

Bylaws of the Society for the Study of Motivation

Article I

Name and Purpose

Section 1. The Society for the Study of Motivation (hereinafter referred to as the SSM or the Society) has been formed as a California nonprofit public benefit corporation, filing a Certificate of Incorporation dated March 5, 2009.

Section 2. The purposes of the SSM shall be those set forth in the Certificate of Incorporation.

Section 3. Neither the SSM, nor its Council, committees or officers, acting in their capacity as such, shall take positions on social or political issues or controversies.

Article II

Membership and Dues

Section 1. The corporation shall have two classes of Members: Professional Members and Student Members. Except where specifically limited, any reference to Members shall include both classes. Any person shall be qualified for Professional Membership who has contributed (or, for Student Membership who, as registered graduate or undergraduate students, are preparing to contribute) to the study and research of psychological and biological processes of motivation in order to increase understanding of human behavior and/or the behavior of other animals. Membership shall commence on first payment of dues and shall continue until one year after dues have come into arrears. In any matter related to membership status, the good faith determination of a majority of the Council shall be binding.

Section 2. The Council shall determine the amount of dues for membership and may, at its discretion, place all Members on the same annual dues renewal schedule. In the initial application process, the Secretary-Archivist shall determine that applicants for Membership possess the required qualifications, after which the Treasurer shall collect the appropriate dues. Members who are not in arrears shall have the right to vote on all matters to be decided by a vote of the Members.

Article III

Officers and Council

Section 1. The five elected Officers of the Society shall be a President, a President-Elect, a Past-President, a Secretary-Archivist, and a Treasurer. The terms of the President, President-Elect, and Past President shall be for one year. A President-Elect shall be elected every year. The President-Elect, the Treasurer, and Secretary-Archivist shall be elected directly by the Members entitled to vote. At the end of a President's one year term of office, the Past President's term shall expire, the President shall become the Past President for a one year term, and the President-Elect shall become President for a one year term. If a President leaves office due to incapacitation or resignation, the President-Elect shall become President and serve until the end of the term following the term of the President who has left office. The Council, at its discretion, may call an interim election to fill the vacant office of President-Elect. The terms of the Secretary-Archivist and Treasurer shall be for three years. A Secretary-Archivist and Treasurer shall be elected every two years. During their first year in office, the newly elected Secretary-Archivist and Treasurer shall be called 'Secretary-Archivist-Elect' and 'Treasurer-Elect.' During this first year in office, the Secretary-Archivist-Elect and Treasurer-Elect shall not be considered officers of the society and shall apprentice with the Secretary-Archivist and Treasurer, respectively. At the beginning of their second year of office, the Secretary-Archivist-Elect and Treasurer-Elect shall replace the retiring Secretary-Archivist and Treasurer, assume their titles and functions, and serve for two more years."

Section 2. Except as otherwise set forth in these Bylaws or required by law, the activities and affairs of the SSM shall be conducted and all corporate powers shall be exercised by or under the direction of a board of directors, called in these Bylaws the Council. The Council shall be the five officers of the SSM, three members-at-large elected directly by the membership for two-year terms and three members-at-large appointed by the Council for two-year terms. The Council may provide for staggered terms of office for Council members-at-large.

Section 3. The Council shall be the governing body of the SSM. The Council shall meet at least once each year at the time of the annual meeting of the SSM. Additional Council meetings may be called by the President or by a simple majority of Council members. The Council shall have the power to call regular and special meetings of the members of the SSM as needed. It shall approve

registration fees and other policies for annual meetings. It shall adopt an annual budget for the annual meeting, for routine administrative expenses, and for any other Society activities it may authorize. It shall fill vacancies in its elective membership, such appointees to hold office until the next regular election. It shall have the power to interpret the Bylaws. It shall decide policies on any activities representing the society. In making decisions on behalf of the Society, the Council may decide to consult the membership. When the Council is not in session, the President may make such temporary rulings as are necessary, subject to review by the Council at its next meeting, or he/she may submit questions to all members of the Council for their vote by mail or email. A majority of the members shall constitute a quorum of the Council.

Section 4. The President shall preside at meetings of the Society and shall chair the Council. The President shall be authorized to fill any vacancies that may occur on committees for the remainder of unexpired terms and shall perform such other duties as are incident to the office or as may be required by vote of the membership or of the Council at any duly constituted meeting.

Section 5. The President-Elect shall chair meetings of the Society and the Council in the absence of the President.

Section 6. The Secretary-Archivist shall be the recording secretary of the Council and of the Society. The Secretary-Archivist shall make a report to the membership once each year on the organization and activities of the Council and the Society. The Secretary-Archivist shall maintain information concerning the Bylaws, persons serving on the Council and their terms of office, and the annual meeting including local hosts and program chairs, and the program.

The Treasurer shall receive and have custody of the Society's funds, maintain its accounts and pay expenses authorized by the Society's budget. Each year the Treasurer will report on the finances of the Society and submit the records to the President necessary to verify the report. At the discretion of the Council, these documents will be further reviewed for accuracy by other appropriate means. The Treasurer shall provide a list of members eligible to vote and to receive regular announcements from the Society. The Treasurer shall receive election ballots in order to determine voting eligibility, and also retain the ballots for a period of 30 days after the results have been officially announced to the membership, pending any requested review of voting procedures.

Section 7. The immediate Past-President shall, together with the Treasurer,

preside over the election of at-large members of Council.

ARTICLE IV

Meetings

Section 1. The Council shall call a general, annual meeting of the society to be held each year at a time and location of its choosing. At each annual meeting there shall be at least one business meeting of the Members at which the Officers and Council shall report to the Society and respond to questions from Members. A majority of the Members present may pass resolutions consistent with Article I, Section 3, duly noticed to the extent required by law, provided there is a quorum of 25% of the total membership. In the absence of a quorum, resolutions adopted by members present at the business meeting shall be subject to a mail or email ballot of all members.

Section 2. Notice of each regular business meeting and any special business meeting that may be called by the Council shall be mailed or emailed to each member of the Society who is entitled to vote at the time of the notice. Such notice shall be given not less than 90 days before the date of the meeting.

ARTICLE V

Elections and Appointments

Section 1. The President-Elect, Secretary-Archivist, Treasurer, and elected members of the Council shall be elected by mail or email ballot of those Members qualified to vote. They shall take office at the end of the annual meeting of the Society following their election.

Section 2. The appointed members-at-large of the Council shall be appointed at the Council meeting held during the annual meeting of the Society and shall take office at the end of that meeting.

Section 3. The Elections Committee shall consist of the Past-President serving as Chair and at least two members appointed by the Council at or following its regular annual meeting. The Elections Committee shall invite the Members to suggest nominees. The invitation shall be issued by mail or email no less than four months prior to the next annual meeting and shall be returned no less

than three months prior to that meeting. The Elections Committee shall select, by majority vote, the final slate of candidates. This selection shall be guided by the suggestions of the electorate and shall endeavor to maintain representation of the various research disciplines of the Society's membership. The Elections Committee shall determine the willingness of nominees to serve, if elected. The election ballot shall contain the names of at least two nominees for the office of President-Elect , and shall designate space for write-in candidates for all offices. The Elections Committee shall be responsible for the conduct of the election. Ballots shall be mailed no less than three months prior to the next annual meeting and shall be returned no less than two months prior to that meeting. Members of the electorate may vote for one candidate for each officer position and for up to three candidates for the elected member-at-large positions on the Council. The candidates that receive the highest number of votes for each officer position and the first, second, and third highest number of votes for the elected Council member-at-large positions shall be elected. The Elections Committee shall oversee the tabulation of the ballots and report the results to the President. The ballots will be remitted to the Treasurer who will retain the ballots until they are counted by the Treasurer and the Past President.

Section 4. Election results shall be reviewed and verified by the full Council if any formal or write-in candidate so requests within thirty days after results are announced to the membership of the Society. All ballots shall be retained by the Treasurer at least until the end of that thirty-day period and until any requested review has been completed.

ARTICLE VI

Committees

Section 1. The Program Committee and its Chair shall be appointed by the Council at or following the Society's regular annual meeting. The Program Committee shall issue announcements and call for papers and presentations for the next meeting and distribute a program in advance of the meeting. All program proposals and all submitted papers and presentations shall be judged and accepted or rejected by the Program Committee, or by appropriate persons selected by the Committee for their special expertise, on their scientific and scholarly merits and their conformity to the purposes of the Society. The Program Committee shall endeavor to maintain representation of the various research disciplines reflected in the Society's membership.

Section 2. The Council shall appoint a Local Arrangements Chair at or following the Society's regular annual meeting. The Local Arrangements Chair, in consultation with the President, may appoint a Co-Chair and a Committee to assist in making arrangements for the next meeting.

Section 3. The Publications Committee and its Chair shall be appointed by the Council at or following the Society's annual meeting. The Publications Committee shall oversee the financial and logistical arrangements for all publications of the Society including, but not limited to a traditional print journal, a digital/online journal, and a newsletter. The Publications Committee shall make recommendations to Council for appointments to the positions of Editor(s) and Associate Editor(s) of all Society publications. Recommendations for Editor(s) and Associate Editor(s) shall be approved by majority vote of Council and, once appointed, shall serve a five-year term consistent with publication agreements unless they resign or are removed from office by a majority of Council. Council, by majority vote, shall determine the appropriate number of Editors and Associate Editors, their scopes of expertise and areas covered, for each publication.-Council shall endeavor to maintain representation among the Associate Editors of the various research disciplines reflected in the Society's membership in all of its publications.

Section 3. The Council may establish such other committees, membership to be appointed by the President, as may be helpful in the management of the Society's affairs.

Section 4. In appointing committee members, the President shall endeavor to maintain representations of the various disciplines reflected in the Society's membership.

ARTICLE VII

Amendments

Section 1. The Bylaws may be amended by affirmative vote of two-thirds of those voting in a referendum submitted by mail or email to the Society's voting membership.

Section 2. Amendments may be proposed by majority vote of the Council or by petition of at least five percent of the Society's voting membership.

Section 3. Proposed amendments shall be voted on no more than 90 days after proposal by Council or petition by members and ballots shall be mailed or emailed to eligible voters at least 30 days before the deadline for return of votes.

PURPOSES OF THE SOCIETY FOR THE STUDY OF MOTIVATION FOR THE CERTIFICATE OF INCORPORATION

The Society for the Study of Motivation is an international, interdisciplinary educational not-for-profit organization of researchers who study motivation. Its mission is to encourage inquiry into all aspects of motivation from a variety of disciplines and perspectives, and to facilitate the dissemination of findings to a broad scientific audience.

The Society for the Study of Motivation provides a forum for the exchange of scientific information, fosters discussion of new ideas and findings on motivation among researchers, and encourages exchange and collaboration in research. It does this through its Web site, Internet information exchanges, scientific conferences, and publications dedicated exclusively to motivation research.