

# INDIANA ACADEMY OF SCIENCE BYLAWS

Adopted at the Fall Meeting, October 9, 2010, Amended: March 10, 2012, March 8, 2013, March 9, 2013, November 9, 2013, March 15, 2014, March 21, 2015, September 6, 2022, January 1, 2026. The Academy operates under the following Bylaws:

## Article I: Name

The name of the organization shall be The Indiana Academy of Science (herein referred to as The Academy) and shall be organized under the law of the State of Indiana as a nonprofit corporation devoted to scientific and educational purposes.

## Article II: Object

**Section 1.** Mission Statement The object of The Academy shall be to support and promote scientific research, collaboration, communication, and education for the State of Indiana.

**Section 2.** Inasmuch as the State may make an annual appropriation to assist in Academy activities, The Academy shall, upon request of appropriate State officials, act as an advisory body in the direction and execution of any investigation consistent with its object. The Academy shall assume no responsibility for expenses incurred except as provided in its annual budget.

Section 3. The official publication of The Academy, known as the *Proceedings of the Indiana Academy of Science*, shall be considered a public document and shall be circulated by the Indiana State Library as agreed upon by the Library and The Academy Council.

**Section 4.** Vision Statement The Indiana Academy of Science envisions a thriving, inclusive scientific community that advances knowledge, inspires discovery, and champions science education to build a better future for Indiana and beyond.

## Article III: Members

**Section 1.** Any individual, student, educator, institution, or group interested in any aspect of science and in accord with the object of The Academy may apply for an appropriate class of membership.

**Section 2.** The classes of membership shall be:

1. Member - A person holding the primary class of membership.
2. Student Member - A graduate or undergraduate college or university student.
3. Sustaining Member - A person strongly interested in supporting The Academy who pays substantially higher dues as determined by The Academy.
4. Life Member - A member in good standing who makes a substantial single payment of dues as determined by The Academy.
5. Emeritus Member - A member, who is 65 years of age or over, is retired, and *has* been an active member of The Academy for 15 years or more.
6. Corporate Member - A corporation or business organized and operating for profit.
7. Institutional Member - A school, library, or nonprofit organization.
8. High School Member – A teacher or student of science at the secondary school level.
9. Honorary Member - A person with exceptional qualifications, or service to The Academy, recommended by a majority of the Council and approved by a majority of the members voting at the annual meeting. This shall be a one-year or lifetime appointment, as determined by the Council.
10. Fellow - A member for at least five years with recognized standing as a scientist or science educator who has contributed to the objectives of The Academy.

**Section 3.** The privileges and obligations of members of each class shall be determined by the Council and listed in the Operating Policies.

## **Article IV: Officers**

**Section 1.** The Officers of The Academy shall be President, President-elect, Immediate Past President, Secretary and Treasurer.

**Section 2.** The term of office of the President, President-elect and Immediate Past President shall be one-year. They shall not be eligible for reelection for 5 years. The terms of the other officers shall be three years, and they may be reelected. All nominees shall have been a member of The Academy for at least four years, excluding student membership. Each officer shall continue to hold office until a qualified successor has been duly elected or appointed.

**Section 3.** Officers shall be elected by an online vote or ballot prepared and distributed by the Nominations/Elections Committee. Election shall be by a majority of votes cast by the membership. Officers will assume their duties on the first day of the upcoming fiscal year.

**Section 4.** The President-elect shall accede to the presidency the following year, without further action by the membership. The President-elect shall, in the absence of the President, act in the President's stead. The President-elect shall serve as Chairperson of the Budget Committee, and as Chair of the External Relations Committee.

**Section 5.** The President shall preside over all meetings of the Council and general assembly; supervise and be responsible for the administration of the business of The Academy; appoint positions and committees as deemed necessary; and call such special meetings as deemed necessary.

**Section 6.** The Secretary shall keep official records of the minutes of the Council, Budget Committee, and general assemblies, including the annual meeting. The material to be gathered include distributed reports and documents. The Secretary shall serve on the Council and Budget Committee. The Secretary also shall serve as an *ex officio* member of the Research Grants Committee, without vote.

**Section 7.** The Treasurer shall have custody of all funds of The Academy, except as otherwise provided; issue statements, receive payment of dues and assessments and pay bills chargeable to The Academy; have sole authority to sign contracts on behalf of The Academy, as authorized by the Council; submit The Academy's financial records for audit; report to the Council on the financial standing of The Academy; and be responsible for filing such financial reports as may be required by state and federal offices. The Treasurer shall serve on the Council and Budget Committee. The Treasurer also shall serve as an *ex officio* member of the Foundation Committee, without vote. The Treasurer shall have access to all Foundation and Academy accounts to ensure transparency, financial oversight, and internal checks and balances. No single officer, committee, or staff member shall have exclusive access to any of these accounts. The Treasurer shall supervise the work of the Financial Manager to ensure the accuracy, integrity, and timeliness of all financial records and reports. The Treasurer shall retain primary authority for authorizing payments and disbursements, with the Director serving as a backup for operational continuity as described in Article VIII, Section 7.

## **Article V. Vacancies**

Except as otherwise provided, a vacancy shall be filled for the remainder of that term by appointment by the President, with the approval of the Council. The Council, with unanimous approval, may declare an office or position on a committee vacant if the incumbent does not carry out the specified duties. In case of a vacancy in the office of President, the President-elect shall immediately accede to that office, serving the remainder of that term and the term for which elected as President. An appointed President-elect shall be a past President of The Academy and shall serve to the end of the term for which appointed only, and not automatically accede to the presidency in the following year.

## **Article VI: Meetings**

**Section 1.** The Academy shall hold one general meeting each year to be known as the annual meeting. A special general meeting may be called as necessary. The date and place of the annual meeting or any special meetings or events (symposia, etc.) shall be determined by the Council and announced at least 60 days in advance. A quorum for business conducted at the annual meeting shall consist of 25 members in good standing.

## **Article VII: Council**

**Section 1.** The Council shall consist of the current elected Academy officers (President, President-elect, Immediate Past President, Secretary and Treasurer), the chair of the Diversity, Equity, and Inclusion (DEI) Committee, the chair of the Foundation Committee, the chair of the Research Grants Committee, two elected members-at-large with two-year alternating terms, and the Director (non-voting). The Director shall be included in all Council meeting notices, agendas, and formal communications. Except when the Council deems it necessary to conduct business in the absence of the Director. For example, but not limited to, the evaluation of the Director. Council members are encouraged to attend at least two Academy events each year to support organizational engagement. The Council shall be responsible for all business, unless otherwise provided for in the Bylaws, and all matters of policy. Changing a policy shall require a two-thirds vote of the Council.

**Section 2.** The Council shall hold two regular meetings each year (one in the spring and one in the fall). The President may call the Council into session at any time or may submit specific questions to the committee by correspondence or electronic means for a conference at any time. The Council may invite other Academy members or special guests to meet with it at any time, but without vote. A quorum shall consist of a majority of Council members. Notice and purpose of the meeting shall be given to all Council members at least 15 days in advance of the meeting date.

## **Article VIII: Committees**

**Section 1.** All committee members shall be members of the Academy members in good standing.

**Section 2.** Expenses incurred by a committee shall in no way become a financial obligation of The Academy except as authorized in the annual budget of The Academy. Committee chairs must provide at least 21 days' advance written notice to the Treasurer and Director for any funding request not included in the approved annual budget.

**Section 3.** The following are recognized as elected Standing Committees: Diversity, Equity, and Inclusion (DEI) Committee, the Foundation Committee, and the Research Grants Committee. The Nominations/Elections Committee shall prepare the ballot. Election shall be by a majority of votes cast by the membership. The Director shall be an *ex officio* member of all standing committees, without vote. The Director shall be included in all committee meeting notices, agendas, and formal communications. All committees planning Academy events or activities shall provide event details and invitations to the Director and Webmaster at least two weeks in advance. The Director and Webmaster shall be responsible for distributing event notices to the membership. Committee chairs shall meet regularly with Academy leadership to report on committee activities and plans. Committee chairs shall also provide regular written updates to the Director suitable for inclusion in membership newsletters. Quarterly meetings may be held virtually or by correspondence. Committee members may serve no more than two consecutive terms in the same office. Each term shall be two years in length. After completing two consecutive terms, an officer must wait at least one full term before being eligible to serve again in that same office. This break is intended to encourage other members to participate and to ensure new ideas on Academy committees. This term limit applies to primary chair roles, not automatically to *ex officio* committee service. In cases where no other qualified candidate is available, the Council may approve an extension. Term limits are not retroactive but will be applied starting June 2026.

1. **Diversity, Equity, and Inclusion Committee (DEI).** The DEI Committee shall consist of five members elected for rotating three-year terms, plus a Council Member-at-Large as an *ex officio* member, but without vote. The committee shall design, implement, and oversee efforts to promote diversity, equity, and inclusion in the Academy and in the Indiana scientific community. The committee shall report regularly to the Council.
2. **Foundation Committee.** The trustees of the Foundation Committee shall consist of three members, elected for rotating three-year terms, plus the Treasurer as an *ex officio* member, but without vote. The committee shall have custody of the Foundation funds and investments of The Academy Foundation and shall report regularly to the Council.

3. **Research Grants Committee.** The Research Grants Committee shall consist of six members, elected for three-year rotating terms, and may stand for reelection. The Secretary shall serve as an *ex officio* member, but without vote. The past chair shall serve in a non-reading, non-voting, *ex officio* status for one year after termination of the elected term if the term ends while the member is chair. The committee shall receive senior research grant applications, determine grant recipients, and the amount of the individual grants from funds designated by The Academy for that purpose. The committee shall report regularly to the Council.

**Section 4. Appointed Standing Committees.** The operation of committees shall be conducted by correspondence as far as practicable, but the chair, with 15 days advance notice, may call meetings. Except as otherwise provided, each committee shall determine appropriate rules and operational procedures and shall report to the Council as deemed necessary or when requested. The President and President-elect shall be *ex officio* members of all standing committees, except the Nominations/Elections Committee, without vote. The Director shall be an *ex officio* member of all standing committees, without vote. The Director shall be included in all committee meeting notices, agendas, and formal communications. All committees planning Academy events or activities shall provide event details and invitations to the Director and Webmaster at least two weeks in advance. The Director and Webmaster shall be responsible for distributing event notices to the membership. Committee chairs shall meet regularly with Academy leadership to report on committee activities and plans. Committee chairs shall also provide regular written updates to the Director suitable for inclusion in membership newsletters. Quarterly meetings may be held virtually or by correspondence.

1. The **Awards Committee** shall be composed of 5 previous awardees from both physical and biological sciences who will serve for 3 years. The Awards Committee shall consist of five Fellows of the Academy. The committee shall receive petitions for emeritus membership status and recommend those eligible for this membership status to the Council. The committee shall present to the Council recommendations for any member to be honored by election to the status of Fellow. The committee shall recommend to the Council recipients for special awards.

2. The **Biodiversity/Natural Areas Committee (BNAC)** shall be composed of up to 14 specialists from the fields of botany, geology, mycology, and zoology. It is the function of the committee to promote the study of natural history with an emphasis on the compilation and publication of data on the biota and natural features of Indiana. The committee shall conduct activities and advise the Council regarding the enumeration, conservation and preservation of natural areas and biota. Upon approval by the President, the chair shall populate the committee with qualified individuals. The term of office for the chair shall be three years and may be reappointed, and the chair shall also serve on the Budget Committee.

The committee may also include a Vice Chair or Co-Chair to support the work of the Chair, or alternatively may establish a subcommittee to share these responsibilities. The Vice Chair or Co-Chair shall assist the Chair with editing and writing manuscripts from BioBlitz events, collaborate on planning for the BioBlitz and any BNAC-sponsored workshops, and co-manage grants, specifically the Winona Welch Grant and the IAS/Indiana Land Protection Alliance (ILPA) Bioinventory Grant. BioBlitz manuscripts shall have a designated lead editor, either the Chair, Vice Chair, or a subcommittee member, and progress shall be reported to Academy leadership quarterly. Annual BioBlitz event recaps, including participant numbers and photos, must be submitted within sixty days of the event for posting on Academy communication platforms.

3. The **Budget Committee** shall be composed of members of the Council, Awards Committee chair, Biodiversity/Natural Areas Committee chair, Diversity, Equity, and Inclusion (DEI) Committee chair, Finance Committee chair, *Proceedings* Editor, Science Policy Fellowship Coordinator, Social Media Manager, Special Publications Editor, Librarian, Webmaster and Youth Activities chair, and chaired by the President-elect. Others may be present by invitation, but without vote. The Budget Committee shall meet after the election of officers but prior to the beginning of the fiscal year to establish the operating budget and to allocate trust income for the following fiscal year. Revisions of the budget or allocations of trust income may be made by a two-thirds vote of the Council.

**4. The External Communications Committee** shall be composed of 4 members appointed for three years, and renewable: Webmaster, Social Media Manager, Immediate Past President, and chaired by the President-Elect. The purpose of the External Communications Committee is to alert members to upcoming events; to inform members as to insights, research, events, opportunities both within and outside of Indiana, local and national science policies and proposed policies, to strengthen member knowledge and expertise; to build excitement in the Indiana Academy of Science community; and to promote the Indiana Academy of Science as the premier Indiana organization for promoting scientific research and diffusing scientific information, encouraging communication and cooperation among scientists, and improving education in the sciences.

**5. The Finance Committee** shall be composed of three members and the Treasurer as *ex officio* without vote, who shall audit The Academy's financial records annually. The committee shall review the annual financial report, provide an evaluation of financial records and practices, and present its report to the Council at the annual meeting. The chair shall serve on the Budget Committee. The committee shall be responsible for the adequate bonding of all officers, committees and appointees having charge of funds or investments of The Academy.

**6. The Membership Committee** shall be composed of up to 16 members representative of the Academy sections and chaired by the Director to assist with recruitment, retention, and data collection of members. This committee will also assist with efforts to enhance diversity and representation among Academy membership.

**7. The Nominations/Elections Committee** shall be composed of the Director and two past officers. No current officer may serve on the Nominations/Elections Committee. The Council shall be the responsible for making the two appointments. The committee shall be responsible for managing the nomination and election process for elected Academy positions.

**8. The Proceedings Editorial Board** shall be composed of the chairs of each Section consistent with their particular field of science so that the total board may constitute a broad spectrum of scientific expertise. The term of each board member shall be the one year they serve as Section Chairperson. The function of the Editorial Board shall be to assist the Editor in editing and publishing the *Proceedings of the Indiana Academy of Science*.

**9. The Science and Society Committee** shall be composed of a maximum of four members appointed by the President: the Director, shall work closely with the chair, and a maximum of three members. The committee shall advise the Council and organize special events (i.e., symposia, lectures) that are consistent with the object of the Academy. The committee is authorized to utilize various media for promotion and to solicit financial support for such approved programs. The Academy will support the programs through appropriation by the Budget Committee. The Science and Society Committee also shall promote and manage a speaker's bureau.

**10. The Youth Activities Committee** shall be composed of up to seven members representing different schools and/or areas of science education. The duties of the committee shall be to: manage the planning and execution of the Science Talent Search competition and carry out other youth science education and research initiatives; design and execute secondary school science educator initiatives and advise the Council on issues relating to secondary science education. The committee chair shall serve on the Budget Committee.

**Section 5. New Committees.** The Council, with unanimous vote, may approve other standing committees. No subcommittees may be formed without the expressed consent of the Council.

**Section 6. Special Committees.** The President may appoint special committees with the consent of the Council. The purpose of such committees shall be clearly defined. Special committees shall exist for one-year, or until the assignment is completed, or until discharged by the President.

**Section 7. Appointed Positions.** All paid positions shall provide quarterly written reports and participate in quarterly meetings with Academy leadership as a condition for receiving stipends, with rare exception. More frequent reporting may be requested as needed.

**1. Academy Representative on the Indiana Natural Resources Commission.** The President of the Indiana Academy of Science shall designate an Academy member to serve as an *ex officio* member of the Indiana Natural Resources Commission (Indiana Code 14.10.1.1(6) (1995)). The designee may, but is not required to, serve as chair of the Biodiversity/Natural Areas Committee (BNAC).

**2. Editor of the *Proceedings*.** This person shall be appointed by

The President and approved by the Council. The term of the Editor shall be three years and may be reappointed. The Editor shall chair the *Proceedings* Editorial Board and be responsible for gathering, editing, and publishing the *Proceedings*. The Editor shall serve on the Budget Committee and the Publications Committee.

**3. Editor of Special Publication.** This person shall be appointed by the President and approved by the Council. The term of the Editor shall be three years and may be reappointed. The Editor shall solicit, edit, prepare, publish, and market the special publications of The Academy. The Editor shall serve on the Budget Committee.

**4. Director.** This person shall be appointed by the Council for up to a three-year running term and may be reappointed. The Director shall answer to the Council, work closely with the President, and be responsible for the daily functions of the Academy. The Director shall work with the Treasurer and the chair of the Foundation Committee on the proposed budget. The specific duties of the Director shall be listed in the Operating Policies. The Director shall be an *ex officio* member of all committees, but without vote. To ensure continuity of operations, the Director shall be authorized to make payments within the approved annual budget as follows: Major expenses must receive prior approval from the Treasurer, or from the President if the Treasurer is unavailable. Minor expenses may be processed by the Director and reviewed during the monthly reconciliation process.

**5. Librarian.** This person shall be on the staff of the Indiana State Library, shall be appointed by the State Librarian, and may for an indefinite term oversee the Academy holdings at the Indiana State Library. The Librarian shall be extended the privilege of Honorary Member as long as he/she remains Academy Librarian. The Librarian shall serve on the Budget Committee.

**6. Parliamentarian.** This person shall be appointed by the President on recommendation and approval of the Council. The term of the Parliamentarian shall be three years and may be reappointed. This person shall act in an advisory capacity for The Academy members and the formulation of proposed amendments and shall, with the assistance of the Director, keep the Bylaws and Operating Policies updated by incorporating all amendments adopted by The Academy.

**7. Science Policy Fellowship Coordinator.** This person shall oversee the academy's obligation to the Indiana Science Policy Fellowship program.

**8. Social Media Manager.** This person shall be appointed by the President and approved by the Council. The term of the Social Media Manager shall be 3 years and may be reappointed. The Social Media Manager shall be responsible for establishing and integrating an Academy social media presence and executing and monitoring its daily relevance and effectiveness. The Social Media Manager shall create, manage, and post content on social media platforms (e.g., Facebook, Twitter, Snapchat, YouTube) using guidelines methodically developed by them, and approved by the Academy External Communications Committee. The Social Media Manager shall serve on the Budget Committee.

**9. Webmaster.** This person shall be appointed by the President on approval by the Council. The Webmaster shall serve a three-year term and may be reappointed. The Webmaster, in concert with the Director, shall administer and be responsible for the Academy website. The Webmaster shall serve on the Budget Committee.

**10. Financial Manager.** The Financial Manager may be an individual or a contracted external firm approved by the Council. The Financial Manager shall assist the Treasurer in maintaining accurate and complete financial records of the Academy, preparing routine financial reports for the Treasurer and Council, managing bookkeeping and accounting entries, and supporting the annual audit process. The Financial Manager shall operate under the joint direction of the Treasurer and the Director and shall provide monthly financial reports to both. The Financial Manager shall have no check-signing authority and may not initiate transfers or disbursements without Council approval.

## **Article IX. Sectional Organization**

**Section 1.** Sections, defined by discipline, may be established by the Council. A section, on becoming inactive, may be dissolved by the Council. Currently established sections are listed in the Operating Policies and posted on the Academy website.

**Section 2.** A member of The Academy may register as a member of any section or sections.

**Section 3.** Each section shall have a chair to preside at meetings, contribute to the planning and execution of the annual academy meeting, and to contact section members when necessary and a vice chair who will act in place of the chair and accede to chair if necessary. The vice chair shall be decided in the section business meeting at each annual meeting to serve one year as vice chair (chair-elect) and then one year as chair.

**Section 4.** Expenses incurred by a section shall in no way become a financial obligation of The Academy except as authorized in the annual budget of The Academy.

## **Article X. Affiliated Organizations**

**Section 1.** The Academy may, by act of the Council, offer services to any other organization whose objectives are similar to those of The Academy, and which may petition to be affiliated with The Academy.

**Section 2.** The Academy shall not be held responsible for any expenses incurred by any affiliated organization beyond those specifically provided for in the annual budget of The Academy.

## **Article XI: Parliamentary Authority**

The conduct at meetings of The Academy shall be governed by the rules contained in the current edition of *Robert's Rules of Order, Newly Revised*, so long as they are applicable and in which they are consistent with the Bylaws and any special rules of The Academy.

## **Article XII: Voting**

**Section 1.** In no instance is a member permitted to have more than one vote per issue.

**Section 2.** Proxy voting is not allowed.

**Section 3.** Absentee voting at meetings is not allowed.

**Section 4.** All individual members of the Academy share the same voting privileges. The voting privileges of corporate and institutional members shall be determined on a case-by-case basis by the Council.

**Section 5.** Electronic voting, conducted through a secure platform authorized by the Council, shall be permitted for officer elections, bylaw amendments, and other official Academy business as determined by the Council. Results of such votes shall carry the same weight as votes cast in person.

## **Article XIII: Indemnification**

Each Academy agent (i.e., elected position and appointee), whether or not then in office, shall be indemnified by The Academy against all costs and expenses reasonably incurred by, or imposed upon, him in connection with or arising out of any action, suit, or proceeding in which he may be involved, by reason of his being or by having been an agent of The Academy. The Academy shall not, however, indemnify any agent with respect to matters resulting from dereliction in the performance of duty. The foregoing right of indemnification shall not be exclusive of the other rights to which any Academy agent may be entitled as a matter of law.

## **Article XIV: Amendment of Bylaws**

**Section 1.** Upon the advice of the Parliamentarian, the Council will approve the proposed Bylaw amendments before being submitted to the membership.

**Section 2.** These Bylaws may be amended provided that notice of the proposed amendment has been given to all voting members at a previous meeting or provided by mail or electronically at least 30 days in advance of the meeting. A two-thirds vote of the members voting during the general assembly is required for adoption.

**Section 3.** No amendment to the Bylaws may be submitted to the Council for approval unless certified by the Parliamentarian that the language is not in conflict with the Bylaws or Operating Policies.

**Section 4.** The Council, upon the advice of the Parliamentarian, shall have the authority to make technical and non-substantive editorial changes in the Bylaws and Operating Policies without submitting such changes to a vote of the general membership of The Academy.

**Section 5.** The Bylaws shall be posted on The Academy website.

## **Article XV. Distribution on Dissolution**

In the event of the dissolution of The Academy, its assets shall be distributed by the Council to one or more organizations qualifying under Section 501(c)(3) or Section 501(c)(6) of the Internal Revenue Code of 1954.

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