

MEDICAL MYCOLOGICAL SOCIETY OF THE AMERICAS  
Constitution and By-Laws

Article I NAME

The name of the organization shall be the **MEDICAL MYCOLOGICAL SOCIETY OF THE AMERICAS** (herein referred to as the Society).

Article II PURPOSE

- A. To encourage fellowship among its members.
- B. To unite all medical mycologists under a central organization that will recognize their needs and represent their interests.
- C. To provide recognition to medical mycology as a flourishing and distinct division of medical microbiology.

Article III MEMBERSHIP, AFFILIATION & ASSOCIATION

- A. Membership: The Society shall consist of regular members and emeritus members.
  - 1. Regular members: Any person demonstrating a keen interest in the study of fungi or fungus diseases of humans and animals shall be eligible for membership. Application for membership must be endorsed by at least one member of the Society or, in the interim between meetings, may be elected by Council. Privileges of membership include one vote on Society business and participation in the meetings of the Society. To ensure that the Society's interests remain centered on medical mycology, eligibility to hold office is restricted to those members whose major interests, training, or research activities are in the area of medical mycology.
  - 2. Emeritus members: Any regular member who has been an active individual member for 20 years and has retired from active professional work may be transferred to the status of Emeritus member upon recommendation of the Council. Emeritus members shall not be eligible to hold office nor shall they be required to pay dues. Privilege of Emeritus membership include voting on Society business and participation in the meetings of the Society.

Affiliation: There shall be a strong but unofficial affiliation between the Society and the Medical Mycology Division of the American Society for Microbiology. There shall be a Strong but unofficial affiliation between the Society and the International Society for Human and Animal Mycology.

Article IV DUES

Each active membership shall be maintained through the payment of appropriate dues to the Society. The membership year shall run concurrently with the

calendar year. Bills for dues shall be mailed to members in November and shall be payable in advance on or before December 31. Delinquency in payment of dues shall be sufficient grounds for the removal of a member from the active membership list of the Society. If payment of owed dues is made within one year, membership will be re-instated automatically. If payment of past dues is not made within one year, the delinquent would become a non-member, and to become a member again, he/she would have to proceed according to Article III.A.I.

Article V OFFICERS AND COUNCIL

- A. The officers of the Society must be active members of the Society (Article IV) and shall be the President, President-Elect, Vice-President and Secretary-Treasurer, whose duties shall be those usually performed by such officers. The President, the Vice-President, who shall be the retiring President, and the President-Elect shall serve for two years, and may not be re-elected to the same office two terms in succession. The Secretary-Treasurer shall serve for five years or until his/her successor is elected. The President-Elect shall become President at the end of the current tenure of that office or whenever that office may become vacant. Any vacancies occurring in the interim between elections shall be filled from among the Councillors. The Councillor who shall fill such a vacancy among the officers shall have only one vote in council meetings, shall serve in the vacant office only until the vacancy is filled at the next general election, and upon election of a new officer to fill the vacancy the Councillor shall revert to his/her original position on the Council. The term of office shall begin at the close of the annual business meeting.
- B. The Council shall consist of the President, President-Elect, Vice-President, Secretary-Treasurer, and five Councillors representing general geographic areas. Councillors shall serve for three years. A Councillor may not serve two terms in succession.

An individual may not hold two or more positions on the Council at one time. Their term of office of each member of the Council shall begin at the close of the annual business meeting.

Article VI ELECTION OF OFFICERS AND COUNCIL MEMBERS

At least four months prior to the annual meeting, the President shall appoint a Nominating Committee of three from among the active membership. Nominating Committee Members shall not be current Officers or Councillors of the Society. The Nominating Committee shall prepare a list of at least two names for each Office or Council Member seat required to fill any vacancies which would exist for the ensuing terms of office. The list of nominees shall be forwarded to the Secretary-Treasurer at least three months prior to the annual meeting. The nominees must be active members (Article IV), must be eligible for the Office or Councillor vacancy (Article V), and must have indicated in writing a willingness to serve. The two, or more, Candidates for each Office or Councillor vacancy shall be placed alphabetically upon the final ballot to be mailed by the Secretary-Treasurer to each member no less than one month before the annual meeting (Article VIII). The Officers shall rank in seniority: President, President-Elect, Vice-President, and Secretary-Treasurer. Members of the Council shall rank below the officers of the Society. Ballots shall be returned to the Secretary-Treasurer and opened and counted under the supervision of the Council at the

annual meeting (Article VIII). A majority of votes cast shall elect. A tied vote for any office shall be resolved by the casting of one additional vote by the Council.

Article VII EDITORS AND COMMITTEES

- A. The Editor(s) of any news journal of the Society shall be elected by the Council.
- B. The President may appoints, at the time of the annual meeting, any temporary committees which are to serve during his/her administration.
- C. The President-Elect each year, at the time of the annual meeting, shall appoint a Chairperson of the Local Arrangements Committee whose duties shall be to select an appropriate facility in which to conduct the next year's meeting, to arrange the social activities, and to schedule any guest speaker or speakers whose services have been negotiated for by the Annual Lecturer Committee.

The Chairperson of the Local Arrangements Committee shall be someone active in the Society and resident in the city as defined in Article VIII, or near the city in which the annual meeting is to be held. The membership and size of such committee shall be designated by the Chairperson.

- D. The committees on Finance, Membership, Continuing Education and Annual Lecturer, shall be designated Standing Committees. Their chairs shall serve a term of three years and may be reappointed for a second but not a third successive term. Members of these committees shall serve a term of three years. Their terms of membership shall terminate coincident with an annual meeting at which time the incoming President of the Society shall make appointments to any vacant posts, to be effective during his/her incumbency and thereafter until terms of the appointees are served except that the President may delegate the appointments to any standing committee to the chair of that committee.

It shall be the duties of the Finance Committee to seek sources of financial support outside of the membership annually and to approve the annual audit of the accounts of the Society.

It shall be the duty of the Membership Committee to inform potentially interested persons of the Society and its goals; to maintain a current file of members, their addresses, and scientific interests; and to provide the Secretary-Treasurer with a listing of members, addresses, and interests.

It shall be the duty of the Annual Lecturer Committee to secure the services of a guest speaker or speakers for the annual meeting and to notify the Chairperson of the Local Arrangements who will schedule the guest speaker or speakers into the program activities.

It shall be the duty of the Continuing Education Committee to arrange for all educational activities of the Society at the annual meeting and at invitational courses, seminars, round tables and discussions which are designated by the Council, by its own initiation, or through a request of the membership to be official functions of the Society.

Article VIII MEETINGS AND PROGRAM

An annual meeting for the transaction of Council and Society business and/or for the presentation of a scientific program in combination with social event shall be held annually in conjunction with the annual meeting of the American Society for Microbiology either on the day immediately preceding the beginning of, or during that meeting. The annual meeting of the Society will be held convenient to the venue of the American Society for Microbiology. The official meeting of the Society shall not begin prior to the designated day and shall not extend beyond that day. Meetings other than the annual meeting may be sanctioned by the Council, but shall not be held in lieu of the annual meeting.

A quorum of the council for the transaction of business at its annual meetings, or in the interim by mail, shall be no less than half the members plus one. In the event of a tie vote, the President, or in his/her absence, the senior ranking officer shall have the right to decide. A quorum of the Society for the transaction of business at any meeting shall be a minimum of 25 members entitled to vote and must include at least two members of Council (Article V.B.).

Article IX NEWS JOURNAL

The Society shall have the right to disseminate reports of the Secretary-Treasurer or other reports, announcements or business of the Society, but the Society shall not establish a journal for the publication of mycological or other scientific papers.

Article X GENERAL PROHIBITIONS

Notwithstanding any provision of the Constitution or By-Laws which might be susceptible to contrary construction:

- A. The Society shall be organized exclusively for scientific and educational purposes and shall engage in those activities permitted under Section 501(c)3 of the Internal Revenue Code of 1954 or the corresponding provision of a future United States Internal Revenue Law.
- B. No part of the net earnings of the Society shall or may under any circumstances inure to the benefit of any private share holder or individual.
- C. No substantial part of the activities of the Society shall consist of carrying on propaganda or otherwise of attempting to influence legislation.
- D. 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.
- E. The Society shall not be organized or operated for profit.
- F. 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.

pay any compensation, in excess of a reasonable allowance for salaries or other compensation for personal services actually rendered to.

2. make any part of its services available on a preferential basis to.
3. make any purchase of securities or any other property for more than adequate consideration in money or money's worth from.
4. sell any securities or other property for less than adequate consideration in money or money's worth from, or
5. engage in any other transaction which results in a substantial diversion of its income or corpus to any officer, member of the Council, or substantial contributor to the Society.

The provisions contained in the Section F do not mean to imply that the Society may make such loans payments, sales or purchase to anyone else, unless such authority be given or implied by other provisions of the Constitution or By-Laws.

#### Article XI DISTRIBUTION OF DISSOLUTION

Upon dissolution of the Society, the Council shall distribute the assets and accrued income exclusively to one or more organizations as determined by the Council. Such organizations shall be charitable, scientific, literary or educational which would then qualify under the provisions of Section 501(c)3 of the Internal Revenue Code and regulations of the Department of Treasury applicable to such action as they now exist or as they may hereafter be amended.

#### Article XII AMENDMENTS TO THE CONSTITUTION

Amendments to the Constitution must be proposed in writing (post, Email or other means) by five active members and submitted to the Secretary-Treasurer. The Secretary-Treasurer shall publish a copy of the proposed amendment prior to or in the meeting announcement and distribute to each member. The amendment must be discussed at the annual meeting. All amendments to the Constitution shall be voted on by the entire membership by mail or other ballot. At least 20% of the active members must vote on a proposed amendment. For adoption, an amendment shall require an affirmative vote of three-fourths of the ballots which are cast.

## **BY-LAWS**

### 1) PROGRAMS

The official program shall consist of a social event (e.g. dinner) with guest speaker or speakers. Arrangements for the social event shall be the duties of the Local Arrangements Committee or other members. Arrangements for a speaker or speakers shall be the duties of the Annual Lecturer Committee. The final program must be approved by the officers of the Society.

Suggestions for a program shall be encouraged and shall be submitted by members to an officer of the Society.

Members may serve as the annual invited speaker, but member shall not present papers for presentation.

Additional awards recognizing activities of Society members may be made at the annual meeting. Guidelines for these awards are maintained by the Council with consent from the membership.

### 2) DUES

The annual dues shall be set by the action of the Council.

### 3) FINANCES

- a. All funds of the Society shall be deposited to the credit of the Society in such banks 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 the Society funds shall be the calendar year.
- d. Prior to each annual meeting, the accounts of the Society shall be audited by a public accountant or by the Finance Committee of the Society at the discretion of the committee. The results of the audit shall be read at the annual business meeting and published in the Society's newsletter.

### 4) USE OF THE SOCIETY'S NAME

Unauthorized use of the name of the Medical Mycological Society of the Americas 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 the by-Law, and the member, after being properly notified, 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.

### 5) AMENDMENTS

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

6) THE RHODA BENHAM AWARD

The purpose of the Rhoda Benham Award (hereafter referred to as Award) is to provide recognition to eminent medical mycologists. The Award consists of a medallion and expenses incidental to receiving the Award. The Award can be made only at the annual meeting of the Society or at a meeting officially sanctioned by the council of the Society and publicized to all members (Article VIII). By mutual agreement of the Annual Lecturer Committee and the Awardee, the Awardee may be asked to give an appropriate lecture to those in attendance at the meeting at which the Award is presented. An Award need not be made at every annual or officially sanctioned meeting of the Society.

- a. The Award shall be presented to an individual(s) from the Americas for continuous outstanding or meritorious contributions to medical mycology.
- b. The recipient shall be selected by a Rhoda Benham Award Committee (hereafter referred to as Committee) of three regular members appointed by the President (Article VII.B). The selection of the recipient must be unanimous and from among nominees recommended by an active regular member of the Society who shall support their recommendations according to the following rules:
  1. The recommendation of a nominee by an active regular member must be made in writing and should consist of a description of the nominee contributions, the reasons why these should be considered worthy of special recognition, a brief biographical sketch of the nominee, a list of publications and any other supporting documents considered relevant.
  2. The recommendation of a nominee must be supported by letters of seconding the nomination from other active members.
  3. Nominations shall be made to the Committee at least ninety (90) days before the date of the meeting at which the award is to be made.
  4. The nomination may be not be made posthumously except in the following condition. If the Committee has selected a recipient and if the recipient should be deceased thereafter the Award must be made posthumously.
- c. The Committee shall transmit their ecommendation to the President at least sixty (60) days before the date the award is to be made.
- d. The President shall present the Award, or if unable to do so, shall designate the individual who shall present the Award. In addition, the President will transmit the names of the recipient and the presenter of the Award to members of the Annual Lecturer and Local Arrangements Committees.
- e. Notice of a call for nominations for the Award shall be made in a newsletter distributed to all regular members at least six (6) months prior to the date of the annual meeting or a sanctioned meeting. The Notice shall include rules listed above in paragraphs b.1., b.2., b.3, and b.4.
- f. It shall be the policy of the Society that only one Award can be made at any annual Meeting or officially sanctioned meeting. However, two or more Awards may be given at a single meeing in recognition of contribution(s) made jointly by the Awardees. Consonant with maintaining the prestige of this Award, it is required that no more than one Award or Joint Award, be made in a calendar year.

