



INTERNATIONAL MARINE MINERALS SOCIETY

BYLAWS

ARTICLE I NAME

The name of this Society shall be the International Marine Minerals Society.

ARTICLE II OBJECTIVES

Objectives of this Society shall be:

1. To promote and improve the understanding of the origin, distribution, exploration, mining, processing, development and economic assessment of mineral deposits within the province of the global ocean,
2. To aid in the exchange of data and other information on an individual basis and through publication of papers and issuance of technical reports,
3. To sponsor meetings, seminars and symposia for the timely exchange of information,
4. To encourage the prudent development of marine mineral resources, including concern for the environment,
5. To encourage and assist young professionals in their study of marine minerals and in the pursuit of their careers, and
6. To encourage, internationally, both basic and applied research in all aspects of marine minerals exploration and development.

Section 1. Membership in the Society shall be limited to persons with an active interest in marine minerals and the desire and ability to promote the objectives, Article II, of the Society.

ARTICLE III
MEMBERS

Section 3. The initiation fee and annual dues shall be specified by the Treasurer with the approval by majority vote of the Executive Board. All assessments will be payable in advance of or before October 31 of each year. The Treasurer shall notify members at least 60 days prior to membership renewal. Those whose dues are not paid within 120 days after October 31, shall be automatically dropped from membership.

Section 4. Any member desiring to resign from the Society shall submit his resignation in writing to the Secretary, who shall present it to the Treasurer for action.

Section 5. Upon the signed recommendation of one member, seconded by another member, and by a three-fourths vote by ballot at the annual meeting, honorary life membership may be conferred upon those who shall have rendered notable service to the Society. An honorary member shall have none of the obligations of membership in the Society, but shall be entitled to all of the privileges except those of making motions, of voting, and of holding office.

ARTICLE IV
OFFICERS

Section 1. The Officers of the Society shall be a President, a President Elect, a Past President, a Past Past-President, a Secretary, a Treasurer, and four Directors. These ten Officers shall constitute the Executive Board of the Society and shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Society. Former Past Presidents shall serve as ex-officio members of the Board.

Section 2. A Nominating Committee of up to five members shall be appointed by the President with the confirmation by vote of the majority of the Executive Board. It shall be the duty of this committee to nominate candidates for the offices to be filled at the annual meeting. The Nominating Committee shall provide a list of candidates for Officers and Directors to the Secretary for distribution to the membership at least 30 days prior to the annual meeting. Additional nominations shall be permitted on a written basis. Members shall vote for the newly elected Officers and Directors to be installed at the start of the new calendar year.

Section 3. Election practices for the executive board vary for specific positions. The Treasurer shall be elected indefinitely until a successor is elected or the bylaws are amended. The Secretary and Directors shall be elected by ballot to serve for four years or until their successors are elected. All terms of office shall begin at the start of the new calendar year. Elections will be on a biannual basis with the President Elect, Secretary, and one Director being elected one year and the President Elect and two Directors being elected two years thence. At the second annual meeting of the Society after his or her election, or after three years in office (whichever comes first), the President Elect shall assume the Office of President and the President shall assume the Office of Past President. In this manner, the President Elect will serve two years, will then assume the Office of President for two years, and finally serve as Past President for two years. In addition, the Past Past-President will continue to serve for two years. This prescription will assure continuity of the Society's program and internal affairs. If an Officer whose term is in progress wishes to be considered for another office, he must resign from the position that he is immediately holding.

Section 4. No member, with the exception of the President who may also serve as President Elect, shall be elected to more than one office at a time, and no member shall be eligible to serve more than three consecutive terms in the same office. However, an elected office holder may be appointed to serve concurrently as a committee member.

Section 5. Duties of Officers are outlined as under:

1. **President:** The President shall serve as the Chief Executive Officer of the Society and as Chairman of the Executive Board. The President is responsible to the Board and shall preside at all meetings of the Society. Except as otherwise provided in these bylaws, the President shall appoint all standing and special committees of the Society and the Editor of the Society newsletter. The Society's Moore Medal shall be awarded at the discretion of the President. Beginning in 2016, the President, or his or her appointee, shall also serve as the Technical Chair of the annual conference known as the Underwater Mining Conference (UMC).
2. **President Elect:** The President Elect shall be responsible to the President and shall exercise such authority as may be delegated by the President. The President Elect shall assume the responsibilities of the President in the absence of the President.
3. **Past President:** The Past President shall be responsible to the President and shall exercise such authority as may be delegated by the President.
4. **Past Past-President:** The Past Past-President shall be responsible to the President and shall exercise such authority as may be delegated by the President.
5. **Secretary:** The Secretary shall maintain the official records of the Society, including the membership roster, newsletters, and other records, and shall compile the meeting minutes for the Society meetings. The Secretary shall supervise distribution of materials and information to the Society members.
6. **Treasurer:** The Treasurer shall be responsible for the collection and disbursement of Society funds, supervision of Society investments, and shall have custody of all Society funds on deposit in banks or trust companies designated by the Executive Board. The Treasurer shall be responsible for financial reporting to the Executive Board at such frequency and such format as the Executive Board shall specify.
7. **Directors:** The Directors shall be responsible to the President and shall have such responsibilities or chair such committees as the President may assign.

ARTICLE V MEETINGS

Section 1. The annual meeting of the Society shall be held on an appropriate date at a convenient time and location in conjunction with the annual UMC.

Section 2. The annual meeting shall be for the purpose of installation of Officers, receiving reports of Officers and committees, and for any other business that may arise.

Section 3. Special meetings may be called by the President or by the Executive Board. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least 30 days notice shall be given.

ARTICLE VI **PUBLICATIONS**

The journal *Marine Georesources and Geotechnology* is designated for promulgating information about the Society, its business and activities, and, as appropriate, the professional contributions of its members. The Society will publish a newsletter for distribution twice a year or more frequently to its membership;

The Editor of the newsletter shall be appointed by the President and shall be responsible for the assembly and distribution of the newsletter.

ARTICLE VII **THE EXECUTIVE BOARD**

Section 1. The Officers of the Society shall constitute the Executive Board.

Section 2. The Executive Board shall have general supervision of the affairs of the Society, make recommendations to the Society, and shall perform such other duties as are specified in these bylaws.

Section 3. Unless otherwise ordered by the President with majority approval of the Board, regular meetings of the Executive Board shall be held at the annual meeting.

ARTICLE VIII **COMMITTEES**

Section 1. A Finance Committee composed of the Treasurer and up to four other members may be appointed by the President at his/her discretion. It shall be the duty of this committee to prepare a budget for the fiscal year beginning the first day of January. The budget will be submitted to the Society at its annual meeting. The Finance Committee may from time to time submit supplements to the budget for the current fiscal year. Membership is limited to 3 consecutive years.

Section 2. An Auditing Committee of up to three members may be appointed by the President, as required. The duty of this committee shall be to audit the Treasurer's accounts at the close of the fiscal year and to report at the annual meeting. Membership is limited to 3 consecutive years.

ARTICLE IX
PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Society in all cases to which they are applicable in which they are not inconsistent with these bylaws and special rules of order the Society may adopt.

ARTICLE X
AMENDMENT OF BYLAWS

These bylaws may be amended at any annual meeting of the Society by a two-thirds vote of the members, provided that the amendment has been submitted to the members in writing at least 30 days previous to the meeting.

ARTICLE XI
DISSOLUTION

The International Marine Minerals Society will be dissolved when a resolution to disband the Society is submitted by a member of the Board of Directors and upon voting receives the approval of two-thirds of the Executive Board.

Such a resolution is a motion to rescind the bylaws and therefore requires for its adoption the same notice and vote as to amend the bylaws. Notice of action to dissolve the Society must be given not less than 90 days prior to a vote on dissolution.

When a vote to dissolve is recorded in the minutes:

1. All members of record will be notified of the decision to dissolve.
2. All financial obligations of the Society must be paid in full within 60 days.
3. Any remaining assets will be distributed to a society or societies with similar objectives.