

Bylaws

Article I. Membership and Dues

1.1 The Membership of the Society shall consist of Members, Early Career Scholars members, clinical members, honorary fellows, Emeritus Member, Corporate Members and affiliated national or regional societies. Early Career Scholars members are pre-doctoral students, post-doctoral researchers (up to five years post-degree) medical students, and resident physicians who are conducting active research. Emeritus Members are currently retired.

1.2 The following are eligible for election as Members: Any researcher or clinician holding a doctoral degree or equivalent who has successfully demonstrated research capability in the general field of clinical or basic neuroendocrinology or within a related discipline. Proof of such ability may be supported by publications, or a thesis or dissertation, which must be available, if requested, to the Membership Committee. Student members in appropriate training will also be admitted. The fields of interest included within the Society may be interpreted broadly to include the fields of endocrinology, psychoneuroimmunology, biochemistry, physiology, anatomy, psychology, pharmacology, behavioral medicine, and psychiatry. The holding of a doctoral degree does not of itself satisfy the requirements for full membership.

1.3 The following are eligible for election as clinical members: any clinician or educator who is interested in Psychoneuroendocrinology but does not perform research.

1.4 The following are eligible for corporate membership: Pharmaceutical firms or businesses whose main activities are associated with the medical or biomedical profession, or corporations with interest in human well being and the general purposes of the Society.

1.5 The following are eligible for Affiliated National and Regional Societies: any national, regional or international Society whose clinical or research interest is within the range of the ISPNE.

1.6 Application for regular, student and clinical membership should be made in writing to the Secretary General of the Society and should be accompanied by a curriculum vitae, including a list of publications. Admission to the Society will be determined by the Membership Committee and applications will be reviewed at least annually.

1.7 Application for corporate members, Affiliated National and Regional societies, should be made in writing to the secretary---general of the ISPNE by authorized officer of the corporation or Society. Terms for corporate membership will be discussed with the corporations' representatives. Terms for affiliated societies will be according to separate guidelines.

1.8 Members who received the Lifetime Achievement Award or the ISPNE Service Award are considered honorary fellows. Other honorary fellows may be nominated by the Executive Committee. They are not obliged to pay dues.

1.9 Membership of the Society is contingent on annual dues being paid.

1.10 Annual dues for membership will be fixed annually by a vote of the Members at the annual business meeting. If no business meeting is held during a particular year the dues will be established for that year by the Executive Committee. The annual dues for Corporate Members and Affiliated societies will be established only by the Executive Committee.

1.11 Corporate Members do not have voting rights. Affiliated societies votes are according to the guidelines.

1.12 No part of the net earnings of the Society shall inure to the benefit of or be distributable to its Members or Officers

Article II. Officers and Committees of the Society, Their Election and Composition

2.1 Active members, clinical members, Early Career Scholars and representatives of corporate and affiliated members are eligible for membership on standing committees and other committees. Early Career Scholars members are eligible to be part of the Early Career Scholars Committee and to be the Early Career Scholars Committee representative on the Executive Committee.

2.2 The officers of the Society shall be President, President---Elect, and a Secretary General.

2.3 All officers shall have terms of office of 3 years. The Secretary General may be reelected for up to a third term.

2.4 Upon expiration of the term of the President, the President---Elect shall automatically become President for the next term of office.

2.5 In case of vacancy in the office of the President, the President---Elect will automatically succeed to the office and complete the unexpired term. The nomination Committee will then nominate from amongst the membership a minimum of two candidates to be voted on by the Members of the Society to serve as President---Elect of the vacated office. Upon completion of this partial term, the new president---elect shall continue as President for his/her own normal term of office. If the vacancy in the office of president is longer than 1 year, the new president and president elect each will serve only full term of 3 years, from the time of the new election.

2.6 An officer shall not be eligible for any other ISPNE office during the period for which he/she was elected, except as provided in 2.5.

2.7 In case of vacancy in the office of president elect or secretary general, the nomination committee will then nominate from amongst the membership a minimum of two candidates to be voted on by the members of the Society to serve for partial terms. The new president elect will automatically succeed to the office of president. At the end of a partial term, new elections for secretary general will be conducted. If the vacancy in office of secretary---general is shorter than 2 years, election can be for that period plus a full term.

2.8 In case of vacancy of the immediate past president, the executive committee shall appoint one of the previous past presidents for membership in the executive committee.

2.9 The standing committees of the Society shall include, but are not limited to, an Executive, a Finance, a Development, a Nominating, a Membership, a Congress Scientific, a Journal and Publication, an Education and an Awards Committee.

All standing committees, except the executive committee, will be appointed by the president and approved by the executive committee.

Ad hoc committees for specific tasks can be established by the President after approval of the Executive Committee. Unless otherwise specified, the term of office for all committees will be three years.

2.10 The Executive Committee will act as directors and trustees for the Society.

2.11 The Executive Committee will consist of the following:

The President (Chairman), the President---Elect, the Secretary General, the Editor(s) of Psychoneuroendocrinology and the immediate Past President. Previous past presidents will participate in meetings of the executive committee as consultants. The Early Career Scholar representative is elected by the ECS members.

2.12 The finance committee shall be composed of the secretary general as chair---person, a co---chair --- overseer and at least 3 additional members. The finance committee shall support and advice the executive

committee on the annual budget, provision of optimal financial resources, handling of reserve funds, investments and depositories and all other financial matters. Society's balance sheets, financial affairs and proposed budgets will be prepared by the secretary---general --- chair and transferred to the co---chair who will examine and discuss them with the committee. The committee's report will be prepared by the Chair and Co---chair.

2.13 The development committee shall be composed of chair---person and at least 3 members. The secretary general will be an ex---officio member. The committee will recruit corporate members and establish funds for the Society functions and awards.

2.14 The Nominating Committee shall be composed of the Executive Committee and three additional members appointed by the Executive Committee. It shall be the function of the Nominating Committee to provide the Society with nominations for replacement of the existing officers at the appropriate time. The nominations for replacement of existing officers should be distributed to the general membership for the purpose of voting at least six months prior to the expiration of term of office of the current officers. In the case of the unexpected vacancy of any of the officers it will be the purpose of the Nominating Committee to provide names for suitable replacements as soon as possible and no longer than within three months.

2.15 The Membership Committee shall be appointed by the Executive Committee and will consist of a chairman, the Secretary General and at least two additional Members of the general membership appointed by the Executive Committee. The Membership Committee will review and approve new applications for membership of the Society.

2.16 The Congress Scientific Committee shall be composed of the Scientific and Administrative organizers of each congress, the scientific organizer of a previous congress, the Past---President and at least 5 additional members. The Committee will provide guidance and consultation to the congress organizers concerning program theme and content and will suggest invited participants. This committee will be appointed in consultation of the executive committee with the congress organizers. For each congress a new committee will be formulated no later than 18 months prior to the scheduled congress.

2.17 The Journal and Publications Committee will include the Editor(s) of the journal, as chair(s), at least one member of the Editorial Board who is a Member of the Society, other members, and a representative of the publishers of the journal Psychoneuroendocrinology. The committee should meet at least annually, preferably at the time of official congress of the Society. If no congress occurs, it is the responsibility of the Editor(s) to arrange an appropriate time and place for the meeting. The Committee will evaluate the current status of the journal in terms of the number and nature of submitted manuscripts, acceptance rate and publication time, and any other items pertinent to the successful operation of the journal. The committee will also recommend any other pertinent publications

2.18 The Education Committee will be composed of a chair and at least 4 other members. The committee will organize educational workshops for the Society and raise the required grants and other funds. The committee will be responsible for solicitation, evaluation and selection of young investigators travel awardees of the Society's congresses --- in cooperation with the congress organizers.

2.19 The Awards Committee shall be of composed of two former past presidents and at least three appointed members of the Society. The Committee will review and evaluate the submissions for the Bruce McEwen Lifetime Achievement Award, the ISPNE Service Award, and the Dirk Hellhammer Award (previously the Curt Richter Prize) and determine the winners. In the event that none of the submissions for a given year meet the criteria established for one or more of these awards, no prize(s) will be awarded for that year.

2.20 The president and president---elect will be ex---officio members of all standing committees.

2.21 All standing committees should submit a verbal report to the membership at the business meeting of the Society. In the event that a business meeting is not held in any year, the reports of the committees should be submitted to the Secretary General and distributed to the membership. 2.22 Nominations for officers shall be submitted by the Nominating Committee to the Secretary General who will then have the responsibility of

distributing and compiling the ballot by mail. The Committee shall make at least two nominations for each office to be filled. Except under exceptional circumstances, the office of the President should alternate between the U.S. and non U.S. membership in order to maintain the international quality of the Society. The officers should be elected by mail ballot, and a plurality of votes cast shall constitute election.

2.23 All terms of office shall begin following the annual congress of the Society, or in the event that no congress is held, on September 1 following election or appointment. In case of failure to elect a successor to any office or Committee Member before the date on which his/her term of office expires, he/she shall hold office until a successor is elected, or appointed.

2.24 The President shall be the chief executive officer of the Society. He/she shall preside at all meetings of the Members. He/she shall have general charge and supervision of the affairs of the Society. He/she may sign and execute in the name of the Society all authorized deeds, mortgages, bonds, contracts or other instruments, except where the signing and execution thereof shall have been expressly delegated to some other officer or agent of Society. He/she shall perform such other duties from time to time as may be requested of him/her by the Executive Committee.

The office of Society shall reside with the current president.

2.25 The Secretary General shall attend all meetings of the Members and shall be responsible to keep minutes of all meetings provided for this purpose. He/she shall see that all notices are duly given in accordance with the By Laws or as required by law. He/she shall be custodian of the records of Society. In general he/she shall perform all duties incident to the office of secretary as well as such other duties which may be assigned to him/her from time to time by the President or Executive Committee.

2.26 The Secretary General acts as the fiscal officer of the Society. He/she shall be in charge of and be responsible for all funds, securities, receipts and disbursements of the Society, and shall deposit or cause to be deposited in the name of the Society all money or other valuable effects in such banks, trust companies or other depositories as shall from time be selected by the Executive Committee. He/she shall render to the President whenever requested an account of the financial condition of the Society and in general he/she shall perform all those duties incident to the office of a Treasurer as well as such other duties as may be assigned to him/her from time to time by the Executive Committee or President. The secretary---general or his/her designee shall prepare and sign all checks or drafts or money orders for payment of notes and other forms of indebtedness issued in the name of the Society. He/She will submit an annual fiscal report to the membership at the Business Meeting.

2.27 If the need arises, the executive committee will appoint a treasurer to assist the secretary general in his/her financial duties. Efficient collaboration with the secretary general will be the key determinant for this appointment. The appointed treasurer will participate in all meetings of the executive committee.

2.28 The fiscal year of the Society shall be from January 1st to December 31st inclusive.

2.29 Any officer of the Society may be removed for cause at any time by 2/3 vote of the general membership, and other will be elected by mail ballot or appointed (if it is an appointive position) by the Executive Committee in his place.

Article III. Meetings of the Society

3.1 The Congress of the Society shall be its official meeting. There shall be at least one international meeting of the Society every two years. However, if possible, there should be an annual meeting with alternate meeting sites between the U.S. and other regions of the world. These meetings should be scheduled to facilitate the travel of the Members. The site of future meetings will be recommended by the executive committee and decided by the membership at the business meeting. The scientific organizational and fiscal responsibility of the meetings will be according to the guidelines for congresses.

3.2 Regional meetings of the Society will be organized by individual members or affiliated societies. They will follow the same guidelines as the annual meetings.

3.3 Additional national meetings of the Society may be organized at the discretion of the membership in the various countries represented within the Society. Further, the Society may endorse additional specialized scientific meetings whose subject matter falls within the domain of the Society.

3.4 The business meeting will take place at the international meeting of the Society described in 3.1. It shall be the duty of the Executive Committee to prepare the agenda for the business meeting.

3.5 Twenty active members of the Society shall constitute a quorum for transaction of business (exclusive of the Executive Committee).

3.6 At all business meetings of the Society the order of proceedings shall be as follows:

- Approval of the minutes of previous meeting.
- Reports of the officers.
- Reports of the Committees.
- Old Business.
- New Business.

3.7 Written or printed notice of every annual or special meeting of the Society shall be given to each member at least ninety (90) days before such meeting by mailing to his/her address as it appears in the records of the Society. Should the organizers of the annual congress fail to give such notice, the Secretary General shall distribute such an announcement to the membership---at---large.

Article IV. The Journal

4.1 The journal "Psychoneuroendocrinology," owned and published by Elsevier Science (U.K.), is the official journal of the International Society of Psychoneuroendocrinology. Manuscripts published in the journal shall reflect both the clinical and basic science interests of the Society.

4.2 The journal can have two co---editors in chief or, an Editor---in---Chief and Associate Editor. These should preferably constitute one U.S. and one non---U.S. Member of the Society. These are to be recommended by the journal and Publications Committee, approved by the Executive Committee, and appointed by the publisher. Their term of office shall be five (5) years.

4.3 The Editors---in---Chief and/or Editor and Associate Editor should reflect a balance between basic and clinical sciences.

4.4 The Editorial Board of the Journal shall be appointed by the editor(s) in consultation with the journal and publication committee.

4.5 Individual membership dues include a mandatory subscription to the journal. Increases in the cost of journal as determined by the publisher will be reflected in the membership dues. 4.6 The functions and operations of the journal shall be reviewed annually by the Journal and Publications Committee and reported to the membership at the business meeting by the Editor(s)---in---Chief or by a member of the Journal and Publications Committee designated by the Editor(s)---in Chief. The Committee shall function primarily in an advisory capacity. Any recommended changes in the operation of the journal will be submitted to the Editors(s)---in---Chief, and the publisher, who have the final decision on the running of the journal.

4.7 All matters relating to the journal should involve consultation with the official designate of the publisher, who should also be a member of the journal and Publications Committee.

Article V. Amendments of By---Laws

5.1 Amendments to these By---Laws may be proposed by the Executive Committee or by the general membership. In the latter case such proposals for amending the By---Laws shall be submitted in writing to the

Secretary General by at least 20 active members. All proposed amendments shall be voted on by a mail ballot submitted to all members, and to be returned within 30 days of submission. A two---third majority of those voting shall be decisive.