

## **BYLAWS**

### **ARTICLE I: NAME AND PURPOSE**

1. The name of this organization shall be the Society for Industrial and Organizational Psychology, Inc. (hereinafter referred to as "SIOP" or the "Society").
2. Its mission is to enhance human well-being and performance in organizational and work settings by promoting the science, practice, and teaching of Industrial and Organizational Psychology. Towards this end, the Society:
  - 2a. supports SIOP members in their efforts to study, apply, and teach the principles, findings, and methods of Industrial and Organizational Psychology;
  - 2b. provides forums for Industrial and Organizational Psychologists to exchange research, insights, and information related to the science, practice, and teaching of Industrial and Organizational Psychology;
  - 2c. identifies opportunities for expanding and developing the science and practice of Industrial and Organizational Psychology;
  - 2d. monitors and addresses challenges to the understanding and practice of Industrial and Organizational Psychology in organizational and work settings;
  - 2e. promotes the education of current and future Industrial and Organizational Psychologists;
  - 2f. promotes public awareness of the field of Industrial and Organizational Psychology.
  - 2g. fosters cooperative relations with allied groups and professions;
  - 2h. encourages its members to uphold the provisions of the American Psychological Association's Ethical Principles of Psychologists and Code of Conduct, which have been adopted as the ethical code of the Society;
  - 2i. contributes to the broad advancement of psychology.

The purposes for which this corporation is formed are purely scientific, professional, and educational and not for financial gain, and no financial gain shall ever accrue to any member of this Corporation, nor any other person or institution, in the conduct of same.

### **ARTICLE II: MEMBERSHIP**

1. The Society shall have four categories of membership: Society Member, Society Fellow, Society Associate, and Society Student Affiliate. Criteria for membership are specified in the following definitions of each membership category.
2. Society Member status shall be open to applicants who satisfy the conditions stated below.
  - 2a. The minimum standard for election to Society Member status shall be:
    1. The receipt of an earned doctoral degree based in part upon a psychological dissertation conferred by a university that is regionally accredited, or that has achieved such accreditation within five years of the year the doctoral degree was granted, or a graduate program in a university of equivalent standing outside the United States.
    2. Engagement in professional activities, as demonstrated by research, teaching, and/or practice, which are related to the purpose of the Society as stated in Article I, Section 2. Such activities may be performed in a variety of settings, such as private business or industry, educational institution, consulting firm, government agency, public service, foundation, or self-employment.
  - 2b. The minimum standard for Society Associates who wish to apply for election to Society Member status shall be meeting eligibility requirements established by the Executive Board.
  - 2c. Society Members shall be entitled to the rights and privileges of the Society without restriction. The des-

ignation "Society Member" as used in these Bylaws shall be deemed to include Society Fellows, except where there is an express provision to the contrary.

3. Society Fellows shall be distinguished researchers and professionals who have made an unusual and outstanding contribution to the field.
  - 3a. As evidence of having made an unusual and outstanding contribution to industrial-organizational psychology, a candidate for Society Fellow status must have done work that is widely recognized and accepted by other members of the Society as having advanced their own thinking and practice. In order for this impact to have occurred, it is generally expected that the individual will have generated new knowledge, formulations, of programs that contribute to theory, methods, or practices relevant to industrial-organizational psychology, and that these contributions will have been set forth in publications generally available to the profession or otherwise widely communicated through means such as participation in the programs and meetings of professional groups or associations.
  - 3b. Society Fellows shall at the time of their election to Society Fellow status have been Society Members for no less than two years. Society Fellows who are also members of the APA, APS, CPA, or EAWOP may seek Fellowship status in those organizations, but such Society Fellows must also be approved by those organizations for Fellowship status. Society Fellows who have not also been approved for Fellowship status in the APA, APS, CPA, or EAWOP applied for on the basis of their SIOP membership may only refer to themselves as being Fellows of SIOP but not of these other associations.
  - 3c. Society Fellows shall be entitled to the rights and privileges of the Society without restriction.
4. Society Associates who do not meet the requirements for Society Member status as stated in Article II, Section 2, shall satisfy the conditions stated below.
  - 4a. Society Associates shall be presently engaged primarily in professional or graduate work related to the purpose of the Society as stated in Article I, Section 2.
  - 4b. The minimum standard for election to Society Associate status shall be (a) Engagement in professional activities as described in Article II, Section 2.a.2. and completion of at least two years of graduate work in Psychology in a regionally accredited graduate school or (b) Completion of a Master's degree in psychology from a regionally accredited graduate school plus professional activities as described in Article II, Section 2.a.2.
  - 4c. Society Associates may not vote or hold office in the Society but are entitled to all rights and privileges of the Society not specifically denied them by these Bylaws.
5. Society Student Affiliates shall be students presently engaged in formal study related to the purpose of the Society as stated in Article I, Section 2e.
  - 5a. Society Student Affiliates may not vote or hold office in the Society, but they are invited to participate in the Society's program of activities.
6. The Membership Committee of the Society will review applications and make recommendations for Society Member and Society Associate status in the Society. Applicants will be notified of the decision in a timely manner.
  - 6a. Rejected applicants may resubmit their application with additional supporting information.
  - 6b. Society Associates who meet the standards for Society Member status will be so advanced upon application to and recommendation by the Membership Committee.
7. The Fellowship Committee of the Society will review the qualifications of all persons nominated for Society Fellow status. A Society Member may be nominated for Society Fellow status by either a Society Member or

a Society Fellow. SIOP Fellow applicants must be sponsored by three Society Fellows. The nominator may be one of the sponsors if they are a Society Fellow. Candidates for Fellow status may specify in their application if they are also applying for new Fellowship status in another association. Such applicants must also comply with the procedures prescribed for new Fellows by the organization to which the nomination is being made. Persons who are approved for SIOP Fellow status but not for Fellowship status in another association may not refer to themselves as being a Fellow in the other association(s).

- 7a. The Fellowship Committee will submit recommendations to the Executive Board; the Executive Board will act upon the recommendations of the Fellowship Committee and will approve candidates.
  - 7b. Approved candidates seeking fellow status in another organization may be recommended by the Society to the intended organization for final approval.
  - 7c. If a nominee for Society Fellow status is not approved by the Executive Board, or if a candidate for another organization fellowship is not approved by the organization to which the nomination is submitted, the Chair of the Fellowship Committee notifies the nominator.
8. All elections to membership are not effective until payment of dues and by satisfying any other regulations established by the membership of the Society.
  9. A Society Fellow, Member, Associate, or Student Affiliate may be dropped from membership for conduct which tends to injure the Society, or to affect adversely its reputation, or which is contrary to or destructive of its purpose, or on the basis of violations of the Society's ethics code, anti-harassment policy, or similar board-approved policy. Investigations and taking of actions will be governed by rules and procedures established by the Executive Board.
    - 9a. If revocation of membership or restrictive disciplinary action is being considered following a completed investigation, those who are implicated will have an opportunity to appeal to the Executive Board before a vote on the restriction is taken. All restrictive disciplinary decisions approved by the Executive Board will be final.

### **ARTICLE III: OFFICERS**

1. The officers of this organization shall be: a President, a President-Elect, the immediate Past-President, a Financial Officer/Secretary, and nine elected members of the Executive Board, together with the Division Representatives to the APA Council of Representatives provided by the APA governing documents.
2. The Division Representatives to the APA Council of Representatives shall be elected according to the governing documents and regulations of APA.
3. It shall be the duty of the President to preside at all meetings of the Society, to act as chair of the Executive Board, to exercise general supervision over the affairs of the Society, and to be an ex-officio member of all committees.
4. It shall be the duty of the President-Elect to serve on the Executive Board and to preside in the absence of the President, to chair the Election Committee, and to carry out such other duties as may be delegated by the President.
5. Each of the nine elected members of the Executive Board, as well as the officer elected to the position of Financial Officer/Secretary, shall perform such duties as specified in these bylaws and other Society governing documents.
6. It shall be the duty of the Financial Officer/Secretary to have executive oversight of all Society funds, dues

collections, disbursements, maintenance of financial records, preparation of financial statements, and financial planning in conjunction with the Executive Board. The Financial Officer/Secretary shall also serve as the Secretary of the corporation and also as the officially designated Secretary of Division 14 of the American Psychological Association and will also be responsible for carrying out all official functions associated with those roles. The Financial Officer/Secretary shall serve as a member of the Executive Board.

7. The APA Division Representatives shall perform the duties outlined in the APA governing documents. They shall also serve as members of the Executive Board.
8. In the absence of any APA Division Representative at a meeting of the APA Council of Representatives, the President is authorized to appoint such alternates as may be permitted by APA.

#### **ARTICLE IV: EXECUTIVE BOARD**

1. There shall be an Executive Board of the Society, consisting of the President, the President-Elect, the immediate Past-President, a Financial Officer/Secretary, and nine elected members, together with the Division Representatives to the APA Council of Representatives approved by the APA governing documents.
2. The Executive Board shall have general supervision over the affairs of the Society. It may use mail ballots whenever it is deemed appropriate in matters affecting Society policy. It shall meet at least once a year and shall make a full report to the membership at the time of each scheduled business meeting.
3. During the intervals between Executive Board meetings, an Emergency Action Subcommittee of the Executive Board shall be empowered to take action on behalf of the Executive Board when, in the President's judgment, time does not permit contacting all members of the Executive Board before an action is needed. The Emergency Action Subcommittee shall consist of the following six or seven members of the Executive Board: President, Immediate Past-President, President-Elect, the Financial Officer/Secretary, and the three senior elected members (which in some years could include the Financial Officer/Secretary). Depending on the staggered terms of the Financial Officer/Secretary and elected members, every third year there may be two senior elected members on the Emergency Action Subcommittee (those serving in their third year on the Executive Board). Actions of this group require unanimous written consent. Any actions taken by this Emergency Action Subcommittee shall be reported in full by the President at the next scheduled meeting of the full Executive Board.
4. The Executive Board and Emergency Action Subcommittee may transact business without a meeting and in accordance with applicable law by electronic media by voting on any proposal mailed or e-mailed by the President or from the Administrative Office with the approval of the President. For the Emergency Action Subcommittee, seven (7)-days from the mailing or e-mailing shall be allotted for the return of the vote thereon to the Administrative Office. The voting shall be deemed closed at the end of the 7-day period or when all members have returned their vote. For the Executive Board, any proposal not receiving unanimous written consent at the end of a fourteen-(14)-day period shall be deemed lost.
5. Wherever in these Bylaws the term "Executive Board" is used, it shall be construed to mean and be equivalent to "Board of Directors" and wherever the terms "Executive Board Member" or "Member of the Executive Board" or the like are used, they shall be construed to mean and be equivalent to "Director."

#### **ARTICLE V: NOMINATIONS AND ELECTION**

1. The Election Committee shall conduct and supervise all elections of the Society. The officers and members of the Executive Board shall be elected by the Members of the Society.

2. The Election Committee, using the facilities of the Administrative Office, shall distribute a call for nominations each year. The Elections Committee shall establish the Society's annual election date. The nomination process shall allow for at least three nominees for each office to be filled. The following will govern the call for nominations:

2a. Schedule of terms of office:

President-Elect: to serve a term of one year, as President for the subsequent year, and as immediate Past-President the following year.

Representatives to APA Council: to serve staggered terms of three years, or in accord with any rules set forth by the APA documents governing their term of office. In the event that apportionment ballots would result in an unusual number of Representatives with identical terms, the Executive Board will adjust the length of the term for one or more seats being contested at that time.

Executive Board Members (including the Financial Officer/Secretary): to serve staggered terms of three years. The term for a specific open position may be altered by the Election Committee in order to preserve a balance of new Executive Board members in a given election year.

2b. Eligibility for office:

For President-Elect and for Members of the Executive Board (including the Financial Officer/Secretary), any Society Fellow or Society Member.

For Division Representative to the APA Council, any Society Fellow or Society Member who is also a Fellow or Member of APA.

3. The Election Committee chair shall prepare a ballot for all offices for which terms expire each year.
  - 3a. The Election Committee of the Society shall review the nomination data and certify to the Administrative Office a list of names of persons who are nominated for each office, plus any persons nominated under Section 3, paragraph b, below. The ballot shall include at least three and no more than five candidates for the office of Society President-Elect and Financial Officer/Secretary, at least two and no more than five candidates for each vacancy on the Executive Board, and at least two and no more than three candidates for each APA Division Representative to be elected. In formulating the ballot, the Elections Committee shall comply with election policies and procedures enacted by the Executive Board.
  - 3b. At its direction, in order to promote better representation as to geographic location, sex, institutional affiliation, age, etc., of the officers of the Society, the Election Committee may place one additional name on the ballot for each office for which election is being held, without reference to the results of the nominating balloting, provided the consent of the individual has been obtained. Using this provision is subject to approval by the Executive Board.
  - 3c. Before placing a nominee on the ballot, the Administrative Office shall secure in writing a statement that the nominee is willing to be a candidate for the office.
  - 3d. Elected members of the Executive Board (EB) are expected to serve their full position term. There may be extenuating circumstances under which an elected EB member may need to vacate their position (i.e., described in Article V, Sections 10-17). Elected EB members may not run for an open position if, by being elected, they would have to vacate a currently elected position. However, elected EB members may run for subsequent EB offices as long as the end of the current elected EB position term does not overlap with the beginning of a new EB position term.
4. The Society may conduct its nominations and elections, other than APA Division Representatives, through the

facilities selected by the Executive Board.

5. The Election Committee shall send its list of nominees for APA Division Representative(s) to the Executive Officer of APA before the date specified by APA.
6. All elections shall be by a preferential voting system, according to the procedures established by the Executive Board.
7. The Election Committee shall file a report with the Executive Board and shall report the names of those elected to the membership at the next scheduled business meeting of the Society.
8. New officers shall assume office each April, preferably on the first day following the close of the Society's annual conference at which their election was reported, except in the case of APA Division Representatives, who will assume office in accordance with APA governing documents.
9. In the event that the number of APA Division Representatives is reduced in accordance with APA governing documents, the recall of Division Representatives will be accomplished by employing the following rules in sequence:
  - 9a. Failure to nominate to fill expiring term(s).
  - 9b. Equalization of representation by length of term remaining; i.e., if two or more representatives have the same terms remaining, the appropriate number of representatives would be recalled by lot conducted by the Election Committee Chair.
10. In the event that an individual elected to the position of President-Elect, Financial Officer/Secretary, or Executive Board Member is unable to assume office, then the election ballots for the affected position would be tabulated as if the individual unable to assume the elected office was not on the ballot. The newly elected individual would serve a term of office as determined by Article V, Section 13 or 17.
11. In the event that an individual elected to an APA Council position is unable to assume office, a replacement would be selected in accordance with APA governing documents.
12. In the event that a President in succession to serve as Past-President is unable to assume office, then the preceding Past-President would be asked to serve the unexpired term. If unable to do so, the next preceding Past-President would be asked to serve, and if unable to do so the process would continue until the most immediate Past-President able to serve was identified and assumed the office for the unexpired term.
13. In the event the position of President-Elect is vacant prior to the Society's annual election date, the election process would be modified and possibly extended in time if necessary to include two positions, President and President-Elect, on the ballot for the upcoming election year. The unexpired term of the President-Elect position only would be filled by the individual receiving the next largest number of votes (as certified by the Society's Election Committee) in the most recently completed election. The new President-Elect would not necessarily assume the position of President, but would be subject to the outcomes of the Society's election process. The individual assuming the position of President-Elect would have their name placed on the ballot for the position of President along with others nominated during the call for nominations in accord with the Society's election policy. If the President-Elect position vacancy occurs after the Society's annual election date, then the individual receiving the next largest number of votes (as certified by the Society's Election Committee) in the most recently completed election would assume the position of President-Elect. Furthermore, that person would continue into the positions of President and Past-President.
14. In the event the position of President is vacant, then in accord with the Society's election policy, the

President-Elect would assume the duties of the President for the balance of the unexpired term. If the vacancy occurs prior to the Society's annual election date, the Society's regular election process would be modified to include two positions for the upcoming election year: President and President-Elect. The President-Elect would complete the unexpired term of the President and then move to the position of Past-President. If the vacancy occurred after the Society's annual election date, the President-Elect would assume the duties of the President for the unexpired term and then would continue as President as duly elected. Because this would create a vacancy for the position of Past-President (for the time period in which the individual unable to serve as President would have served as Past-President), the current Past-President would be asked to serve a second term. If unable to do so, the next preceding Past-President would be asked to serve. The process would continue until the vacancy was filled with the most recent Past-President able to serve in that position.

15. In the event the position of Past-President is vacant and regardless of when the unexpired term occurs, the most immediate Past-President would be asked to complete the balance of the term of office. If unable to do so, the next preceding Past-President would be asked to serve. The process would continue until the vacancy was filled with the most recent Past-President able to serve in that position for the balance of the term.
16. In the event an APA Council Representative position becomes vacant, a replacement would be selected in accordance with APA governing documents. If the individual is unable to complete a term and there is only one meeting remaining before term expiration, the Executive Board would appoint an individual qualified to fill the vacancy. Otherwise, a new Representative would be elected with all deliberate speed, and an interim appointment of a qualified individual would be made by the Executive Board.
17. In the event the position of Member of the Executive Board becomes vacant at any time during the term of office, that vacancy would be filled by the individual receiving the next largest number of votes (as certified by the Society's Election Committee) in the most recent election for the position in question, and that person would serve the balance of the unexpired term.
18. An individual who is elected SIOP President but is unable, due to death or illness, to serve in the role shall be recognized as President in SIOP historical records. This acknowledgement will not affect the line of succession; it is intended to provide recognition of that individual as having been elected SIOP President.

## **ARTICLE VI: MEETINGS**

1. A business meeting of the Society shall take place in conjunction with the Society's annual conference. Additional meetings may be scheduled at a time and location designated by the Executive Board.
2. A quorum for the transaction of business at a business meeting shall consist of not fewer than one tenth of the voting Members of the Society.
3. On all matters calling for action by the membership of the Society at a business meeting, each Society Member shall have one vote, and no voting by proxy shall be allowed. Associates and Student Affiliates may not vote, as provided by Article II, Sections 4c and 5a.
4. Business meetings shall be conducted according to Keesey's rules of order.

## **ARTICLE VII: COMMITTEES**

1. Standing committees of the Society are permanent committees formed to do their work on a continuing basis. Standing committees shall be established by majority vote of the Executive Board.

2. The authorization or reauthorization for each standing committee of the Society will be for a maximum period of five years. Continuation of a standing committee after five years will require reauthorization by a majority vote of the Executive Board. If the continuation of a committee is not authorized, a change to reflect this decision will require a majority vote of the Executive Board.
3. Ad Hoc committees may be established by the President with consent of the Executive Board. Ad Hoc committees will be for the purpose of addressing a need not able to be filled by a current standing committee.
4. The authorization or reauthorization for each Ad Hoc committee of the Society will be for a maximum period of two years. Continuation of an Ad Hoc committee after two years will require reauthorization by a majority vote of the Executive Board. Staffing of a reappointed Ad Hoc committee shall be made by the President and may include reappointments of current members of the committee to a maximum of four years' service on the Ad Hoc committee.

#### **ARTICLE VIII: DUES**

1. Dues for Society membership will be determined by the Executive Board. Changes in dues amounts and/or deadlines for payment shall require a 2/3 affirmative vote of the Executive Board.
2. Non-payment of the Society's dues by the dues deadline constitutes resignation from the Society.

#### **ARTICLE IX: AMENDMENTS**

1. The Society, by vote of two-thirds of the Society Members present at a scheduled business meeting of the Society, or by a majority vote of the Society Members voting on a mail or electronic ballot, may adopt such amendments to these Bylaws as have been (a) read at the preceding Society business meeting, or (b) mailed to the last known post office address of each Society Member at least two months prior to vote, or (c) published in "The Industrial-Organizational Psychologist" at least two months prior to the vote, or (d) e-mailed to the last known e-mail address of each Society Member at least 30 days prior to the vote by the Administrative Office with the approval of the President.
2. In the case of an electronic ballot, the voting shall be deemed closed 30 days after the first day the ballot was open for voting. Any proposed amendment not receiving a majority affirmative vote of the Society Members voting on an electronic ballot at the end of the 30-day period shall be deemed lost.

#### **ARTICLE X: VOTING UPON SHARES OF OTHER CORPORATIONS**

Unless otherwise voted by the Executive Board, the President shall have full power and authority on behalf of the Society to vote either in person or by proxy at any meeting of shareholders of any corporation in which this Society may hold shares, and at any such meeting may possess and exercise all of the rights and powers incident to the ownership of such shares which, as the owner thereof, this Society might have possessed and exercised if present. The Executive Board may confer like powers on any other person and may revoke any such powers as granted at its pleasure.

#### **ARTICLE XI: FISCAL YEAR**

The fiscal year of the Society shall end on June 30.

#### **ARTICLE XII: PROHIBITION AGAINST SHARING IN SOCIETY EARNINGS**

1. No Society member or officer or person connected with the Society or any other private individual shall



receive at any time any of the net earnings or pecuniary profit from the operations of the Society, provided that this shall not prevent payment to any such person of such reasonable compensation for services rendered to or for the Society in effecting any of its purposes as shall be fixed by the Executive Board; and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Society. All Society members shall be deemed to have expressly consented and agreed that upon such dissolution or winding up of the affairs of the Society, whether voluntary or involuntary, the assets of the Society, after all debts have been satisfied, then remaining in the hands of the Executive Board shall be distributed, transferred, conveyed, delivered, and paid over in such amounts as the Executive Board may determine or may be determined by a court of competent jurisdiction upon application of the Executive Board, exclusively to an organization organized and operated exclusively for scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

2. Notwithstanding any other provisions of these Bylaws, no Society member, officer, employee, or representative of this Society shall take any action or carry on any activity by or on behalf of this Society not permitted to be taken or carried on by an organization exempt under Section 501(c)(6) of the Internal Revenue Code of 1954, as amended, or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code as they now exist or as they may hereafter be amended.

### **ARTICLE XIII: INVESTMENTS**

The Society shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and or reinvest any funds held by it, according to the judgment of the Executive Board, without being restricted for class of investments which a trustee is or may hereafter be permitted by law to make or any similar restriction, provided, however, that no action shall be taken by or on behalf of the Society if such action is a prohibited transaction or results in the denial of the tax exemption under Sections 503 or 507 of the Internal Revenue Code of 1954, as amended, or as it may hereafter be amended.

### **ARTICLE XIV: SEAL**

The seal of the Society shall be circular in form, bearing its name, the words District of Columbia, and the year of its incorporation. The Administrative Office shall have custody of the seal and may affix it (as may any other officer if authorized by the Executive Board) to any instrument requiring the Society seal.