3. Members and Student Members shall have the right to vote. Members and Student Members shall receive such publications as the Executive Committee shall designate.

Section 4. The Executive Committee shall formulate an application for membership, shall review applications as they are submitted, and shall accept or reject applications for membership. Each applicant may be required to be sponsored by another member or members in order to be considered for membership.

Section 5. Upon failure to pay annual dues, the privileges of membership in the Society shall be suspended.

ARTICLE III - EXECUTIVE COMMITTEE

Section 1. Officers and Directors. The officers of the Society shall be a President, a Past President, a President-Elect, a Secretary, and a Treasurer. The President-Elect, Secretary, and Treasurer shall be elected directly by majority vote of the members and student members by mail or electronic mail ballots or by those present at the Biennial Meetings of the Society. In the case of mail or electronic mail ballots, they shall be sent to the membership no later than 90 days in advance of a biennial meeting. The President-Elect shall serve for two years and shall then automatically become President for a two-year term and serve as Past-President for two years immediately following the conclusion of a term as President. The Secretary and Treasurer shall be elected for six-year terms in alternate two-year periods. The officers of the Society shall serve as its Directors.

Section 2. General Powers of the Executive Committee. The Directors hereby delegate the management of the business and affairs of the Society to the Executive Committee. The Executive Committee shall be responsible for the formulation of policy and for general supervision of the affairs of the Society.

Section 3. Initial Executive Committee members. The initial members of the Executive Committee shall be the Directors specified in the Articles of Incorporation and they shall serve as Executive Committee members until they resign, die, are unable to serve for any reason, or until the successors are duly elected at the first Biennial Meeting of the Members and the Students Members and qualify; provided, however, that any Executive Committee Member may be removed from office, with or without cause, by ballot vote of a majority of the members of the Executive Committee then serving.

Section 4. Specific Duties of the Executive Committee. The duties of the Executive Committee shall be to conduct the business of the Society, including, but not limited to, the following: 1) to formulate policy and to refer policy decisions to the Members and the Student Members for approval, 2) to select the chairpersons for standing committees, 3) to select chairpersons of other committees established by the Executive Committee, 4) to solicit nomination for the elected members of the Executive Committee, 5) to conduct the Biennial nomination, election, or appointment of officers, directors, and committee members, 6) to select the Editor of any journal publications sponsored by the Society.

Section 5. Executive Committee membership. The Executive Committee shall consist of the five (5) officers, President, Past President, President-Elect, Secretary, and Treasurer (who are one and the same as the Directors of the society), and six (6) members-at-large, who shall be elected by majority vote of the Members and Student Members by mail or electronic mail ballot or by their presence at the biennial meeting of the Society. In the case of mail or electronic mail ballots they shall be sent no less than 90 days prior to the biennial meeting. Terms of office for Members-at-Large shall be staggered, with two (2) elected biennium for terms of six years. No member of the Executive Committee may serve for two consecutive terms in the same office. Executive committee members shall take office at the end of the biennial meeting of the Society in the year in which they were elected.

Section 6. Regular Meetings. A regular Annual Meeting of the Executive Committee shall be held at such place and times as the President shall determine.

Section 7. Special Meetings. Special Meetings of the Executive Committee may be called by or at the request of the President or any two Members of the Executive Committee. The request shall state the purpose or purposes of such meeting and the matters proposed to be acted on thereat. The person or persons authorized to call Special Meetings of the Executive Committee and who call for a Special Meeting may specify the place and time of that meeting.

Section 8. Not less than ten (10) nor more than forty-five (45) days before the date of an Annual Meeting or Special Meeting of the Executive Committee, the Secretary shall give to each Executive Committee member written notice stating the time and place of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, either by mail, electronic mail, or by presenting it to the member personally or by leaving it at the member's residence or usual place of business. If mailed, such notice shall be deemed to be given when deposited in the United States mail addressed to the Executive Committee member at the member's post office address, as it appears on the records of the Society, with postage thereon prepaid.

Section 9. Quorum. A majority of the members of the Executive Committee, either present in person or by proxy, shall constitute a quorum for the transaction of business at any meeting of the Executive Committee.

Section 10. Manner of Acting. The act of the majority of the Executive Committee members present at a meeting at which a quorum is present shall be the act of the Executive Committee, except as otherwise provided by law or by these bylaws.

Section 11. Parliamentary Rules. The parliamentary rules as laid down in Robert's Rule of Order shall govern all deliberations when not in conflict with these by-laws.

Section 12. Vacancies. Any vacancy occurring on the Executive Committee occurring between the Biennial Meetings may be filled by the affirmative vote of the majority of the then Executive Committee members though less than a quorum of the Executive Committee.

Section 13. Compensation. Members of the Executive Committee shall not receive any salaries for their services.

Section 14. Resignations. Any Executive Committee member may resign at any time giving written notice to the Executive Committee or to the President or the Secretary. Any such resignation shall take effect at the date of receipt of such notice or at any later time therein specified, and unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

Section 15. Action without a Meeting. Any action which is required to be taken, or which may be taken, at a meeting of the Executive Committee, may be taken without a meeting if consent in writing or by electronic mail is given by a majority of the Executive Committee members setting forth the action to be taken. The consenting majority must include the president and president-elect. Such consent shall have the same force and effect as a unanimous vote.

ARTICLE IV - COMMITTEES

There shall be four standing committees of the Society: 1) Local Arrangements Committee, 2) Program Committee, 3) Publications Committee, and 4) Nominations Committee. Except as otherwise stated by these by-laws or by the Executive Committee, Committee members shall serve staggered four-year terms.

Section 1. Local Arrangements Committee. The Executive Committee shall select a site for the biennial meeting of the society, and shall appoint the chair of the Local Arrangement Committee four years in advance of the meeting. The Chair of the Local Arrangement Committee shall select committee members with approval of the Executive Committee. The President-Elect shall serve on the Local Arrangements Committee in a liaison and advisory capacity.

Section 2. Program Committee. The Executive Committee shall appoint a Program Chair for the Biennial Meeting of the Society. Members who have served on the immediately preceding program committee will be given preference for selection as Chair of the Program Committee. The Program Chair, with approval from the Executive Committee, shall appoint a committee which shall plan, supervise, and implement the Program for the Biennial Meeting of the Society. The Program Committee may include a student member of the Society. The appointment of the Program Chair shall be made four years in advance of the meeting.

Section 3. Publications Committee. The Publications Committee shall consist of the Secretary, the Past President, and two members appointed by the Executive Committee. Editors and Publishers of all publications sponsored by the society shall serve ex officio on the Publications Committee. The Publications Committee shall oversee all publications sponsored by the Society and make recommendations to the Executive Committee regarding publications deemed in the best interests of the Society.

Section 4. Nominations Committee. The Nominations committee shall consist of the Past President, and three other members of the Executive Committee. The Past President shall chair the committee.

ARTICLE V - DUTIES OF THE OFFICERS

The officers shall be a President, the Past President, a President-Elect, a Secretary, and a Treasurer.

Section 1. The President of the Society shall preside at all meetings of the Society and shall chair the Executive Committee. The President shall be authorized to fill any vacancies that may occur on committees for the remainder of the unexpired terms and shall perform such other duties as are incident to the office or as may be properly required by vote of the membership of the Executive Committee or the Society.

Section 2. The Past President shall serve as a voting member of the Publications Committee and shall have other duties as the President and the Executive Committee shall assign.

Section 3. The President-Elect shall chair meetings of the Executive Committee and the Society in the absence of the President. The President-Elect shall serve ex officio on the Local Arrangements Committee and shall have other duties as the President and the Executive Committee shall assign.

Section 4. The Secretary shall be the recording officer of the Society. The Secretary shall serve as a voting member of the Publications Committee. The Secretary shall record and report transactions of the Executive Committee and the Society and shall perform such other duties as may be assigned by the Executive Committee. Once each biennial the Secretary will make a written report to the membership on the organization and activities of the Executive Committee and the Society.

Section 5. The Treasurer shall have charge and custody of and be responsible for all funds of the Society, receive and give receipts for monies due and payable to the Society, deposit all such monies in the name of the Society, pay all legal debts and obligations of the Society, and supervise preparation of all legal financial obligations of the society, including the filing of US Income Taxes and annual Non-Profit Corporation documents. The treasurer will prepare an annual report for the Executive Committee detailing all financial operations of the society and will provide a brief report to the membership. The Treasurer shall provide a detailed report of the society's financial operations to the membership at its regular Biennial Meeting.

ARTICLE VI - PUBLICATIONS

The Society shall issue such regular and occasional publications as it deems necessary in the achievement of its purposes.

Section 1. All publications of the Society shall be under the general supervision of the Publications Committee, subject to approval of the Executive Committee.

Section 2. The Executive Committee shall appoint an Editor for each of the official publications of the Society and shall determine the conditions of terms of office, compensation, and staff for each publication and each Editor.

Section 3. An Editor shall be responsible for the editorial management of a given publication. The Editor shall be authorized to appoint such consulting editors as may be required. The Editor shall have the right to reject for publication any paper submitted and is bound only by policies established by the Publications Committee and approved by the Executive Committee and by any budget determined by the Executive Committee.

ARTICLE VII - AMENDMENTS

Section 1. These Bylaws may be amended by a majority affirmative vote of those voting in referendum submitted by mail or electronic mail to the Members and Student Members of the Society or conducted at the Biennial Meeting of the Society.

Section 2. Amendments may be proposed by majority vote of the Executive Committee or by petition of at least five percent of the Members and Student Members of the Society.

Section 3. Dissolution of the Corporation. In the event of the dissolution or final liquidation of the Society, none of the property of the Society nor any proceeds thereof shall be distributed to or divided among any of the Directors or Officers of the Society or inure to the benefit of any individual.

After all liabilities and obligations of the Society have been paid, satisfied and discharged, or adequate provisions made thereof, all remaining property and assets of the Society shall be distributed to one or more organizations designated (i) pursuant to a plan of distribution adopted as provided for in the laws of the State of Maryland, or (ii) if there be no appropriate plan of distribution, as a court, pursuant to the provisions of the laws of the State of Maryland, may direct; provided, however, such property shall be distributed only to organizations which shall comply with all of the following conditions:

- A. Such organization shall be organized and operated exclusively for charitable, scientific or educational purposes;
- B. Transfers of property to such organization shall, to the extent then permitted under the statutes of the United States, be exempt from Federal gift, succession, inheritance, estate or death taxes (by whatever name called);
- C. Such organization shall be exempt from Federal income taxes by reason of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any subsequent Federal tax law); and
- D. Contributions to such organizations shall be deductible by reason of Section 170 of the Internal Revenue Code of 1954 (or the corresponding provision of any subsequent Federal tax law).