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# CONSTITUTION OF THE TEXAS GENETICS SOCIETY.

Adopted March 31, 1979  
(Retyped March 1993)

## Article I. Name

The Society shall be called the "The Texas Genetics Society."

## Article II. Objectives

The Texas Genetics Society is a nonprofit association whose purpose is to foster the development of all aspects of genetics, to promote the exchange of research results and the teaching of genetics, and to provide a forum for discussion of matters of interest to all geneticists.

## Article III. Membership

Membership shall be open to all persons interested in genetics research, the training of genetics, and the delivery of genetic services.

## Article IV. Officers

Section 1. The officers of the Society shall consist of the President, the President-Elect, and the Secretary-Treasurer.

Section 2. The President and the President-Elect shall take office on April 1 and shall serve one year. The President-Elect succeeds the President on expiration of the term of the President. In the event the President cannot complete the term of office, the President-Elect succeeds to the presidency as soon as such a situation is determined by the Board of Directors to exist, and the President-Elect shall complete the term of the predecessor as well as the regular one-year term.

Section 3. The term of the Secretary-Treasurer shall be three years. The Secretary-Treasurer shall take office on April 1. If the Secretary-Treasurer is unable to complete this term of office, the Board of Directors shall designate a person to fill the office until a successor can be elected at the next regular election.

## Article V. Board of Directors

- Section 1. The Board of Directors shall consist of the officers of the Society, the two most recent past presidents of the Society, and six other directors elected from the active members of the Society.
- Two of the directors chosen from the active members shall be elected each year to serve a three year term. Elected directors may serve no more than two consecutive terms, but a director who has served two consecutive terms is eligible for re-election three years after expiration of the previous term.
- Section 2.
- Section 3. The President of the Society is the presiding officer of the Board of Directors.
- Section 4. The Board of Directors shall have charge of the funds of the Society, shall authorize expenditures, formulate program policies, elect new members, fill such vacancies among the officers and directors as may occur between annual meetings, and conduct such other business as may be desirable. The Board of Directors may act for the Society between annual meetings on all matters not reserved for the membership by the Constitution or By-Laws.
- Section 5. The Board of Directors shall meet at the time of the Annual Meeting of the Society. Special meetings may be called by the President or by six members of the Board of Directors. Between annual meetings, the Board of Directors may vote and transact business by mail or telephone.
- Section 6. A quorum for transacting business shall be six members of the Board of Directors.

## **Article VI. Election of Officers and Directors**

- Section 1. The nominating committee shall consist of one person appointed by the president and two persons elected at the annual meeting from nominations from the floor. If there are more than two nominees, members shall be entitled to vote for the two persons of their choice. The two with the largest number of votes shall be declared elected. The president will designate the chairman of the nominating committee.
- Section 2. The nominating committee shall submit to the full membership of the Society through the Secretary-Treasurer on or before February 1 of the following year a mail ballot for officers and directors. The slate of officers shall consist of a single nominee for the Office of President-Elect, a single nominee for the Office of Secretary-Treasurer if an election is required for that office, and four candidates for the Board of Directors. Members may vote by write-in for other persons than those shown on the ballot.
- Section 3. The nominee for the office of President-Elect shall be elected if she or he receives a majority of the votes cast. The President-Elect may not be elected to successive terms.
- Section 4. The two candidates for the Board of Directors who receive the most votes shall be declared elected. For the initial election, persons elected to less than a full three-year term are eligible for election to two additional consecutive three-year terms.
- Section 5. The Secretary-Treasurer, with one other member of the Society of his or her

own choosing, shall count the ballots prior to the annual meeting and shall report the results to the Board of Directors and to the membership of the Society at the time of the annual meeting. Newly elected officers and directors shall take office on April 1.

## **Article VII. Meetings of the Society**

- Section 1. The time and place of the Annual Meeting shall be determined by the Board of Directors. A Program Chairman shall be appointed by the President in accordance with rules and recommendations adopted by the Board of Directors. The Program Chairman may appoint a committee to assist in the planning of the program.
- Section 2. Special meetings of the Society may be called by the President with the approval of the Board of Directors.
- Section 3. Notice of each meeting of the Society shall be mailed to each member at the address that appears on the records of the Society. The notice of a special meeting must state the purposes for which it is to be held.
- Section 4. The members present at any meeting of the Society shall constitute a quorum for transacting business.
- Section 5. Except as otherwise specified in this Constitution and the By-Laws, meetings will be conducted according to Roberts' Rules of Order.

## **Article VIII. Amendments**

- Section 1. This constitution may be amended by a two-thirds vote of those members voting, provided notice of proposed amendments shall have been sent by the Secretary-Treasurer to each member at least four weeks before the vote on amendment is to be counted. Votes for constitutional amendment may be conducted by mail or in a regularly convened business meeting.
- Section 2. The Secretary-Treasurer shall send to the members any amendments to the constitution recommended by the Board of Directors, by the members in a business meeting held at the time of the Annual Meeting, or by petition of ten percent of the active members.
- Section 3. Amendments shall become effective immediately on approval.

## **Article IX. (Passed March 28, 1981)**

Said organization is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

## **Article X. (Passed March 28, 1981)**

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

### **Article XI. (Passed March 28, 1981)**

Upon dissolution of the organization, the Board of Trustee shall, after paying or making provision for the payment of all of the liabilities of the organization, dispose of all of the assets of the organization exclusively for the purposes of the organizations organized and operated exclusively for educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **AMENDMENTS TO THE CONSTITUTION OF THE TEXAS GENETICS SOCIETY**

### **Amendment I (Passed April 9, 2005)**

Newly elected Officers and Directors shall assume office on the 1<sup>st</sup> day of the month immediately following the annual meeting.

### **Amendment II (Passed April 9, 2005)**

The President will appoint annually an historian to the Board of Directors. The historian will have full voting privileges and will provide an historical perspective on society processes and operations as needed. There is no term limit for the historian.

### **Amendment III (Passed April 9, 2005)**

Student, postdoctoral fellow and technician members of the society will nominate and elect one person from this membership group from the floor at the annual meeting to be a member of the Board of Directors for a one year term. The elected director will have full voting privileges.