

# Bylaws

Revised August 7, 2019

## Article 1. Purpose:

The purposes of the Society are to encourage all areas of scientific research involving non-human primates, to facilitate cooperation among scientists of all nationalities engaged in primate research, and to promote the conservation of all primate species.

## Article 2. Membership:

Applications for membership will be submitted to the Treasurer and Vice President for Membership. All members must support the purposes of the Society.

Section 1. Categories of membership. There will be four categories of membership: regular, student, lifetime, and gratis. Persons in developing countries and other exceptional cases may be eligible for gratis membership as determined by the Treasurer and Vice President for Membership.

Section 2. Privileges of membership. Every member has a vote in the General Assembly, in all elections for Officers, and for constitutional amendments and changes in the Bylaws.

Section 3. Termination of membership. Membership may be terminated upon:

a. Receipt by the Treasurer and Vice President for Membership of a written resignation from the Society signed by the member. The resignation becomes effective at the time of receipt. The member is not entitled to refund of dues.

b. Failure to pay dues over the course of a single calendar year. Inquiries regarding membership status can be made through the Treasurer and Vice President for Membership. If national currency controls prevent a member's payment of dues, the Treasurer and Vice President for Membership may permit retention of membership without payment upon promise of future payment. In the event of a dispute regarding payment that cannot be resolved between the Treasurer and Vice President for Membership and the member, the matter shall be referred to the Officers for resolution.

c. Determination that a member has indulged in actions contrary to the purposes of the Society or liable to inflict damage on its reputation. The Officers shall consider and act upon such charges. The member shall be informed in writing of the charges and be given an opportunity to provide the Officers with a written response in defense of his or her actions. Written notification of the Officers' decision shall be given. The member affected is not entitled to a refund of dues and has no claims of any kind on the Society's assets.

### Article 3. Dues:

Dues are fixed by the Officers upon recommendation of the Treasurer and Vice President for Membership. Dues are payable annually or may be made in a lump sum via a lifetime membership payment. Individuals from developing countries are encouraged to become members of the Society. If such persons are unable to pay the membership fees, gratis membership may be provided.

### Article 4. Officers:

Section 1. President. The President shall be the chief executive officer of the Society; shall preside at meetings of the Council and General Assembly of the Society; shall be responsible for executing IPS policies; shall act as spokesperson for the Society; and shall see that all orders and resolutions of the Council are carried into effect. The President shall serve as Chairperson of the Election Committee and of the Awards Committee.

Section 2. Secretary General. The Secretary General shall assist the President and shall be responsible for the minutes of all Council and General Assembly meetings. The Secretary General keeps all relevant records of the Society, except those pertinent to the Treasury; receives copies of all correspondence dealing with Society matters including petitions and votes on societal business; solicits interest in hosting Congresses and corresponds with interested parties about preparing a bid; and receives and records requests for affiliation from national or multinational primate societies, as described in Article 13 of the Constitution.

Section 3. Treasurer and Vice President for Membership. To maintain consistent compliance with laws regarding the nonprofit status of IPS, as put forth in Article 2 of the Constitution, the Treasurer and Vice President for Membership must reside in the United States. The Treasurer and Vice President for Membership shall be responsible for all monies and valuable effects in the name and to the credit of the Society, and for full and accurate accountings of receipts and disbursements in books belonging to the Society. The Treasurer and Vice President for Membership shall have signatory powers and shall disburse the funds of the Society as may be ordered by the Officers. The Treasurer and Vice President for Membership shall render to the Council at its regular meetings, to the General Assembly, and when the President or the Officers so require, an account of the financial transactions and status of the Society. The Treasurer and Vice President for Membership will receive all applications for membership and shall be responsible for maintenance of a list of members and their addresses. This list shall also be available to other members of Council, or appropriate outside bodies as needed to conduct the Society's business. The Treasurer and Vice President for Membership will provide information to prospective members; encourage new membership among qualified individuals or groups who will support and further the purposes of the Society; and will provide the Council with relevant statistics and demographic information about new membership at each

biennial meeting. The Treasurer and Vice President for Membership consults with groups that have expressed interest in presenting bids to host Congresses, and negotiates the financial terms of the bid with the successful bidder.

Section 4. Vice President for Conservation. The Vice President for Conservation will chair the Conservation Committee. The Vice President for Conservation promotes and coordinates the Society's programs dealing with conservation and habitat protection. The Vice President for Conservation will acquire, collate and integrate information on conservation programs and progress. The Vice President for Conservation will administer the Silent Auction at each Congress. Along with his or her committee, the Vice President for Conservation is responsible for announcing, receiving, and judging grant and award programs that are aligned with this office.

Section 5. Vice President for Captive Care and Breeding. The Vice President for Captive Care and Breeding will chair the Captive Care and Breeding Committee, assuming an active role in acquiring and disseminating information on ethical and welfare issues and on new technology dealing with captive care and breeding of primates. The Vice President for Captive Care and Breeding shall encourage compliance with ethical research practices as described in the IPS Guidelines for Use of Nonhuman Primates in Research and the IPS International Guidelines for the Acquisition, Care, and Breeding of Nonhuman Primates. Along with his or her committee, the Vice President for Captive Care and Breeding is responsible for announcing, receiving, and judging grant and award programs that are aligned with this office.

Section 6. Vice President for Education. The Vice President for Education will chair the Education Committee. The Vice President for Education will work closely with the Vice Presidents for Research, Conservation and Captive Care and Breeding to promote and coordinate the Society's public education programs. Along with his or her committee, the Vice President for Education is responsible for announcing, receiving, and judging grant and award programs that are aligned with this office.

Section 7. Vice President for Research. The Vice President for Research will chair the Research Committee, serving to promote international scientific research collaboration, and increase awareness of international funding opportunities. The Vice President for Research shall encourage compliance with ethical research practices as described in the IPS Guidelines for Use of Nonhuman Primates in Research and the IPS International Guidelines for the Acquisition, Care, and Breeding of Nonhuman Primates. Along with his or her committee, the Vice President for Research is responsible for announcing, receiving, and judging grant and award programs that are aligned with this office.

Section 8. Vice President for Communications. The Vice President for Communications is charged with composing and producing the twice-yearly *IPS*

*Bulletin*. The *Bulletin* will be posted to the IPS website. The Vice President for Communications is also charged with maintaining the society's website.

Section 9. Vice President for Ethics, Diversity, Equity and Inclusion. The Vice President for Ethics, Diversity, Equity and Inclusion will chair two committees: the Equity, Inclusion and Diversity committee and the Ethics committee. The Equity, Inclusion and Diversity committee will assess and report on diversity in IPS, serve as an umbrella organization within IPS to develop programs that increase the recruitment, participation and retention of diverse scholars within the field of primatology, advocate for diversity within the membership, congresses, committees and leadership of IPS, develop and maintain a Code of Conduct for IPS congresses. The Ethics committee will promote our ethical responsibilities to the primates we work with in captivity and in the wild, human participants, the natural environment, the people we work with and alongside, and the research process itself. The VP for Ethics, Diversity, Equity and Inclusion will work with the VPs for Research and Captive Care to develop, revise and maintain IPS policy statements and guidelines relating to ethics, including the existing Best Practices for Field Primatology.

Section 10. Past President. The immediate Past President will serve as a non-voting, ex officio officer. The immediate Past President will assist the President and serve as a resource on past policies.

Section 11. Other obligations of Officers:

- a. Each Officer shall contribute a summary of activity of her/his office to each edition of the *Bulletin*. These reports shall serve as official records of IPS business. Any supplementary materials accumulated by an Officer that are deemed worthy of archiving should be digitized if possible and forwarded to the Secretary General at the end of the officer's term of office.
- b. Officers must participate in the scientific program of the Congress by organizing a symposium, poster session, training program, student competition, or roundtable discussion.
- c. Officers should attend Congresses and meetings of the Council.
- d. Officers will appoint replacements from among the Officers for Chairs of Election and Awards Committees should the President be unable to carry out this duty.

Article 5. Elections:

Section 1. Election cycle. Elections shall be held on an offset cycle, with the offices of President, Vice President for Communications, Vice President for Education, and Vice President for Captive Care and Breeding on one cycle and Secretary General, Treasurer and Vice President for Membership, Vice President for Conservation, and

Vice President for Research on the other. Election of Officers will be carried out approximately six (6) months before the convening of the General Assembly at every Congress, i.e., every two (2) years.

Section 2. Nominations. For each open position the Election Committee will provide the names of two (2) members of the Society willing to serve in the capacity for which they have been nominated. In the event that only a single member of the Society is willing to serve, voting for that office will consist of approve or disapprove. In creating the slate of nominees, the committee will take into consideration the representation of scientific disciplines and geographical region, and will give due regard to suggestions from members. To maintain consistent compliance with laws regarding the nonprofit status of IPS, as put forth in Article 2 of the Constitution, the Treasurer and Vice President for Membership must reside in the United States.

Section 3. Voting. Ballots will be sent and received electronically. A simple majority of votes cast by the membership will constitute election for all offices. The Chair of the Election Committee will formally report the results to the candidates and to the membership approximately three (3) months preceding the opening of the next Congress, and the vote count shall be reported.

Section 4. Accession. The newly elected Officers will assume their positions as the last item of business at the next meeting of the General Assembly.

Section 5. Vacancies. In the event that an office becomes vacant, the Officers shall solicit nominees from the membership and then by majority vote elect a member of the Society to serve in an interim capacity until the next duly elected candidate assumes office.

Section 6. Removal from office. An Officer who is found to carry out her/his duties in a manner counter to the interests of the Society may be removed from office, by vote of three-fourths of the other Officers. Removal from office will only take place after the Officer has the opportunity to explain her/his actions in writing or email and proper discussion among the Officers has occurred.

#### Article 6. Council:

Section 1. The Society's affairs shall be conducted by its Officers and through actions of the Council.

Section 2. Quorum. A quorum of the Council shall consist of at least six (6) of the Officers and at least three (3) affiliate representatives. An officer or affiliate representative may not assume two roles for the purpose of achieving a quorum.

Section 3. Council meetings. The Council shall meet at the biennial Congress both before and after the General Assembly. If an Officer is unable to attend, he or she must submit all pertinent materials of her/his post to a fellow Officer to be presented at the Council meeting. Council meetings before the General Assembly will be conducted by the outgoing Officers and may be attended by the

newly elected Officers. The meeting after the General Assembly will be conducted by the newly elected Officers. Newly elected Officers do not vote in Council until they take office at the General Assembly.

Section 4. Voting in Council meetings. All voting members of the Council shall be entitled to one (1) vote except that the total number of votes cast by affiliate representatives may not exceed that of the Officers, in which case the affiliate votes become fractional votes, such that the total number of affiliate votes equals the number of voting Officers. For instance, if seven officers are voting and there are 14 affiliate representatives, each representative shall have 0.5 votes. The presiding Officer (usually the President), shall vote only in a case of a tie. The IUCN/SSC Primate Specialist Group representative and Immediate Past President do not vote in Council meetings. Simple majority votes will decide issues acted upon by the Council.

Section 5. Invited guests. Individuals who are invited to present information to the Council may attend the meeting during the time period of their business as specified by the Secretary General. They will be asked to leave following discussion of their presentation.

#### Article 7. Disbursement of funds:

All expenditures must be approved by the Treasurer and Vice President for Membership. Major expenditures for special projects or programs must be explicitly authorized by the Officers before funds are released. The Treasurer and Vice President for Membership may allot operating budgets to Officers for special projects or programs at her/his discretion. Funds donated to the Society for specific projects will be authorized by the Officers for that project and monitored by the Treasurer and Vice President for Membership to assure that all funds are spent for that purpose.

#### Article 8. Congresses:

The location of the biennial Congress will be decided at a meeting of the Council four (4) years in advance. IPS members may develop and present a written bid to host the Congress, in accordance with formal bid guidelines available on the IPS website. Bids will be considered from members who can assure the Society of the availability of reasonable convention facilities and local administrative support. The Treasurer and Vice President for Membership will carry out preliminary negotiations and provide the Council with the information required. In setting Congress fees, the Council shall balance the aim of an affordable Congress with the financial health of the Society. Local Arrangements Hosts shall consult regularly with the Officers as appropriate as they plan the scientific and social programs of the Congress. The Hosts will collaborate with the Officers or their designee(s) to plan the scientific program, invite speakers and arrange for appropriate merit reviews of submitted abstracts. They will arrange for Congress sites, plan for accommodation and registration of delegates, supervise the

publication of programs and abstracts, and will ensure appropriate publicity about the Congress. The Hosts will use their best endeavors to raise funds for the Congress with the objective of minimizing the cost to the members.

#### Article 9. General Assembly:

The General Assembly is the gathering of the total membership attending the biennial Congress of the Society. The Assembly is called to carry out business of the Society. Reports to the Assembly will be given by the Officers; ad hoc reports will be given as deemed necessary by the President.

Attendees of the General Assembly must have paid dues for that calendar year to be entitled to vote. Thirty (30) members will be considered a quorum for the enactment of business. Members who intend to present a motion on the floor of the General Assembly should submit the motion to the Secretary General one month in advance of the Congress such that it can be considered by the Council at its pre-Congress meeting. Motions that arise on the floor of the General Assembly may be brought to a vote, except that the President may determine that the motion should first be referred to Council for consideration of the motion's potential impact to the Society. In this case, the Council shall consider the motion at the post-Congress Council meeting and shall communicate the result to the membership within one month.

#### Article 10. Standing committees:

Section 1. Conservation. The Conservation Committee will be appointed by the Officers on the recommendation of the Vice President for Conservation, who will chair the Committee. The committee will aid the Vice President in carrying out the duties specified for that office in Article 4, Section 4 of the Bylaws.

Section 2. Captive Care and Breeding. The Captive Care and Breeding Committee will be appointed by the Officers on the recommendation of the Vice President for Captive Care and Breeding, who will chair the Committee. The Committee will aid the Vice President in carrying out the duties specified for that office in Article 4, Section 5 of the Bylaws.

Section 3. Education. The Education Committee will be appointed by the Officers on the recommendation of the Vice President for Education, who will chair the Committee. The Committee will aid the Vice President in carrying out the duties specified for that office in Article 4, Section 6 of the Bylaws.

Section 4. Research. The Research Committee will be appointed by the Officers on the recommendation of the Vice President for Research, who will chair the Committee. The Committee will aid the Vice President in carrying out the duties specified for that office in Article 4, Section 7 of the Bylaws.

Section 5. Election. The Election Committee will consist of at least five (5) members appointed by the Officers and chaired by the President. The Committee

will provide for the nominations and elections of new Officers in accordance with procedures designated in Article 5, Sections 1 and 2 of the Bylaws. In appointing the members of the Committee, the Officers will make every effort to balance the membership with consideration of equitable demographic and scientific area participation. The primary criteria for nomination of candidates are the scientific and professional qualifications of the individual for the position under consideration.

Section 6. Awards. The Awards Committee will be appointed and chaired by the President approximately six months prior to each Congress. The Vice President for Communications shall be one of the members of this committee. The Committee will actively solicit nominations for the awards, review award applications and nominations, select award recipients to be voted on by the Officers, and present the awards. These awards include, but are not limited to, the Lifetime Achievement Award and the Outstanding Achievement Award.

Section 7. Training Program. The Training Program Committee will be chaired by an Officer. The Committee is charged with organizing and conducting the training program component of each Congress. The committee is also responsible for raising funds to contribute to the cost of the training program and selecting program participants. The training program is to be scheduled such that participants will have the opportunity to attend the scientific program of the Congress.

Section 8. The Equity, Inclusion and Diversity Committee will be chaired by the Vice President for Ethics, Diversity, Equity and Inclusion. The Committee will aid the Vice President in carrying out the duties specified for that office in Article 4, Section 9 of the Bylaws.

Section 9. The Ethics Committee will be chaired by the Vice President for Ethics, Diversity, Equity and Inclusion. The Ethics Committee will collaborate in the development, revision, and maintenance of IPS policy statements and guidelines relating to ethics, including the existing Best Practices for Field Primatology. The Committee will also aid the Vice President in carrying out the duties specified for that office in Article 4, Section 9 of the Bylaws.

Article 11. Actions of the Society:

The Society may enact policy statements through the recommendation of the Council followed by ratification by ballot of the membership, or a vote at the General Assembly. The Society may initiate projects congruent with the aims of the Society following recommendation by the Officers or Council and approval by ballot of the membership, or by vote of the membership at the General Assembly.