

BYLAWS FOR THE OCEANOGRAPHY SOCIETY

Every organization must have its operating rules, and The Oceanography Society is no exception. The proposed Bylaws presented below have been developed by the Interim Council using what the Council feels to be the best of the elements of the organization of other successful scientific societies. The Council has drawn heavily on the organization of the American Meteorological Society, one that has stood the test of time and served its community well.

In brief, the Society is made up of various classes of members, governed by an elected Council and Officers. There will be an annual meeting for general scientific communication and for transacting the business of the Society. The Bylaws provide the mechanism for the nomination and election of the Council and Officers and designate the duties of these. The Bylaws also provide for appointment of certain officers to carry out the business of the Society. Finally, the Bylaws provide for publications of various kinds and establish the means for amendments.

Your comments and suggestions on the Bylaws are solicited. The Interim Council will collect these and make the necessary revisions to the draft, which will be formally considered by the first elected Council, to be named in July. The Bylaws then will be formally accepted by the Council at the business meeting in August as part of the Inaugural Meeting at Monterey. Please send comments to D. James Baker, Interim President, at the Society's Washington address. We look forward to hearing from you.

The Oceanography Society

Proposed Bylaws

ARTICLE I. *Name.*

This Society shall be called the Oceanography Society.

ARTICLE II. *Objectives.*

The objectives of this Society are the development and dissemination of knowledge of oceanography and such other purposes as are stated in the Articles of Incorporation.

ARTICLE III. *Membership.*

1. The membership of the Society shall initially consist of four classes of members to be described as:

Regular Members

Student Members

Corporate and Institutional Members

Associate Members

Only Regular and Student Members are eligible to vote. Only Regular Members are eligible to hold office and to be members of the Council with such further limitations as may be imposed by these Bylaws.

2. Those eligible for election to membership shall be interested in the advancement of the objectives of the Society and shall satisfy one or more of the following categories of criteria:

A. Hold a graduate degree in oceanography or related sciences;

B. Have equivalent experience in an activity in which his or her knowledge is applied to the advancement or applications of oceanic or related sciences;

C. Notwithstanding the provisions of the above criteria, the Council may elect as Members other persons deemed to have advanced the field by management or public service.

3. Corporations and other organizations desirous of supporting oceanography or related sciences and their application are eligible for election to Corporate or Institutional Member.

4. Those eligible for election to Student Member shall be graduate or undergraduate students enrolled in oceanography or related sciences at an accredited institution of higher learning.

5. Those eligible for election to Associate Member shall be individuals interested in the advancement of the objectives of the Society.

6. The Council or its designee will elect members.

ARTICLE IV. *Dues.*

Every Member shall pay such fees or assessments, annual or otherwise, as may be authorized for the Member's class of membership from time to time by a majority vote of those Council members eligible to vote. Any Member who fails to pay any fees or assessments within a period of ninety days after such fees or assessments are payable is subject to removal from membership for such nonpayment. Removal from membership requires a majority vote of those Council members eligible to vote.

ARTICLE V. *Elective Offices.*

1. The elective Officers of the Society shall be

A. A President, who shall be the immediate past President-Elect,

B. A President-Elect.

2. The term of office of the President and the President-Elect shall be approximately two years, pursuant to the terms of Article VI, paragraph 8.

3. If the office of President becomes vacant, the President-Elect shall assume the authorities and responsibilities of President for the remainder of the unexpired term.

4. If the office of President-Elect becomes vacant, the office

shall remain vacant until the next general election, at which time both a President and President-Elect shall be elected.

5. If both offices become vacant, then the Council will choose, by majority vote, one of its members to serve until the next general election.

6. The President shall, when present, preside at all meetings of the members of the Council and shall perform such other duties and exercise such other powers as shall from time to time be assigned by the Council.

5. The President-Elect shall preside, in the absence of the President, at all meetings of the members of the Board of Directors and shall perform such other duties and exercise such other powers as shall from time to time be assigned by the Council.

ARTICLE VI. *Nomination and Election of Elective Officers and Counselors*

1. The Council shall arrange for the nomination of candidates for each elective office and Council position to be filled.

Nominations also may be made by petition signed by at least twenty members eligible to vote, provided that the petition is received by the Executive Officer together with the written consent of the nominee no later than one hundred and fifty days prior to the annual meeting.

2. The election of elective Officers and Counselors by members eligible to vote shall be by mail ballot.

3. At least ninety days prior to the Annual Meeting, the Executive Officer shall mail to each member eligible to vote a ballot containing the names of the nominees for elective office and the Council. The ballot may contain any questions designated by the Council or by a petition signed by at least twenty members who are eligible to vote.

4. The ballots shall be cast by mail. To be counted the ballots must be received by the Executive Officer at the Headquarters of the Society at least thirty days prior to the date of the next Annual Meeting.

Each member eligible to vote shall be entitled to one vote for President-Elect and one vote for each council vacancy to be filled. The candidate receiving the highest number of votes cast for President-Elect and the appropriate number of candidates for Counselor receiving the highest number of votes cast shall be declared elected.

In the event of any tie vote between two or more candidates for any office, including that of President-Elect, the Council shall choose between said candidates by ballot.

5. In the event of a vacancy on the Council, which vacancy would extend beyond the next Annual Meeting, the vacancy shall be filled by that person receiving the next highest number of votes, after those elected for a full term, in the next election following the occurrence of the vacancy.

6. Any elective Officer or Counselor may be removed from office for due cause by a vote of at least two-thirds of those Council members who are eligible to vote, not including among the Counselors eligible to vote the Counselor or elective Officer whose removal is the subject of the vote.

7. Any elective Officer or Counselor may resign at any time by delivering a written resignation to the Executive Officer or the Secretary of the Society. The acceptance of any such resignation, unless required by the terms thereof, shall not be necessary to make the same effective.

8. The term of office of each of the elective Officers and Counselors shall commence at the adjournment of the Annual Meeting at which his or her election is announced and shall end when his or her successor takes office.

9. The Council may adopt additional procedures governing elections that are consistent with the Articles of Incorporation and these Bylaws.

ARTICLE VII. *Council.*

1. The Corporate powers of the Society shall be vested in the Council subject to the Articles of Incorporation and Bylaws of the Society. The Council shall be the principal governing body of the Society. It shall consist of the elected Officers, consisting of the President, the President-Elect, and the immediate Past-President, and six other elected voting members of the Society, each elected for a three-year term, with the terms of one-third of the Counselors ending each year. Counselors are eligible for re-election but not to consecutive terms. The appointed Officers, consisting of the Executive Officer, Corporate Secretary, Treasurer, and Director of Publications, shall be members of the Council ex-officio and without the power to vote.

2. Two Counselors shall be elected in accordance with Article VI each year for a term of three years.

3. To provide rotation of membership when the first Council is elected, one, two, and three year terms will be determined by lot.

4. The Council shall appoint an Executive Officer, a Corporate Secretary, a Treasurer, and a Director of Publications. Ap-

pointment in each case shall require an affirmative vote of a majority of those Council members eligible to vote.

5. The Council may make any interim appointments to vacancies not otherwise provided for in the Articles of Incorporation or the Bylaws.

6. The Council shall meet at least once a year. A meeting shall also be held within thirty days of a request for such meeting by the President, the Executive Officer, or any four voting members of the Council.

7. Any action required or permitted to be taken by the Council may be taken without a meeting if two-thirds of the Counselors consent in writing or by electronic equivalent to the adoption of the resolution authorizing the action.

ARTICLE VIII. *Committees.*

1. The Council may create such committees as may be deemed desirable in carrying out the purposes of the Society. Such committees shall be elected or appointed in such manner as may be determined by the Council and shall have such lawful duties as may be specified by the Board. An individual may be a member of any such committee if such individual is a member of the Society. Such individual need not be an Officer or Counselor of the Society.

2. The names, purposes, membership, and terms of office of members of all committees established by the Council shall be published in the Society's official publication established pursuant to Article XII.

ARTICLE IX. *Appointed Officers.*

1. The appointed officers shall be the Executive Officer, the Corporate Secretary, the Treasurer, and the Director of Publications.

2. More than one appointed office may be held by any individual.

3. The appointment of an individual to appointed office shall require a majority vote of those Council members eligible to vote.

4. Removal of the Executive Officer, the Corporate Secretary, the Treasurer, or the Director of Publications shall only be by vote of at least two-thirds of those Council members eligible to vote.

5. An appointed officer may resign at any time by delivering a written resignation to the President or President-Elect. The acceptance of any such resignation, unless required by terms thereof, shall not be necessary to make the same effective.

6. The Executive Officer shall, unless authority be given to other officers or agents to do so, execute all contracts and agreements on behalf of the Society which are authorized by the Council. It shall be his or her duty to carry out the orders of the Council. In the absence of the President and the President-Elect, the Executive Officer shall preside at meetings of the members and the Council.

7. The Corporate Secretary shall have such powers and duties as are customary in a corporation of this type and such as may from time to time be assigned to him or her by the Council.

8. The Treasurer shall be responsible for the financial aspects of the Society and shall have such powers and duties as are customary in a corporation of this type and such as may from time to time be assigned to him or her by the Council.

ARTICLE X. *Compensation.*

Elective Officers and Counselors shall not be compensated for services rendered to the Society, but may be reimbursed for actual expenses incurred in performing duties assigned to them by the Council. The Council shall have the power to fix the compensation and fees payable to appointed Officers for services rendered to the Society.

ARTICLE XI. *Meetings.*

1. There shall be an Annual Meeting of members during each calendar year at a time and place designated by the Council. Notice of the time and place of the Annual Meeting shall be given to the membership by the Executive Officer not less than one hundred and eighty days before the date on which the Annual Meeting is held.

2. A special meeting of the members may be called by the President or the Council or may be called by the Executive Officer upon petition signed by at least five percent of the members eligible to vote on the preceding May 1. Any special meeting called by the Executive Officer pursuant to petition of members shall be held within ninety days of the petitioning for such meeting at a time and place designated by the Board. The Executive Officer shall give notice of the meeting not less than thirty days before the date on which the meeting is to be held.

3. The rules contained in "Robert's Rules of Order Revised" shall govern all business meetings of the Society unless inconsistent with the Articles of Incorporation, Bylaws, or any standing rules of the Society.

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JOINT GLOBAL OCEAN

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MARINE BIOLUMINESCENCE

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BY-LAWS

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4. A quorum for the transaction of business at an Annual Meeting shall be at least two percent of the members present who are eligible to vote on May 1 of that year. The affirmative vote of a majority of the members present who are eligible to vote shall be required for the resolution of any question.

The Council may make other rules for meetings not inconsistent with the Articles of Incorporation or Bylaws. Business not set forth in the notice of the meeting shall not be transacted if three members eligible to vote object.

5. The Society may organize, sponsor, or co-sponsor such additional local, national, or international meetings as may be authorized by the Council.

6. The fiscal year of the Society shall conform to the calendar year.

ARTICLE XII. Publications.

The Society shall issue an official publication and such additional journals, papers, books and the like as may be authorized by the Council.

ARTICLE XIII. Amendments to the Bylaws.

1. No part of the Bylaws shall be amended or annulled except by mail ballot in the following manner: A proposed amendment shall be approved by the Council or submitted to the President in a petition signed by at least five percent of the members eligible to vote on the preceding May 1. The proposed amendment, with the reasons therefor, shall be published in the official publication of the Society at least ninety days before ballots for the amendment are mailed.

2. A proposed amendment, accompanied by a ballot, shall be mailed by the Executive Officer to each member eligible to vote at least sixty days prior to the designated date the ballots are to be counted. The ballots to be counted must be received by the Executive Officer on or before the designated date for counting the ballots.

3. The adoption of a proposed amendment shall require the affirmative votes of at least two-thirds of all members voting. □

ASSIMILATION OF OBSERVATIONS

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before the symposium starts. The extended abstracts of the papers (up to six pages) prepared according to the instructions to be distributed later should be submitted no later than December 15, 1989, to: The Secretary-General of WMO; Attention PTR; World Meteorological Organization; 41, av. Giuseppe-Motta; Case postale No 5; CH-1211 Geneva 20; with a copy sent to the chairman of the IPC: Dr. O. Talagrand; Laboratoire de Météorologie Dynamique; Ecole Normale Supérieure; 24, rue Lhomond; F-75231 Paris Cedex 05.

Participants will be notified of the acceptance of their papers by the IPC before March 1, 1990. For further information concerning the symposium, please refer to the above mentioned two addresses. □

J. Labrousse, Research and Development Programme Department, World Meteorological Organization

The Bermuda Biological Station for Research, Inc. Announces Opportunities for Research and Coursework in Blue-Water Oceanography and Subtropical Marine Science.

Financial aid is available for exploratory research, summer courses and graduate thesis work. Facilities include a UNOL-supported vessel and a well-equipped laboratory wing. 1989 course topics include larval biology, zooplankton ecology, global environmental change, ecophysiology of corals, seagrasses and mangroves, hazard assessment and ecological statistics. For more information, contact:

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