

MYCOLOGICAL SOCIETY OF AMERICA

CONSTITUTION

(Adopted August 1999)

ARTICLE I. NAME

The name of this organization shall be the MYCOLOGICAL SOCIETY OF AMERICA, hereinafter referred to as the Society.

ARTICLE II. PURPOSE

The purpose of the Society is to promote and advance the science of mycology and to foster and encourage research and education in mycology in all its aspects.

ARTICLE III. MEMBERSHIP

Membership in the Society shall be open to persons or organizations who share the stated purposes of the Society.

ARTICLE IV. OFFICERS

The Officers of the Society shall be the President, President-Elect, Vice President, Secretary, and Treasurer. The Secretary and Treasurer shall each serve terms of three years. The Vice-President shall serve a term of one year, followed by one year as President-Elect, followed by one year as President. After a one year term, the President shall serve on the Council for two years as Past-President. Terms of office begin and end at the close of the annual business meeting of the Society and thus may deviate by several months from the terms prescribed elsewhere in this document.

ARTICLE V. EXECUTIVE COUNCIL

The President, President-Elect, Vice President, Secretary, Treasurer, and the immediate Past President shall serve as the Executive Council.

ARTICLE VI. COUNCIL

The Council shall consist of the President, President-Elect, Vice-President, Secretary, Treasurer, the two preceding Past Presidents, and eight Councilors, two from each of the following four subject areas: 1) Ecology/Pathology, 2) Systematics/Evolution, 3) Genetics/Molecular Biology, and 4) Cell Biology/Physiology. The Council shall provide effective and responsible guidance to the Society. Each member of the Council must be an Individual Member of the Society. Councilors shall serve for terms of two years.

The Council shall

- 1) approve the actions of the Executive Council as necessary,
- 2) make recommendations to the Officers and the Executive Council for action and response by the Officers,

- 3) consider agenda items brought before it by the Officers, Executive Council or members, and
- 4) initiate agenda items for its meetings.

ARTICLE VII. AWARDS

The Society may make awards for the purposes of travel to meetings, research, and recognition of outstanding members.

ARTICLE VII. BY-LAWS

The provisions of the Constitution of the Society shall be carried out in accordance with the current By-laws of the Society.

ARTICLE VIII. AMENDMENTS

Amendments to this Constitution may be made by a majority vote of the members voting by mail and/or electronic ballot, provided that suggested amendments have been discussed and approved by Council in time to be communicated to all members of the Society at least one month prior to the date for tallying ballots.

MYCOLOGICAL SOCIETY OF AMERICA

BY-LAWS

(As amended May 2008 by a vote of the General Membership)

ARTICLE I. MEMBERSHIP

The Society shall consist of (A) individual members, (B) student members, (C) emeritus members, (D) life members, (E) family members, (F) sustaining members, and (G) honorary members. Any person or group interested in the study of fungi shall be eligible to apply for membership. A person may become associated with the Society as an Associate Member (H), and societies may become (I) Affiliated Societies. Members, Associate Members, and Affiliated Societies may be approved or elected by majority vote at any annual meeting of the Society or by Council by majority vote. All members in good standing are entitled to receive publications of the Society as stipulated below. Dues of those otherwise qualified may be paid as a gift by any member.

- (A) **Individual Member:** Any person interested in the study of fungi. Privileges of individual membership include the right to vote on Society business, to hold office, to attend meetings of the Society, to appear on the program of such meetings, and to receive one subscription to each of the following: the official journal of the Society, the official newsletter of the Society, the membership directory, and other occasional publications.
- (B) **Student Member:** A full-time student in good standing endorsed by his or her major professor or department chair. Students qualify for individual membership with all privileges at a reduced rate for a maximum period of seven years.
- (C) **Emeritus Member:** A person who has retired from active professional employment after having been an individual member of the Society for fifteen years or more. The individual must make a request to the Secretary, and upon recommendation of the Council, Society members may elect such members to emeritus status. Emeritus Members, shall not pay dues, but shall retain all the privileges of individual members with the exception that they will not receive the journal. An Emeritus Member may be an Emeritus Member Subscriber who elects to receive the journal at a reduced rate.
- (D) **Life Member:** An individual member who pays a one-time life membership fee in an amount determined by the Council. A Life Member, upon election by the Society, shall have all the privileges of an individual member.
- (E) **Family Members:** Family members qualifying for individual membership. One full membership fee and a reduced fee for each additional member entitle the family to a single journal and newsletter subscription; otherwise, each family member has the full privileges of an individual member.
- (F) **Sustaining Member:** An individual or corporation recruited and recommended for sustaining membership by the Committee on Sustaining Membership. Sustaining members must be approved by Council. A sustaining member shall have the privileges of an individual member as well as those specified by the Committee on Sustaining Membership.
- (G) **Honorary Member:** Distinguished, senior scientist with a long record of significant contributions to the science of mycology and who resides and works in a country other than the United States and Canada. There will be no more than 35 living honorary members at any time. Any member of the Society may submit nominations, accompanied by a detailed documentation of the credentials of the nominee, to the Committee on Honorary Members. The Committee will review the nominations and report its recommendations to the Council. After evaluation of the Committee's recommendation, the Council will present nominees selected for election by the membership at the annual business

meeting. Honorary members shall have all of the privileges of an individual member but shall not pay dues. A notice of election will be placed in the Newsletter and new Honorary Members will be notified by the Secretary.

- (H) **Associate Member:** An individual who wishes to receive the newsletter of the Society and/or attend the annual meetings of the Society. Associate members will not receive the official Journal of the Society and may not vote in Society elections or hold office.
- (I) **Affiliated Society:** An organization that represents a community of interest in some aspect of mycology. Approval by Council required. Each affiliated organization shall pay annual dues as an individual member. It will receive one subscription to each publication of the Society, and it shall be entitled to one vote in the business of the Society through its president or other officially designated representative. Members of affiliated organizations shall be eligible to attend all meetings of the Society, but shall not be eligible to hold office in the Society or to vote on the business of the Society unless qualified under some other category of Society membership.

ARTICLE II. DUES

- (A) Each active membership shall be maintained through the payment of dues to the Society as defined herein. The membership year and the publication year of the Society's official journal shall run concurrently with the calendar year. Bills for dues shall be mailed to members, affiliates, and associates several months prior to December 31 and shall be payable in advance on or before December 31. Delinquency in payment of dues shall be sufficient grounds for the removal of the member from the Society rolls. Late renewal fees may be assessed.
- (B) The schedule of dues for the different classes of members shall be determined by the Council and voted on by the Membership. Dues information will be published regularly in the Newsletter. The current dues schedule is:

Individual Member	\$98, annually.
Student Member	\$50, annually.
Emeritus Member Subscriber	\$50, annually.
Family Member	\$98 plus \$20 annually for each additional member.
Sustaining Member	\$278 or more, annually.
Life Member	\$1500, single payment
Affiliated Society	\$98, annually.

Emeritus and Honorary Members pay no dues.

\$6 dollars from the Individual, Family, and Affiliated Society memberships and \$4 from the Student and Emeritus Society memberships are to be used annually to help defray costs associated with adoption and maintenance of the Allen Marketing & Management's Enhanced On-line Services Package.

A gift of a membership may be given at a rate appropriate to the status of a qualified recipient by any member.

ARTICLE III. ELECTION OF OFFICERS AND COUNCIL MEMBERS

New officers, including Vice-President, Secretary and Treasurer, and Council Members are elected from two slates of nominees by the following procedure:

- (A) The Vice-President, as election manager, shall oversee the sending of a request for the nomination of officers and council members by mail and/or email to members of the Society at least four months prior to the annual meeting.
- (B) At least three months prior to the annual meeting, the nominating committee will provide to the Vice President a second slate of candidates for officers and council members.
- (C) Generally the nominees of the membership and of the nominating committee shall be the individuals receiving the largest number of votes in each nomination race. In some cases it may be necessary for the Vice-President to coordinate the nominations in the following manner. Should the nominee of the nominating committee and the one of the membership be the same, the nominee receiving the second highest number of votes from the membership shall be placed on the ballot. Should the nomination votes received by a candidate place him or her among the two highest nominees for more than one office, the nominee shall decide for which office he or she wishes to be nominated. Permission from each of the individuals nominated by membership and the nominating committee shall be obtained by the Vice-President before a nominee is placed on the ballot.
- (D) The Vice-President shall prepare the final ballot with information about the candidates. At least two months before the annual meeting the final ballots shall be distributed by mail and/or electronic ballot to all members. The Vice-President will oversee their counting. A majority of those voting shall elect. A tie vote for any office shall be resolved by Council. Those elected will be notified by the Vice-President so that they may attend the Council Meeting as observers prior to their assumption of office.
- (E) Any officer or councilor unavailable, unable, or unwilling to fulfill the responsibilities of office may be replaced by Council with another person to serve out the remaining term of office.

ARTICLE IV. EDITORS, COMMITTEES, AND REPRESENTATIVES

- (A) The President with approval of the Council shall appoint the Editor-in-Chief of the official journal, the Managing Editor of the journal and editors of other official Society publications. The terms of office for the Editor-in-Chief and the Managing Editor shall be 5 years, with the possibility of renewal for one term. The Editor-in-Chief, with approval of Council, shall appoint associate editors for three-year terms, with the possibility of one consecutive renewal. No associate editor shall serve for more than 6 consecutive years, although long-serving associate editors may be appointed again after a lapse of two years. With approval of Council, the Editor-in-Chief may replace Associate Editors in the event they do not carry out their duties or abuse their duties. The Newsletter Editor shall serve for a term of three years.
- (B) The Executive Council shall consist of the immediate Past-President, President, President Elect, Vice-President, Secretary, and Treasurer. The Executive Council will meet as necessary, usually annually in early Spring, and will 1) monitor progress of MSA committee activities, 2) prepare a budget forecast, and 3) attend to all other pressing business of the Society. Any member of the Executive Council may refer a decision of that body to the full Council for consideration.
- (C) **Committees.** There shall be three types of committee in the Society: temporary (ad hoc), rotating, and standing. Unless otherwise stipulated, the President appoints members annually to fill vacancies on committees. Terms of service on committees begin at the time the member is appointed and end at the annual business meeting in the final year of the term. Each committee will normally consist of 3-5 members, with terms staggered such that normally no more than 1, and never more than 2 positions become vacant in any given year. In case of resignations the President will appoint a replacement to serve the remainder of the term for the vacant position.

- (D) **Temporary Committees** may be established by the President to complete some specific task; members normally serve for a term of one year. Such committees may be reappointed by a new President for an additional term if more time is necessary to complete the task.
- (E) There shall be **Rotating Committees** for General Service — Nominations, Program, the Karling Lecture, and Liaison with Amateur Mycological Clubs And Societies; Rotating Committees with Specific Expertise — Environmental Health and Medical Mycology, Phytopathology, Ecology, Biodiversity, Culture Collections, Genetics and Cell Biology, and Fungal Conservation, and Rotating Committees for Awards — Student Awards, Mentor Travel Awards, Research Awards, MSA Distinctions, Honorary Membership. The Chair of a Rotating Committee is that member serving his/her final year on the committee. The most recent past-chair of a rotating committee retains ex officio, non-voting status on the committee for one year to assure smooth transitions in committee leadership.
- (1) Nominations: 4 members, all recent past-presidents of the Society, each serving a 4-year-term. Service limited to one term. This committee provides one of two slates of candidates for the annual election.
 - (2) Program: 4 members, which represent each of the Society interest areas, each member serving a 4-year term. This committee is charged with making arrangements for holding the annual Society meeting.
 - (3) Karling Lecture: 3 members, each serving a 3-year term. The committee submits a slate of three ranked nominees for the Karling Lectureship to Council for its approval one year in advance of the lecture, then contacts nominees in order of ranking until one nominee has accepted.
 - (4) Liaison with Amateur Mycological Clubs and Societies: 3 members, each serving a 3-year term. The committee facilitates communication with amateur clubs and societies.
 - (5) Committees providing Subject Area (“Special”) Expertise:
 - Environmental Health and Medical Mycology
 - Phytopathology
 - Ecology
 - Biodiversity
 - Culture Collections.
 - Genetics and Cell Biology
 - Fungal Conservation4 members on each committee, each member serving a 4-year term. These committees provide liaison with other biological societies, brief articles to the Newsletter, advice to the Society and government agencies on matters of public policy, and answers to inquiries. They may also organize symposia and other sessions at annual meetings.
 - (6) Committees on Awards: Student Awards; Mentor Travel Awards; Senior Research Awards; MSA Distinctions; Honorary Membership. These committees solicit nominations and choose winners for the various awards and distinctions offered by the Society annually.
 - a) Student Awards. 4 members, each serving a 4-year term and representing, if possible, the four subject interest sections in the Society. This committee shall choose winners of the MSA Graduate Fellowships, the NAMA Fellowship, the M.P. Backus Award, and awards for best student poster and lecture presentations at the annual meetings.
 - b) Mentor Travel Awards. 4 members, each serving a 4-year term. This committee chooses recipients of Mentor Travel Awards and attempts to match the research interests of recipients with the mycologist in whose name the award was established.

- c) Research Awards. 5 members, each serving a five year term. The committee distributes funds from the H.V. and A.H. Smith, Martin-Baker, Clark Rogerson, Forest Ecology, and John W. Rippon Research Endowments and other appropriate research awards based on the merits of applicants' proposals. The number and monetary value of the awards may vary from year to year.
 - d) Mycological Society of America Distinctions. Five members who are past recipients of Society distinctions, each serving a 4-year term. The President serves as an *ex officio* member of the committee, voting only in the case of tie votes among the regular members. The committee decides on recipients of the Alexopoulos Prize, the Distinguished Mycologist Award, and the Weston Award. The Alexopoulos Prize is given to a junior member of the Society within ten years of his or her terminal degree based on outstanding contributions to mycology early in his/her career. The Distinguished Mycologist Award is presented to one or more senior members of the Society based on a record of sustained outstanding research in mycology. Candidates for this award must be at least 20 years post-PhD but do not necessarily have to have attained either a particular chronological age or have entered retirement. The Weston Award is presented to one member a year for excellence in teaching. The committee may choose to make no award(s) in any given year if no satisfactory nominations are received.
 - e) Honorary Membership: 3 members, all past-presidents of MSA, each serving a 3-year term. The committee calls for nominations, screens, and recommends nominees for Honorary Membership and the MSA Fellow Awards to Council. Nominees for Honorary Membership are officially voted to membership in the Society at the annual general business meeting. MSA Fellows are to be selected from members who have completed at least 11 years of service after their PhD with no upper limit and who are outstanding mycologists on the basis of one or more criteria: a solid record of mycological research, and/or successful teaching and development of teaching materials for mycology, and/or significant service to the Society. This is meant to recognize a core group of mid-career mycological achievers and outstanding MSA volunteers. Over the years, the total number of MSA Fellows will not surpass 5% of the membership at any one time.
- (F) There shall be **Standing Committees** which deal with the following areas: Endowment, Education, Finance, International Affairs, MSA Webpage and Electronic Communication, Membership, and Nomenclature. The President (or, where stipulated, Council) appoints the committee chair, who serves as chair until the end of his or her term on the committee. The most recent past-chair of a standing committee retains *ex officio*, non-voting status on the committee for one year to assure smooth transitions in committee leadership.
- (1) Education: 4 members, each serving a 4-year term. This committee carries out initiatives of the Society pertaining to teaching, training, and education in mycology. The President Elect of the Society serves as an *ex officio* member.
 - (2) Endowment: 4 members, each serving a 4-year term. President and Treasurer serve as *ex officio* members. The committee solicits contributions to MSA endowment funds and undertakes all other fund-raising activities on behalf of the Society.
 - (3) Finance: 4 members appointed by Council, each serving a 4-year term. The chair may be appointed for additional terms. The committee oversees the management and investment of the Society's funds and makes suitable recommendations to the Executive Council. The Society's President and Treasurer serve as *ex officio* members.

- (4) International Affairs: 4-5 members, each serving a 4-year term. This committee acts as an advocate for non-US/Canadian members of MSA and proposes initiatives that will lead to long-term collaborations between MSA and other mycological associations and societies. It serves particularly to spur the growth of mycological expertise in countries where it is lacking and to facilitate interactions among MSA members in the international community.
 - (5) Electronic Communication and Webpage Management: Four members, each serving a four year term. The newsletter editor serves as an *ex-officio* member. The committee oversees the operation and maintenance of the MSA Society Web page, the Abstract Submission site, and any other centralized online services. The committee also considers contracts for hardware services and provides information and advice to Council on policy issues involving electronic communication and the MSA image on the web, including the MSA Business page.
 - (6) Membership: 4 members, each serving a 4-year term. Members oversee all aspects of membership in the Society, including regular, student, and sustaining memberships with the goal of increasing Society memberships. Members work with Council Members, MSA committees, and others to develop ideas and programs to attract and retain individual members. They also solicit sustaining memberships from corporate sponsors and ensure that corporate support is acknowledged by letter, listing in the journal, and links on the Society Webpage. The chair, or other identified member, monitors sustaining member renewals and recommends prospects for soliciting new sustaining members.
 - (7) Nomenclature: 3 members, each serving a 3-year term. The committee advises MSA members on nomenclatural issues, answers queries, publishes educational articles on fungal nomenclature in the Newsletter, and represents the Society in international forums where nomenclatural questions are decided.
- (G) **Society Representatives.** The President appoints representatives to the following organizations. Terms of office are for three years, except where otherwise stated.

American Association for the Advancement of Science, Committee of Section G, Biology
 American Institute of Biological Sciences, Council
 American Institute of Biological Sciences, Public Responsibility
 American Mushroom Institute
 American Type Culture Collection
 International Mycological Association
 International Union of Biological Societies (Correspondent)
 International Union of Microbiological Societies, US National Committee (Society forwards a nomination to National Academy of Sciences, 4-year term)
 Natural Science Collections Alliance (formerly the Association of Systematic Collections)

(H) **Assignments, *Ex Officio* Committees**

- (1) Historian. Appointed by Council for indefinite term. Maintains Society archives and provides historical information about the Society to Council and the President on request.
- (2) Liaison for Society Incorporation. Appointed by Council for indefinite term. Should reside in or near Washington D.C.
- (3) Foray Coordinator. Appointed by the President for a term of three years. Arranges for forays before or after each annual meeting.

- (4) Local Arrangements Coordinator. Appointed by the President for a term of one year. This person(s) work closely with the program and endowment chairs to assure adequate facilities for the annual meeting.
- (5) Committee on Publication of Memorials. *Ex officio* committee consisting of Editor-in-Chief, President, and Historian. The committee insures that timely Memorials of recently deceased members are published in the Society's journal.

ARTICLE V. MEETINGS

- (A) An annual meeting for the transaction of Council and Society business and for the presentation of scientific papers shall be held at such time and place as the Council may decide. Collecting forays may be held each year at a time and place to be selected by the Foray Coordinator. Additional meetings, including special or local meetings for the presentation of papers or the carrying out of forays, may be arranged by the Council at its discretion. A quorum of the Council for transaction of business at its annual meeting, or in the interim by mail, shall be eight. A quorum of the Society for the transaction of business at any general meeting shall be a minimum of twenty-five members entitled to vote.
- (B) Programs for annual or other meetings shall be arranged by the Council. Responsibility for the scientific portion of the meeting will be delegated to the Program Committee.
- (C) Members wishing to make presentations at the annual meeting shall submit to the Chairman of the Program Committee any information requested in advance of the annual meeting. When meetings are held jointly with another society, forms containing the formal intention to present and the abstract plus any required fee will be submitted to a designated program authority. Such information shall be due on or before an appropriate date listed in the call for presentations, and the Chair of the Program Committee shall be authorized to refuse any titles received after that date. Except by invitation, no member shall offer more than two presentations at any one meeting; presentations of joint authorship are attributed to the presenting author.

ARTICLE VI. PUBLICATIONS

The journal of the Society shall serve as its official outlet for disseminating mycological information. It shall also serve for the publication of Memorials, reports on the audits of the Society, and any other items deemed germane to the business of the Society by the Editor-in-Chief. The Society Newsletter shall publish short informal articles, meeting abstracts, Society notices, letters, and any other material deemed appropriate by the Newsletter Editor. Book-length monographs may be published as *Mycologia Memoirs*. Other publications may be authorized by the Council.

ARTICLE VIII. GENERAL PROHIBITIONS

Notwithstanding any provision of the Constitution or by-laws which might be susceptible to a contrary construction:

- (A) The Society shall be organized exclusively for scientific and educational purposes;
- (B) The Society shall be operated exclusively for scientific and educational purposes;
- (C) No part of the net earnings of the Society shall or may under any circumstances inure to the benefit of any private shareholder or individual;
- (D) No substantial part of the activities of the Society shall consist of carrying on propaganda or otherwise attempting to influence legislation;
- (E) The Society shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of a candidate for public office;
- (F) The Society shall not be organized or operated for profit;

- (G) The Society shall not
- 1) Lend any part of its income or corpus without the receipt of adequate security and a reasonable rate of interest to,
 - 2) Pay any compensation, in excess of a reasonable allowance for salaries or other compensation for personal services actually rendered, to,
 - 3) Make any part of its services available on a preferential basis, to
 - 4) Make any purchase of securities, or any other property for more than adequate consideration in money or money's worth from,
 - 5) Sell any securities or other property for less than adequate consideration in money or money's worth to, or
 - 6) Engage in any other transaction that results in a substantial diversion of its income or corpus to any officer, member of the Council, or substantial contributor to the Society.

The prohibitions contained in this Section G do not mean to imply that the Society may make such loans, payments, sales, or purchases to anyone else, unless such authority be given or implied by other provisions of the constitution or by-laws.

ARTICLE IX. FINANCES

- (A) All funds of the Society shall be deposited to the credit of the Society in such banks, financial firms, or other depositories as the Council shall direct.
- (B) All checks, drafts, or other orders for the payment of money in the name of the Society shall be signed by such officer of the Society and in such manner as the Council shall direct.
- (C) The annual accounting period of Society funds shall begin on August 1 and end on July 31 of the succeeding calendar year.
- (D) Prior to each annual meeting the Treasurer shall prepare a summary of the Society's financial status. At the conclusion of the Treasurer's term, normally every three years, the Treasurer will commission a professional audit. This audit shall include all financial activities of the society, including the publication of the official journal, endowment funds, and operating budget. The Treasurer's report shall be read at the annual business meeting and published in the Society's newsletter.
- (E) Receipts from membership dues shall be used exclusively for the stated purposes of the Society and serve as the primary source of revenues for operational costs. The Endowment shall be composed of the Restricted Endowment and the Uncommitted Endowment. The Restricted Endowment is a permanently restricted account maintained for the purpose of providing earned investment income to support specific activities of the society as designated by those establishing these funds. Subfunds included within the Restricted Endowment are the Named Alexopoulos Prize Fund, the Alexander H. and Helen V. Smith Award Fund, the Martin-Baker Research Award Fund, the Myron P. Backus Award Fund, the Karling Lecture Fund, and the Clark T. Rogerson Award Fund, and the Named Mentor Travel Award funds. As required by law, the principal of each of these funds must be maintained by the MSA in perpetuity, and the income can be used only for purposes for which the fund was established. Establishment of new Restricted Endowment funds requires the approval of Council. The Uncommitted Endowment is used to support activities of the society including special projects (e.g., special publications, workshops) that enhance mycology as a discipline and serve the goals of the Society. Allocation of the Uncommitted Endowment is approved by vote of Council. Council may vote, on an annual basis, to use income from the Uncommitted Endowment to supplement income from Named Restricted Endowment funds to enable making an award from Named Funds whose principals do not generate sufficient income. Council may vote to temporarily restrict principal of the Uncommitted Endowment such that income is used for special purposes; such restrictions must be reviewed every three years.

ARTICLE X. USE OF THE SOCIETY'S NAME

Unauthorized use of the name of the Mycological Society of America for advertising or other business ventures is prohibited. The circulation of any unauthorized literature shall be taken as prima facie evidence of the violation of the intent and purpose expressed in this By-law. Any member may be expelled from the Society either by a majority vote of the Society at its meetings or by a majority vote of the Council such for a violation.

ARTICLE XI. AMENDMENTS

These by-laws may be amended by a majority vote of the members voting by a mail ballot to be submitted by the Secretary at the direction of the Council, provided that suggested amendments have been brought to the attention of the Council in time to be mailed to all members of the Society at least one month previous to the date established as the deadline for return of marked ballots.