

**BY-LAWS**  
of the  
**AMERICAN PEANUT RESEARCH AND  
EDUCATION SOCIETY, INC.**

**ARTICLE I. NAME**

Section 1. The name of this organization shall be "AMERICAN PEANUT RESEARCH AND EDUCATION SOCIETY, INC."

**ARTICLE II. PURPOSE**

Section 1. The purpose of this Society shall be to instruct and educate the public on the properties, production, and use of the peanut through the organization and promotion of public discussion groups, forums, lectures, and other programs or presentation to the interested public and to promote scientific research on the properties, production, and use of the peanut by providing forums, treatises, magazines, and other forms of educational material for the publication of scientific information and research papers on the peanut and the dissemination of such information to the interested public.

**ARTICLE III. MEMBERSHIP**

Section 1. The several classes of membership which shall be recognized are as follows:

- a. Individual memberships: Individuals who pay dues at the full rate as fixed by the Board of Directors.
- b. Institutional memberships: Libraries of industrial and educational groups or institutions and others that pay dues as fixed by the Board of Directors to receive the publications of the Society. Institutional members are not granted individual member rights.
- c. Organizational memberships: Industrial or educational groups that pay dues as fixed by the Board of Directors. Organizational members may designate one representative who shall have individual member rights.
- d. Sustaining memberships: Industrial organizations and others that pay dues as fixed by the Board of Directors. Sustaining members are those who wish to support this Society financially to an extent beyond minimum requirements as set forth in Section 1c, Article III.

Sustaining members may designate one representative who shall have individual member rights. Also, any organization may hold sustaining memberships for any or all of its divisions or sections with individual member rights accorded each sustaining membership.

- e. Student memberships: Full-time students who pay dues at a special rate as fixed by the Board of Directors. Persons presently enrolled as full-time students at any recognized college, university, or technical school are eligible for student membership. Post-doctoral students,

employed persons taking refresher courses or special employee training programs are not eligible for student memberships.

Section 2. Any member, participant, or representative duly serving on the Board of Directors or a committee of this Society and who is unable to attend any meeting of the Board or such committee may be temporarily replaced by an alternate selected by such member, participant, or representative upon appropriate written notice filed with the president or committee chairperson evidencing such designation or selection.

Section 3. All classes of membership may attend all meetings and participate in discussions. Only individual members or those with individual membership rights may vote and hold office. Members of all classes shall receive notification and purposes of meetings, and shall receive minutes of all Proceedings of the American Peanut Research and Education Society, Inc.

#### **ARTICLE IV. DUES AND FEES**

Section 1. The annual dues shall be determined by the Board of Directors with the advice of the Finance Committee subject to approval by the members at the annual business meeting.

Section 2. Dues are receivable on or before July 1 of the year for which the membership is held. Members in arrears on July 31 for the current year's dues shall be dropped from the rolls of this Society provided prior notification of such delinquency was given. Membership shall be reinstated for the current year upon payment of dues.

Section 3. A registration fee approved by the Board of Directors will be assessed at all regular meetings of the Society.

#### **ARTICLE V. MEETINGS**

Section 1. Annual meetings of the Society shall be held for the presentation of papers and/or discussion, and for the transaction of business. At least one general business session will be held during regular annual meetings at which reports from the executive officer and all standing committees will be given, and at which attention will be given to such other matters as the Board of Directors may designate. Opportunity shall be provided for discussion of these and other matters that members wish to have brought before the Board of Directors and/or general membership.

Section 2. Additional meetings may be called by the Board of Directors by two-thirds vote, or upon request of one-fourth of the members. The time and place shall be fixed by the Board of Directors.

Section 3. Any member may submit only one paper as senior author for consideration by the program chairperson of each annual meeting of the Society. Except for certain papers specifically invited by the Society president or program chairperson with the approval of the president, at least one author of any paper presented shall be a member of this Society.

Section 4. Special meetings in conjunction with the annual meeting by Society members, either alone or jointly with other groups, must be approved by the Board of Directors. Any request for the Society to underwrite obligations in connection with a proposed special meeting or project shall be submitted to the Board of Directors, who may obligate the Society as they deem advisable.

Section 5. The executive officer shall give all members written notice of all meetings not less than 60 days in advance of annual meetings and 30 days in advance of all other special meetings.

## **ARTICLE VI. QUORUM**

Section 1. Forty voting members shall constitute a quorum for the transaction of business at the business meeting held during the annual meeting.

Section 2. For meetings of the Board of Directors and all committees, a majority of the members duly assigned to such board or committee shall constitute a quorum for the transaction of business.

## **ARTICLE VII. OFFICERS**

Section 1. The officers of this Society shall consist of the president, the president-elect, the most recent available past-president and the executive officer of the Society, who may be appointed secretary and treasurer and given such other title as may be determined by the Board of Directors.

Section 2. The president and president-elect shall serve from the close of the annual meeting of this Society to the close of the next annual meeting. The president-elect shall automatically succeed to the presidency at the close of the annual meeting. If the president-elect should succeed to the presidency to complete an unexpired term, he/she shall then also serve as president for the following full term. In the event the president or president-elect, or both, should resign or become unable or unavailable to serve during their terms of office, the Board of Directors shall appoint a president, or both president-elect and president, to complete the unexpired terms until the next annual meeting when one or both offices, if necessary, will be filled by normal elective procedure. The most recent available past president shall serve as president until the Board of Directors can make such appointment.

Section 3. The officers and directors, with the exception of the executive officer, shall be elected by the members in attendance at the annual business meeting from nominees selected by the Nominating Committee or members nominated from the floor. The president, president-elect, and most recent available past-president shall serve without monetary compensation. The executive officer shall be appointed by a two-thirds majority vote of the Board of Directors.

Section 4. The executive officer may serve consecutive annual terms subject to appointment by the Board of Directors. The tenure of the executive officer may be discontinued by a two-thirds vote of the Board of Directors who then shall appoint a temporary executive officer to fill the unexpired term.

Section 5. The president shall arrange and preside at all meetings of the Board of Directors and with the advice, counsel, and assistance of the president-elect, and executive officer, and subject to consultation with the Board of Directors, shall carry on, transact, and supervise the interim affairs of the Society and provide leadership in the promotion of the objectives of this Society.

Section 6. The president-elect shall be program chairperson, responsible for development and coordination of the overall program of the education phase of the annual meeting.

Section 7. (a) The executive officer shall countersign all deeds, leases, and conveyances executed by the Society and affix the seal of the Society thereto and to such other papers as shall be required or directed to be sealed. (b) The executive officer shall keep a record of the deliberations of the Board of Directors, and keep safely and systematically all books, papers, records, and documents belonging to the Society, or in any wise pertaining to the business thereof. (c) The executive officer shall keep account of all monies, credits, debts, and property of any and every nature accrued and/or disbursed by this Society, and shall render such accounts, statements, and inventories of monies, debts, and property, as shall be required by the Board of Directors. (d) The executive officer shall prepare and distribute all notices and reports as directed in these By-Laws, and other information deemed necessary by the Board of Directors, to keep the membership well informed of the Society activities.

Section 8. The editor is responsible for timely publication and distribution of the Society's peer reviewed scientific journal, Peanut Science, in collaboration with the Publications and Editorial Committee.

Editorial responsibilities include:

1. Review performance of associate editors and reviewers. Recommend associate editors to the Publications and Editorial Committee as terms expire.
2. Conduct Associate Editors' meeting at least once per year. Associate Editors' meetings may be conducted in person at the Annual Meeting or via electronic means such as conference calls, web conferences, etc.
3. Establish standard electronic formats for manuscripts, tables, figures, and graphics in conjunction with Publications and Editorial Committee and publisher.
4. Supervise Administrative/Editorial assistant in:
  - a. Preparing routine correspondence with authors to provide progress report of manuscripts.
  - b. Preparing invoices and collecting page charges for accepted manuscripts.
5. Screen manuscript for content to determine the appropriate associate editor, and forward manuscript to appropriate associate editor.
6. Contact associate editors periodically to determine progress of manuscripts under review.

7. Receive reviewed and revised manuscripts from associate editor; review manuscript for grammar and formatting; resolve discrepancies in reviewers' and associate editor's acceptance decisions.
8. Correspond with author regarding decision to publish with instructions for final revisions or resubmission, as appropriate. Follow-up with authors of accepted manuscripts if final revisions have not been received within 30 days of notice of acceptance above.
9. Review final manuscripts for adherence to format requirements. If necessary, return the manuscript to the author for final format revisions.
10. Review final formatting and forward compiled articles to publisher for preparation of first run galley proofs.
11. Ensure timely progression of journal publication process including:
  - a. Development and review of galley proofs of individual articles.
  - b. Development and review of the journal proof (proof of all revised articles compiled in final publication format with tables of contents, page numbers, etc.)
  - c. Final publication and distribution to members and subscribers via electronic format.
12. Evaluate journal publisher periodically; negotiate publication contract and resolve problems; set page charges and subscription rates for electronic formats with approval of the Board of Directors.
13. Provide widest distribution of *Peanut Science* possible by listing in various on-line catalogues and databases.

## **ARTICLE VIII. BOARD OF DIRECTORS**

Section 1. The Board of Directors shall consist of the following:

- a. The president
- b. The most recent available past-president
- c. The president-elect
- d. Three State employees' representatives - these directors are those whose employment is state sponsored and whose relation to peanuts principally concerns research, and/or education, and/or regulatory pursuits. One director will be elected from each of the three main U.S. peanut producing areas.
- e. United States Department of Agriculture representative - this director is one whose employment is directly sponsored by the USDA or one of its agencies, and whose relation to peanuts principally concerns research, and/or education, and/or regulatory pursuits.
- f. Three Private Peanut Industry representatives - these directors are those whose employment is privately sponsored and whose principal activity with peanuts concerns: (1) the production of farmers' stock peanuts; (2) the shelling, marketing, and storage of raw peanuts; (3) the production or preparation of consumer food-stuffs or

manufactured products containing whole or parts of peanuts.

- g. The President of the American Peanut Council or a representative of the President as designated by the American Peanut Council.
- h. The Executive Officer - non-voting member of the Board of Directors who may be compensated for his services on a part-time or full-time salary stipulated by the Board of Directors in consultation with the Finance Committee.

Section 2. Terms of office for the directors' positions set forth in Section 1, paragraphs d, e, and f, shall be three years with elections to alternate from reference years as follows: d(VC area), e and f(2), 1992; d(SE area) and f(3), 1993; and d(SW area) and f(1), 1994.

Section 3. The Board of Directors shall determine the time and place of regular and special board meetings and may authorize or direct the president by majority vote to call special meetings whenever the functions, programs, and operations of the Society shall require special attention. All members of the Board of Directors shall be given at least 10 days advance notice of all meetings; except that in emergency cases, three days advance notice shall be sufficient.

Section 4. The Board of Directors will act as the legal representative of the Society when necessary and, as such, shall administer Society property and affairs. The Board of Directors shall be the final authority on these affairs in conformity with the By-Laws.

Section 5. The Board of Directors shall make and submit to this Society such recommendations, suggestions, functions, operation, and programs as may appear necessary, advisable, or worthwhile.

Section 6. Contingencies not provided for elsewhere in these By-Laws shall be handled by the Board of Directors in a manner they deem advisable.

Section 7. An Executive Committee comprised of the president, president-elect, most recent available past-president, and executive officer shall act for the Board of Directors between meetings of the Board, and on matters delegated to it by the Board. Its action shall be subject to ratification by the Board.

## **ARTICLE IX. COMMITTEES**

Section 1. Members of the committees of the Society shall be appointed by the president and shall serve three-year terms unless otherwise stipulated. The president shall appoint a chairperson of each committee from among the incumbent committee members. The Board of Directors may, by a two-thirds vote, reject committee appointees. Appointments made to fill unexpected vacancies by incapacity of any committee member shall be only for the unexpired term of the incapacitated committee member. Unless otherwise specified in these By-Laws, any committee member may be re-appointed to succeed him/herself, and may serve on two or more committees concurrently but shall not chair more than one committee. Initially, one-third of the members of each committee will serve one-year terms, as designated by the president. The president shall announce the committees immediately upon assuming the office

at the annual business meeting. The new appointments take effect immediately upon announcement.

Section 2. Any or all members of any committee may be removed for cause by a two-thirds approval by the Board of Directors.

- a. Finance Committee: This committee shall consist of six members, three representing State employees, one representing USDA, and two representing Private Business segments of the peanut industry. Appointments in all categories shall rotate among the three U.S. peanut production areas. This committee shall be responsible for preparation of the financial budget of the Society and for promoting sound fiscal policies within the Society. They shall direct the audit of all financial records of the Society annually, and make such recommendations as they deem necessary or as requested or directed by the Board of Directors. The term of the chairperson shall close with preparation of the budget for the following year, or with the close of the annual meeting at which a report is given on the work of the Finance Committee under his/her leadership, whichever is later.
- b. Nominating Committee: This committee shall consist of four members appointed to one-year terms, one each representing State, USDA, and Private Business segments of the peanut industry with the most recent available past-president serving as chair. This committee shall nominate individual members to fill the positions as described and in the manner set forth in Articles VII and VIII of these By-Laws and shall convey their nominations to the president of this Society on or before the date of the annual meeting. The committee shall, insofar as possible, make nominations for the president-elect that will provide a balance among the various segments of the industry and a rotation among federal, state, and industry members. The willingness of any nominee to accept the responsibility of the position shall be ascertained by the committee (or members making nominations at the annual business meeting) prior to the election. No person may succeed him/herself as a member of this committee.
- c. Publications and Editorial Committee: This committee shall consist of six members appointed to three-year terms, three representing State, one USDA, and two Private Business segments of the peanut industry with membership representing the three U.S. production areas. The members may be appointed to two consecutive three-year terms. This committee shall be responsible for the publication of Society-sponsored publications as authorized by the Board of Directors in consultation with the Finance Committee. This committee shall formulate and enforce the editorial policies for all publications of the Society subject to the directives from the Board of Directors.
- d. Peanut Quality Committee: This committee shall consist of seven members, one each actively involved in research in peanuts--(1) varietal development, (2) production and marketing practices related to quality, and (3) physical and chemical properties related to quality--and one each representing the Grower, Sheller, Manufacturer, and Services

(pesticides and harvesting machinery in particular) segments of the peanut industry. This committee shall actively seek improvement in the quality of raw and processed peanuts and peanut products through promotion of mechanisms for the elucidation and solution of major problems and deficiencies.

- e. Public Relations Committee: This committee shall consist of seven members, one each representing the State, USDA, Grower, Sheller, Manufacturer, and Services segments of the peanut industry, and a member from the host state who will serve a one-year term to coincide with the term of the president-elect. The primary purpose of this person will be to publicize the meeting and make photographic records of important events at the meeting. This committee shall provide leadership and direction for the Society in the following areas:
  - (1) Membership: Development and implementation of mechanisms to create interest in the Society and increase its membership. These shall include, but not be limited to, preparing news releases for the home-town media of persons recognized at the meeting for significant achievements.
  - (2) Cooperation: Advise the Board of Directors relative to the extent and type of cooperation and/or affiliation this Society should pursue and/or support with other organizations.
  - (3) Necrology: Proper recognition of deceased members.
  - (4) Resolutions: Proper recognition of special services provided by members and friends of the Society.
  
- f. Bailey Award Committee: This committee shall consist of six members, with two new appointments each year, serving three-year terms. This committee shall be responsible for judging papers which are selected from each subject matter area. Initial screening for the award will be made by judges, selected in advance and having expertise in that particular area, who will listen to all papers in that subject matter area. This initial selection will be made on the basis of quality of presentation and content. Manuscripts of selected papers will be submitted to the committee by the author(s) and final selection will be made by the committee, based on the technical quality of the paper. The president, president-elect and executive officer shall be notified of the Award recipient at least sixty days prior to the annual meeting following the one at which the paper was presented. The president shall make the award at the annual meeting.
  
- g. Fellows Committee: This committee shall consist of six members, two representing each of the three major geographic areas of U.S. peanut production with balance among State, USDA, and Private Business. Terms of office shall be for three years. Nominations shall be in accordance with procedures adopted by the Society and published in the previous year's PROCEEDINGS of APRES. From nominations received, the committee shall select qualified nominees for approval by majority vote of the Board of Directors.
  
- h. Site Selection Committee: This committee shall consist of eight

members, each serving four-year terms. New appointments shall come from the state which will host the meeting four years following the meeting at which they are appointed. The chairperson of the committee shall be from the state which will host the meeting the next year and the vice-chairperson shall be from the state which will host the meeting the second year. The vice-chairperson will automatically move up to chairperson.

- i. Coyt T. Wilson Distinguished Service Award Committee: This committee shall consist of six members, with two new appointments each year, serving three-year terms. Two committee members will be selected from each of the three main U.S. peanut producing areas. Nominations shall be in accordance with procedures adopted by the Society and published in the previous year's PROCEEDINGS of APRES. This committee shall review and rank nominations and submit these rankings to the committee chairperson. The nominee with the highest ranking shall be the recipient of the award. In the event of a tie, the committee will vote again, considering only the two tied individuals. Guidelines for nomination procedures and nominee qualifications shall be published in the Proceedings of the annual meeting. The president, president-elect, and executive officer shall be notified of the award recipient at least sixty days prior to the annual meeting. The president shall make the award at the annual meeting.
  
- j. Joe Sugg Graduate Student Award Committee: This committee shall consist of five members. For the first appointment, three members are to serve a three-year term, and two members to serve a two-year term. Thereafter, all members shall serve a three-year term. Annually, the President shall appoint a Chair from among incumbent committee members. The primary function of this committee is to foster increased graduate student participation in presenting papers, to serve as a judging committee in the graduate students' session, and to identify the top two recipients (1st and 2nd place) of the Award. The Chair of the committee shall make the award presentation at the annual meeting.

## **ARTICLE X. DIVISIONS**

Section 1. A Division within the Society may be created upon recommendation of the Board of Directors, or members may petition the Board of Directors for such status, by two-thirds vote of the general membership. Likewise, in a similar manner, a Division may be dissolved.

Section 2. Divisions may establish or dissolve Subdivision upon the approval of the Board of Directors.

Section 3. Division may make By-Laws for their own government, provided they are consistent with the rules and regulations of the Society, but no dues may be assessed. Divisions and Subdivisions may elect officers (chairperson, vice-chairperson, and a secretary) and appoint committees, provided the efforts thereof do not overlap or conflict with those of the officers and committees of the main body of the Society.

## ARTICLE XI. AMENDMENTS

Section 1. These By-Laws may be amended consistent with the provision of the Articles of Incorporation by a two-thirds vote of all the eligible voting members present at any regular business meeting, provided such amendments shall be submitted in writing to each member of the Board of Directors at least thirty days before the meeting at which the action is to be taken.

Section 2. A By-Law or amendment to a By-Law shall take effect immediately upon its adoption, except that the Board of Directors may establish a transition schedule when it considers that the change may best be effected over a period of time. The amendment and transition schedule, if any, shall be published in the "Proceedings of APRES".

Amended at the Annual Meeting of the  
American Peanut Research and Education Society  
July 15, 2005, Portsmouth, Virginia