

BYLAWS OF THE AMERICAN SOCIETY OF PLANT TAXONOMISTS

Effective 18 June, 2020

Article I. Name and Incorporation

The legal name of this organization is The American Society of Plant Taxonomists, Inc.; it is known as The American Society of Plant Taxonomists (ASPT), hereinafter called the "Society." The Society shall be and was incorporated in the State of Wyoming with Certificate of Incorporation 1996-00311942.

Article II. Purpose and Definition

The Society is organized to foster, encourage, and promote education and research in the field of plant taxonomy, broadly defined to include those areas and fields of study that contribute to and bear upon biotic diversity and evolution, systematics, nomenclature, botanical collections, and herbaria.

Article III. Membership

1. Types of membership. – Any person or corporation interested in the purposes of the Society is eligible for a type of membership as defined below. Libraries and institutions are not eligible for membership but may subscribe to the Society's publications. Persons interested in Regular, Student/Postdoc, Developing Country, Family, Emeritus, Retired, or Life membership should apply to the Treasurer, with payment of current annual dues. Corporations may apply for either Corporate Membership or Corporate Sponsorship, also by payment of current annual dues to the Treasurer, as specified below. Emeritus, Corresponding, and Patron Members shall be designated as described below.

A. Regular Members. – Persons who are interested in any aspect of plant taxonomy and who shall pay dues as determined by the Council.

B. Student/Postdoc Members. – Students and Postdocs interested in plant taxonomy and who are enrolled in a degree-granting institution and/or working in an academic or research institution may qualify for Student/Postdoc membership at a rate not to exceed one-half the dues of Regular Members, by submitting an application with confirmation of status by a faculty advisor or supervisor.

C. Developing Country Members. – Employees of an institution in a developing country may qualify for Developing Country membership at a rate not to exceed three-quarters the dues of Regular Members. Each year, the ASPT Council will refer to the World Bank lists to determine the countries that qualify for the reduced rate.

D. Family Members. – Two individuals in the same household may apply for Family Membership, which gives benefits of membership to both individuals. The rate of their dues is not to exceed one and one-quarter the cost of individual dues.

E. Retired Members. – Members who have officially retired from professional duties may qualify for Retired membership and shall receive an online subscription to *Systematic Botany* on annual payment of dues not to exceed three-quarters of the dues of Regular Members.

F. Emeritus Members. – Members who have officially retired from professional duties, and have paid dues for 25 years or more, shall, upon application to the Treasurer, be granted Emeritus Membership for life. Such members shall receive online access to *Systematic Botany* and pay no annual dues.

G. Corresponding Members. – Distinguished international scientists whose work has notably advanced plant taxonomy, upon recommendation of the Membership Committee, approval by the Council, and election by the membership at an annual Corporate Business Meeting, may be designated Corresponding Members for life. The number of Corresponding Members shall not exceed one percent of the Society membership at the time of such recognitions. They shall not pay any dues and shall be entitled to all publications and benefits received by Regular Members.

H. Patrons. – Individuals whose unusually generous gifts have notably assisted the Society in the furtherance of its objectives may be recognized by the Council as Patrons for life. They shall not pay any dues and shall be entitled to all publications and benefits received by Regular Members.

I. Life Members. – Individuals are granted membership for life upon payment of \$1000; a Family Life membership is granted upon payment of \$1250.

J. Corporate Membership/Sponsorship. – Any corporation wishing to affiliate itself with the Society may apply for Corporate Membership or Corporate Sponsorship. Dues for a Corporate membership are \$500 per year while dues for a Corporate Sponsorship are \$1,000 per year. Corporate Members and Sponsors will be listed in each issue of *Systematic Botany* and are entitled to all publications and benefits received by Regular Members. Corporate Sponsors will be granted advertising space on the Society's Website.

2. Rights. – All members in good standing shall have full and equal voting rights, the right to participate in any membership function, and shall receive the Society's publications as specified in these Bylaws or, when unspecified, at a cost determined by the Council.

3. Resignation. – Resignation from membership shall be sent to the Treasurer. A member who resigns while in good standing may reapply. Upon resumption of membership such members will retain their former membership status and accumulated years of membership.

Article IV. Officers and Council

1. Officers. – The elected officers of the Society shall be the President, President-Elect, and Past President and the Diversity Coordinator. The appointed officers shall be the Secretary, Program Director, Treasurer, Finance Committee Chair, Communications Coordinator, and Editors-in-Chief of *Systematic Botany* and *Systematic Botany Monographs*.
2. Council. – The Council shall consist of the President, President-Elect, Past President, Diversity Coordinator, Secretary, Program Director, Treasurer, Finance Committee Chair, Communications Coordinator, Editor-in-Chief of *Systematic Botany*, Editor-in-Chief of *Systematic Botany Monographs*, and six members-at-large elected from the membership of the Society. Appointed officers are non-voting members of the Council; however, they may offer and second motions at Council Meetings.
3. Terms of Office. – Official terms of office after election or appointment shall commence on 1 September. The President-Elect shall serve for one year and then shall serve for an additional two years, one year as President and one year as Past President. The newly elected members-at-large of the Council shall serve for three years. With the exception of the Editors-in-Chief, the appointed officers shall serve for three years and shall be eligible for reappointment. Reappointment after six years shall be by approval of a two-thirds majority of the Council. Editors-in-Chief of *Systematic Botany* and *Systematic Botany Monographs* shall serve for four calendar years and shall be eligible for reappointment.
4. Vacancies and absences. – In the event of a vacancy in the office of President, the President-Elect shall vacate that office and serve the unexpired presidential term, followed by the regular one-year term. In the event of a vacancy in the office of President-Elect, the Council, at its discretion, shall call for a special election or leave the office vacant until filled at the next annual election. In the event of a vacancy in the office of Past President, the President, with the approval of the Council, will act to assure that the functions of the Past President are carried out. Any vacancy occurring among the members-at-large of the Council shall be filled by Presidential appointment, with the approval of the Council, until the vacancy can be filled at the next annual election. Any vacancy among the appointed officers shall be filled immediately by the President with the approval of the Council. Elected members of the Council who cannot attend a duly scheduled meeting may designate a proxy by notifying the President, or failing this, the President shall appoint a member to act as proxy.

Article V. Duties of Officers and Members-at-Large of the Council

1. President. – The President shall preside at all meetings of the Society and of the Council and shall be a voting member. The President shall represent the Society on all appropriate occasions and shall make such appointments, subject to approval of the Council, as are necessary and appropriate. The President shall report on the affairs of the Society at the annual Corporate Meeting and shall report to the membership on (a) the past year's operation, (b) the present financial position of the Society, (c) the budget for the next fiscal year, and (d) other matters of concern to the Society. The President shall

be an ex officio member of all Committees. Other duties of the President are specified in Articles VI, VII, VIII, and XIII.

2. President-Elect. – The President-Elect shall serve as a voting member of the Council and shall assume the duties of the President in the absence (for vacancy, see Article IV, 4) of the President. It is the duty of the President-Elect to make appointments to Committees, local representative for the annual meeting, representatives to affiliated societies, and any appointed offices prior to the annual meeting and submit these to the Council for approval. The President-Elect shall deliver the address at the annual dinner.

3. Past President. – The Past President shall serve as a voting member of the Council and shall chair the Nominations Committee.

4. Diversity Coordinator. – The Diversity Coordinator, an elected and voting member of the Council, is responsible for developing and executing initiatives associated with recruiting and retaining diversity and with equity and inclusion, extending to all members of the Society. The Diversity Coordinator works with the Diversity Committee to develop and implement initiatives, define and respond to the needs of the Society with respect to bias and equity, and build a strong foundation for best practices of equity and inclusion for all Society functions.

5. Secretary. – The Secretary, a non-voting member of the Council, shall attend the meetings of the Council and of the Society and keep the record of proceedings in official minutes, shall provide all election materials (see Article VII, 1), minutes of Corporate Meetings, announcements, and other communications to the membership; shall maintain close contact with all Committees and shall report annually to the Council. The Secretary shall keep on file a copy of the Certificate of Incorporation and shall comply with its requirements for good standing; the Secretary shall be responsible for communicating records of the Society to its official Archives, and serve as a member of the Communications Committee.

6. Program Director. – The Program Director, a non-voting member of the Council, shall arrange the scientific program for the annual meeting, and make arrangements for the Council meeting and the annual Corporate Meeting, coordinating these activities with the program directors of other societies that may be participating in the annual meeting. The Program Director shall present to the Council for its approval any proposed symposia or colloquia for the following year.

7. Treasurer. – The Treasurer, a non-voting member of the Council, is the chief fiscal management officer of the Society and is responsible for the development of fiscal policy and long-term fiscal planning. The Treasurer shall be responsible for the Society's funds, and shall keep the financial records of the Society. All funds, securities, and other investments of the Society shall be deposited in the name of the Society in recognized financial institutions. The Treasurer shall be responsible for handling the routine financial and membership aspects of the Society's affairs, the receipt and disbursement of all Society funds (except those for which other provisions have been made), including those

for the costs of publication. The Treasurer shall have charge of billing and receipt of dues, receive applications of new members, and maintain all necessary mailing lists. The Treasurer shall submit an annual financial report for the past year and Budget for the coming year to the Council and Society at their annual Meetings. Upon assuming office the Treasurer shall be bonded. The Treasurer shall submit the financial records of the Society for examination by a certified public accountant in even-numbered years.

8. Editor-in-Chief of *Systematic Botany*. – The Editor-in-Chief of *Systematic Botany*, a non-voting member of the Council, is responsible for the editorial policy, editing, and timely publication of this official publication of the Society. Subject to approval by the Council, the Editor-in-Chief may appoint a Managing Editor whose duties will be specified by the Editor-in-Chief. The Editor-in-Chief of *Systematic Botany* shall chair the Editorial Committee of *Systematic Botany* and shall serve, ex officio, on the Editorial Committee of *Systematic Botany Monographs*. The Editor-in-Chief and Managing Editor serve 4-year terms, at the pleasure of the Council.

9. Editor-in-Chief of *Systematic Botany Monographs*. – The Editor-in-Chief of *Systematic Botany Monographs*, a non-voting member of the Council, is responsible for editorial policy, editing, and timely publication of this official publication of the Society. Subject to approval by the Council, the Editor-in-Chief may appoint a Managing Editor whose duties will be specified by the Editor-in-Chief. The Editor-in-Chief of *Systematic Botany Monographs* shall chair the Editorial Committee of *Systematic Botany Monographs* and shall serve, ex officio, on the Editorial Committee of *Systematic Botany*. The Editor-in-Chief and Managing Editor serve 4-year terms, at the pleasure of the Council.

10. Communications Coordinator. – The Communications Coordinator, a non-voting member of the Council, is responsible for communicating news and announcements to the Society membership through the Website, email, and appropriate social media. The Communications Coordinator works with the Communications Committee to identify news and information of interest to Society members.

11. Councilors. – The elected members-at-large of the Council shall serve as voting members of the Council during their terms of office (for duties of the Council see Article VI, 1).

12. Finance Committee Chair. – The Finance Committee Chair, a non-voting member of the Council, is responsible for working with the Finance Committee to provide prudent stewardship of Society investments based on Council-approved criteria for investment decisions, and advises the Council on sustainable use of investment income. The Chair prepares a quarterly report on Society investments, including recommendations on proposed sales and purchases when relevant.

13. Business Manager. – The Business Manager shall supervise or carry out policies and directives of the Council. The Business Manager shall carry out assignments of tasks and duties to facilitate the work of especially the President, Secretary, and Treasurer, and also

of Society Committees on occasion, and make such reports, recommendations, and suggestions to the Council as shall be judged to be for the benefit of the business of the Society.

Article VI. Management and Meetings

1. Council duties. – The Council shall be the managing body of the Society, with decisions determined by majority vote except as otherwise specified in these Bylaws. The Council shall be responsible for matters of policy and procedure in all actions taken between annual Corporate Meetings. It shall have jurisdiction over finances and publications. It shall approve appointments by the President or President-Elect of Appointed Officers and Committee chairs and members. The Council shall determine the duties of the Committees beyond those outlined in these Bylaws. It shall receive and act on the annual Budget prepared by the Treasurer. It shall consider proposals from any member of the Society.

2. Council meetings. – The President (or, if absent, the President-Elect) shall chair the Council and shall preside at the meetings, and if neither person is present, the Council shall elect the Chair from among those present. The annual meeting of the Council shall be held in conjunction with the annual Corporate Meeting of the Society. Additional meetings may be held at the call of the President at any other time and place. Two-thirds of the voting members of the Council, in person or by proxy, shall constitute a quorum. All Committee members and representatives from affiliated societies shall be eligible to attend Council meetings. The President may also invite additional attendees.

3. Changing Council actions. – The actions of the Council may be amended at the annual Corporate Meeting of the Society by a two-thirds majority of the members present at the Corporate Business Meeting.

4. Council activities between meetings. – On request of the President, the Secretary shall send to each member of the Council pertinent information about matters of concern. Between annual Corporate Meetings, the Council may vote on matters deemed by the President to require immediate action. Objection by three voting members shall defer action to the next Council meeting.

5. Corporate meetings. – The Society shall hold an annual Corporate Meeting, the time and place of which shall be determined by the Council. In an emergency, as determined by a two-thirds majority of the Council, the annual Corporate Meeting may be canceled. The annual Corporate Meeting shall consist of a Scientific Program, an Annual Dinner, and a Corporate Business Meeting. Special meetings may be called at the discretion of the Council. Due notice of the place, date, and hour of every Corporate Meeting shall be given at least 45 days before such meeting. All members of the Society attending the Corporate Business Meeting shall constitute a quorum.

6. Resolutions. – Any member may offer a resolution to be moved, seconded, amended, debated, and voted upon at the annual Corporate Business Meeting. If the resolution shall

amount to an amendment to these Bylaws, or is in apparent violation of them, and thus affects the management of the Society, action must be postponed until the next annual Corporate meeting, and the resolution distributed to the membership at least 60 days before that meeting.

Article VII. Elections and Appointments to Office and Nominations

1. Elections. – The President-Elect and members-at-large of the Council shall be elected by Society members in an annual election conducted by secure, on-line voting. The Nominations Committee shall nominate two eligible members of the Society for the Office of the President-Elect and each vacancy among the members-at-large of the Council. The Committee shall solicit nominations from the membership in the fall. In selecting nominees the Committee shall give due consideration to equitable representation, including the geographic distribution of the membership and its interests in various aspects of plant taxonomy. The Committee Chair shall submit the Committee's report to the President for ratification by the Council. Nominees must certify their willingness to stand for election. The Secretary shall provide access to on-line voting and a brief biographical sketch of each candidate to the membership in the spring of the year and shall allow one month for voting to take place. The Secretary shall tabulate and record the votes and shall notify the Council of the election results, and announce the results at the annual Council and Corporate Business meetings. The President shall notify candidates of the outcome of the election following notification of the Council. Candidates for Council member-at-large vacancies, should there be more than two vacancies, shall be ranked by length of term; the candidates with the highest number of votes shall take the longest vacancies in order until all vacancies are filled. Ties will be resolved by the Council.

2. Appointments. – The appointed officers shall be appointed by the President-Elect with approval by the Council. Vacancies in appointed offices and the Council shall be filled by the President as stipulated in Article IV, 4.

3. Eligibility. – A nominee or appointee for office must have been a Society member for at least one year prior to nomination or appointment and must be willing to stand for election or to serve if appointed. No elected officer or member-at-large of the Council shall be eligible for re-election to the same office.

Article VIII. Committees

1. Standing committees. – The Society shall maintain the following standing Committees, by appointment of the President-Elect with approval of the Council, as described below. The Committees shall be provided with such needed financial support, to be designated in the Budget, as the funds of the Society may warrant. Committee appointments are for a term of three years except where otherwise specified or implied, beginning on 1 September. In addition to the regular Committee members each Committee may include up to two ad hoc members when judged appropriate by the Council. Committee members shall be members of the Society in good standing and shall be eligible for reappointment

except in cases noted below. All Committees shall be advisory in character and shall report to and act under the direction of the President with the advice of the Council.

A. Nominations. – The Nominations Committee shall consist of the Past President or designated replacement as the Chair and four other members, no more than one of whom shall be appointed for a second consecutive term. One of the three appointed members will be designated as Diversity Liaison to serve on the Diversity Committee. The Nominations Committee shall be responsible for nominations for the offices of President-Elect, Diversity Coordinator, and members-at-large of the Council.

B. Honors. – The Honors Committee shall consist of three appointed members, one of whom is a Council member-at-large and another designated Diversity Liaison. Each appointed member will serve a three-year term.

The Honors Committee Chair will receive applications or nominations for the following awards: Asa Gray, Peter Raven, Engagement and Excellence in Plant Systematics Education Award, and the Undergraduate Research Prize. The Committee may annually make selections for the following: 1) The Asa Gray Award, subject to confirmation by the Council; 2) The Peter H. Raven Scientific Outreach Award, subject to confirmation by the Council; 3) other such awards as may be approved by the Council (see article XI for the full list of awards). The Committee Chair will be responsible for informing the Nominator for the Asa Gray Award and for the Peter Raven Award that they are responsible for preparing biographical statements on the Awardee for presentation at the annual banquet and for publication in *Systematic Botany*, and/or they can work with the Public Relations Committee to prepare press releases. The Honors Committee Chair will secure ad hoc judges for the Cooley Award talks at the annual meeting. The Chair is responsible for convening the judges, selecting the winner, and communicating that information to the Society President. The three members of the Honors Committee shall serve as judges for the Cooley Award. The Diversity Liaison will serve on the Committee and work to effect best practices of equity and inclusion.

C. Graduate Research Grant Committee. – The Graduate Research Grant Committee shall consist of three appointed members, one of whom is a Council member-at-large and another designated Diversity Liaison. Each appointed member will serve a three-year term.

The Graduate Research Grant Committee is responsible for receiving applications for the Graduate Research Awards. The members of the Graduate Research Grant Committee will serve as reviewers of graduate student research award proposals. The Chair of the Committee will appoint additional reviewers as necessary to evaluate the graduate student research grant proposals. The Diversity Liaison will serve on the committee and work to effect best practices of equity and inclusion.

D. Environment and Public Policy. – The Environment and Public Policy Committee shall consist of three appointed members, selected for broad geographical representation, and as ex officio members each ASPT representative to affiliated societies. Each appointed member shall serve a three-year term, one retiring each year. Normally, the

member serving his or her third year shall preside as the Chair of the Committee. One of the three appointed members will be designated as Diversity Liaison to serve on the Diversity Committee. The Committee shall be responsible for formulating environmental and public policies and resolutions, keeping the Society informed on such matters, and helping the President represent the Society in these areas.

E. Promotional Materials. – The Promotional Materials Committee shall consist of three members. Each member shall be appointed for a three-year term, one retiring each year. Normally, the member serving his or her third year shall preside as Chair of the Committee: The outgoing chair shall remain on the committee as a fourth, ex officio member. One of the three appointed members will be designated as Diversity Liaison to serve on the Diversity Committee. The Committee shall manage promotional activities at the annual meeting, such as the ASPT exhibitor's booth and auction.

F. Publications Committee. – The Publications Committee shall consist of three members appointed for three-year terms, one retiring each year. Normally the member serving his or her third year shall preside as the Chair of the Committee. One of the three appointed members will be designated as Diversity Liaison to serve on the Diversity Committee. The Committee shall be responsible for advising the Editors-in-Chief and Council on matters related to scientific publishing. The Committee may be called upon to assist in searching for new Editors-in-Chief or Managing Editors.

G. *Systematic Botany*. – The *Systematic Botany* Editorial Committee shall consist of the Editor-in-Chief of *Systematic Botany* as the Chair, the Managing Editor of *Systematic Botany*, and all Associate Editors, each serving a four-year term beginning January 1 and ending December 31, with new members appointed each year as deemed necessary by the Editor-in-Chief of *Systematic Botany*. The Editor-in-Chief and Managing Editor of *Systematic Botany Monographs* are ex officio members. Associate Editors shall be members in good standing of the Society.

H. *Systematic Botany Monographs*. – The *Systematic Botany Monographs* Editorial Committee shall consist of the Editor-in-Chief of *Systematic Botany Monographs* as the Chair, the Managing Editor of *Systematic Botany Monographs*, and all Associate Editors, each serving a four-year term, with two new members appointed each year. The Editor-in-Chief and Managing Editor of *Systematic Botany* are ex officio members. Associate Editors shall be members in good standing of the Society.

I. Systematic Collections. – The Systematic Collections Committee shall consist of three members. Each member shall be appointed for a three-year term, one retiring each year. Normally, the member serving his or her third year shall preside as Chair of the Committee. One of the three appointed members will be designated as Diversity Liaison to serve on the Diversity Committee. In addition, the Society representatives to appropriate organizations, such as the Society for the Preservation of Natural History Collections, Natural Science Collections Alliance, and the Society of Herbarium Curators, shall serve as ex officio members. The Committee shall be responsible for informing the Society on matters of interest concerning systematic collections, helping

provide a liaison with other societies concerned with systematic collections, and obtaining and publishing information about systematic collections when necessary.

J. Website. – The Website Committee shall consist of three members: the Webmaster, with a three-year term, and two additional members, with staggered three-year terms. One of the three appointed members will be designated as Diversity Liaison to serve on the Diversity Committee. The Communications Coordinator is an ex officio member of the Committee. The Webmaster shall serve as the Chair of the Committee, and shall be responsible for maintenance of the Society Website. The Committee shall oversee the development and content of the Website, and shall advise the Society on matters of Website policy.

K. Finance. – The Finance Committee shall consist of four members: the Chair with a three-year term, and three additional members, with staggered three-year terms; the Society Treasurer will serve as an ex officio member of the Committee. The Committee shall be responsible for implementation of investment strategy as approved by the Council. The Committee provides prudent stewardship of Society investments based on Council-approved criteria for investment decisions and advises the Council on sustainable use of investment income.

L. Membership. – The Membership Committee shall consist of three members appointed for three-year terms, one retiring each year. Normally the member serving his or her third year shall preside as the Chair of the Committee. One of the three appointed members will be designated as Diversity Liaison to serve on the Diversity Committee. The Committee shall be responsible for promoting membership, especially to students, and administering the ASPT Student Travel Grant program. The Committee also shall be responsible for recommending new Corresponding Members to the Society, subject to ratification by the Council and election by the membership at the annual Corporate Business Meeting. The Committee shall prepare information on Corresponding Members for publication in *Systematic Botany*.

M. Public Relations. – The Public Relations Committee shall consist of three members appointed for three-year terms, one retiring each year. Normally the member serving his or her third year shall preside as the Chair of the Committee. One of the three appointed members will be designated as Diversity Liaison to serve on the Diversity Committee. The Committee shall be responsible for raising the profile of plant systematics research, collections, and education outside of Society.

N. Communications. – The Communications Committee shall consist of the Communications Coordinator, as Chair, with a three-year term, the Webmaster, and Secretary. The Editors-in Chief of *Systematic Botany* and *Systematic Botany Monographs* and the chairs of all standing committees are ad hoc members. The Committee shall be responsible for identifying news and information that is of interest to the membership and communicating it through the Website, email, and appropriate social media.

O. Diversity, Equity and Inclusion. – The Diversity Committee shall consist of the Diversity Coordinator, as Chair, with a three-year term, and a designated Liaison from each of the following standing committees: Nominations, Honors, Graduate Research Grant, Environment and Public Policy, Promotional Materials, Publications, Systematic Collections, Website, Public Relations and Membership. The committee shall be responsible for defining and executing best practices for equity and inclusion, including the development of new initiatives that serve every aspect of the Society’s function, and for identifying areas in which the Society can grow and maintain its membership as a diverse and inclusive organization. The Committee will proactively serve the membership, especially those who are marginalized, in issues pertaining to biases and equity.

2. Ad hoc committees. – Special ad hoc committees may be authorized by the Council when necessary. Such committees shall be appointed by the President or President-Elect, with approval by the Council, for one-year terms. The Council shall annually review the need for each special committee and may authorize its continuance or dissolution.

Article IX. Finances

1. Dues. – Annual dues depend upon type of membership. They shall be determined, on advice of the Treasurer and recommendation of the Council, by majority vote of those members present at an annual Corporate Business Meeting. Dues shall be payable in advance by 1 January of each year. Notification of established dues shall be posted on the Society Website. Dues notices will be mailed by the Business Manager by 1 November.

2. Arrears. – Members whose dues have not been paid by 1 January are in arrears and shall be sent notification of delinquency by the Business Manager by 15 February. If their dues have not been paid by 1 April they shall be automatically terminated from membership in the Society. Terminated members may rejoin and shall retain their former membership status and accumulated years of membership, but shall not be eligible for the Society's publications at the cost to members for the period during which membership lapsed.

3. Budget. – An annual Budget, which outlines the major categories of expenditure for the next calendar year, shall be prepared by the Treasurer, in consultation with the President. It shall be submitted to the Council for approval before the annual Corporate Meeting or not later than 1 September. Financial obligations beyond the actual unencumbered content of the Treasury shall not be incurred.

4. Gifts. – The Society, at the discretion of the Council, may accept gifts and bequests (see Article III, 1, H).

Article X. Publications

The official publications of the Society shall include *Systematic Botany* and *Systematic Botany Monographs*. The Council may authorize other publications within the needs and resources of the Society.

Article XI. Awards

1. Asa Gray Award. – The Asa Gray Award may be bestowed annually by the Society upon an individual for outstanding accomplishments pertinent to the goals of the Society. The awardee need not be a member of the Society. The awardee shall be recognized at the Annual Dinner and in *Systematic Botany* (see Article VIII, 1, B).

2. Peter H. Raven Scientific Outreach Award. – The Peter H. Raven Scientific Outreach Award may be bestowed annually by the Society upon a plant systematist for exceptional outreach activities that advance the public's understanding of plant systematic work and its value to society, and promote the discipline of plant systematics. The awardee shall be recognized at the Annual Dinner and in *Systematic Botany*.

3. George R. Cooley Award. – The George R. Cooley Award may be bestowed annually by the Society upon a botanist in the early stages of his/her career who is judged to have presented the best paper in plant systematics at the Annual Meeting. Members of the Society who are graduate students or in their first year post conferral of the Ph.D. are eligible. Excellent talks presenting research that is substantially complete, synthetic, and original have been received positively by Cooley Award judges. The research presented, even if collaborative, should be significantly that of the eligible individual, who will be the senior author in most cases. Only one talk per person may be judged in each annual competition, and an individual may win the award only once.

4. Distinguished Service Award. – The Distinguished Service Award may be bestowed occasionally for outstanding service to the Society and/or the discipline of plant systematics. Nominations shall be made directly to the Council, which will evaluate and approve nominations for the award. The awardee shall be recognized at the Annual Dinner and in *Systematic Botany*.

5. Undergraduate Research Prize (URP) - Up to three prizes (\$300 each) will be awarded for an outstanding, independent research project in plant systematics (broadly interpreted) completed by an undergraduate student. Applicant must be a current or former student who completed the research as an undergraduate within the last two years, with the guidance/mentorship of a Society member. A Society member in good standing must nominate the student by completing an application form, and by writing a nomination letter in support of the student.

6. Engagement and Excellence in Plant Systematics Education Award (EEPSEA)
- One prize (\$500) will be awarded to an educator who has implemented or developed innovative resources for engaging students in plant systematics (broadly interpreted): undergraduate and/or graduate students and in the classroom, laboratory, or outreach setting. Applicants must be an ASPT member and teach at the undergraduate and/or

graduate level and may be at any stage in her/his career. Mechanisms for engagement can range from (but are not limited to): whole course syllabi; online teaching materials; software packages; multimedia exercises; classroom, lab, or field modules; textbooks; digital resources; and information manuals. Ideally, any teaching innovation can be shared freely with the Society to enhance botanical education worldwide. Applicant can be either self-nominated or nominated by a Society colleague.

7. Congressional Visits Day Grant. - The Congressional Visits Day Grant may be bestowed annually for an ASPT member to represent ASPT at an American Institute of Biological Sciences (AIBS) sponsored event in Washington, D.C., each spring. This event orchestrates group visits to offices of state representatives and members of Congress on The Hill to impress upon them the importance of plant science, adequate governmental funding, and policy issues related to plant science. The Environment and Public Policy Committee of the Society will solicit applications and choose an awardee based on the applicants' essay on public policy and plant sciences. This grant reimburses travel, food, and lodging for the event. The awardee shall write a summary for the public illustrating the experience, and be recognized at the Annual Dinner.

8. Botany Advocacy Leadership Grant - The Botany Advocacy Leadership Grant may be awarded annually to a Society member who wishes to fund efforts that would contribute to shaping public policy or conservation efforts related to plant sciences. The Environment and Public Policy Committee of the Society will solicit applications and choose an awardee based on the proposed project, the anticipated impact, and budget of how the funds will be used. The awardee will be required to submit a brief summary of their activities with an image to the Plant Science Bulletin (PSB) and Society Website. The Public Policy Committee of the Botanical Society of America matches this grant in funds. Examples of fundable projects include: founding or expanding a native plant society or enhancing its activities; hosting a lecture series on plant conservation issues; leading campaigns or holding events that spread awareness of plant-related public policy issues (e.g., conservation of native species, control of invasive species, land use management); organizing local plant conservation events, such as removal of invasive species, planting a native garden, or restoration of native communities; and travelling to meet with local or state representatives to lobby for legislation or other initiatives that benefit plant conservation, plant science research and education, or collections. The awardee will be recognized at the Annual Dinner.

9. Other Awards. – Other awards may be made by the Society, as determined by the Council (see also Articles III, 1, G and VIII, 1, B).

Article XII. Affiliation

The Council may arrange for the Society to be affiliated with or to have representation to appropriate societies or organizations, provided that the Society retains its individuality. Societies and organizations with which the Society may be affiliated or represented shall have relevance to plant taxonomy. The Society may become a member or be affiliated with such organizations as the American Institute of Biological Sciences (AIBS), the

American Association for the Advancement of Science (AAAS), Southern Appalachian Botanical Society, and the Natural Science Collections Alliance (NSCA).

Article XIII. Amendments

Amendments to these Bylaws may be proposed in writing by any member or ad hoc Bylaws Committee of the Society to the President, who shall submit them to the Council for consideration and vote. Proposed amendments that have been approved by two-thirds majority of the Council shall be submitted to the membership for vote. Approval by a majority of the membership voting within 30 days of commencement of the voting period is required for adoption of proposed amendments.

Article XIV. General Prohibition

Notwithstanding any provision of these Bylaws which might be susceptible to a contrary construction:

1. The Society shall be organized and operated exclusively for educational and scientific purposes.
2. No part of the assets of the Society shall, or may under any circumstances, inure to the private benefit of any member, officer, or individual.
3. No substantial part of the activities of the Society shall consist of carrying on propaganda, or otherwise attempting to influence legislation.
4. The Society shall not participate in, or intervene in (including the publishing or distributing of statements), political campaigns on behalf of any candidates for public office.
5. The Society shall not be organized or operated for profit.
6. The Society shall not:
 - a) lend any part of its income or corpus, without the receipt of security and a reasonable rate of interest to;
 - b) pay any compensation, in excess of a reasonable allowance for salaries or other compensation for personal services actually rendered to;
 - c) make any part of its services available on preferential bases, to;
 - d) make any purchase of securities or any other property, for more than adequate consideration on money or money's worth from, to;

e) sell any securities or other property for less than adequate consideration in money or money's worth to; or

f) engage in any other transactions that result in a substantial diversion of its income or corpus to any member, officer, member of the Council, or substantial contributor to the Society.

The prohibitions contained in this subsection (6) do not mean to imply that the Society may make such loans, payments, sales or purchases from or to anyone else, unless such authority be given or implied by other provisions of these Bylaws.

Article XV. Distribution on Dissolution

Upon dissolution of the Society, the Council shall distribute the assets and accrued income to one or more organizations as determined by the Council, but which shall be dedicated to similar purposes and qualified for exemption under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or under such successor provision of the Code as may be in effect at the time of the Society's dissolution or termination, and which shall meet the limitations presented in Article XIV, immediately preceding.